# ESG Performance Report
# for Listed Companies in 2025

## CMO PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2025

CMO PUBLIC COMPANY LIMITED

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# ESG Performance

Company Name : CMO PUBLIC COMPANY LIMITED Symbol : CMO

Market : mai Industry Group : Services Sector : SECTOR 0

## Environmental management

## Information on environmental policy and guidelines

### Environmental policy and guidelines

| | | |
|---|---|---|
| Environmental policy and guidelines | : | Yes |
| Environmental guidelines | : | Electricity management, Fuel management, Water resources and water quality management, Waste management |

The company has the following environmental policies and practices:

1. Cultivate an organizational culture that considers the environment. Organize sustainability awareness activities for employees to encourage their participation in developing environmentally friendly innovations.
2. Efficient resource utilization. Reduce paper consumption by promoting the use of electronic documents instead of printing. Turn off unnecessary electrical equipment and office appliances to reduce energy consumption.
3. Waste management. Support waste segregation in offices and event venues.
4. Design and organize environmentally friendly events. Reduce the use of decorative materials that generate significant waste, and instead use reusable materials.
5. Promote the use of clean energy, as well as digital technology to replace consumable materials, such as using QR Codes instead of printed documents.
6. Foster collaboration with partners and customers. Encourage customers and partners to collectively reduce waste and utilize resources efficiently. Provide knowledge to customers regarding environmentally friendly event management guidelines.
7. Establish a network of cooperation with environmental organizations to develop sustainable event standards.

## Information on review of environmental policies, guidelines, and/or objectives over the past years

### Review of environmental policies, guidelines, and/or goals over the past year

| | | |
|---|---|---|
| Review of environmental policies, guidelines, and/or goals over the past year | : | No |

Goal

- The volume of general waste requiring landfill disposal is significantly reduced.
- Employees possess increased knowledge and awareness regarding waste reduction and segregation, are capable of segregating waste correctly and appropriately, and develop this into a continuous practice that becomes a habit.

## Information on compliance with environmental management principles and standards

### Compliance with environmental management principles and standards

| | | |
|---|---|---|
| Environmental management principles and standards | : | Other : The Company is committed to reducing its overall waste generation while increasing opportunities to efficiently recycle materials such as paper, glass, plastics, and metals into new products. In addition, it promotes employee participation in systematic waste management, raises environmental awareness, and fosters a sustainable green organizational culture. |

**Compliance with energy management principles and standards**

| | | |
|---|---|---|
| Energy management principles and standards | : | Other : As a continuation of the Save Your Second Home initiative, the Company has encouraged employees to use water responsibly and efficiently. As a result, the total water consumption in 2025 increased only slightly compared to the previous year. |

**Compliance with water management principles and standards**

| | | |
|---|---|---|
| Water management principles and standards | : | Other : The Company promotes the efficient and responsible use of water. |

**Compliance with waste management principles and standards**

| | | |
|---|---|---|
| Waste management principles and standards | : | Other : The Company promotes proper waste disposal by encouraging the segregation of waste by type, thereby reducing overall waste through reuse. |

## Information on other environmental management

**Plans, performance, and outcomes related to other environmental management**

## Information on incidents related to legal violations or negative environmental impacts

**Number of cases and incidents of legal violations or negative environmental impacts**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Number of cases or incidents of legal violations or negative environmental impact (cases) | 0 | 0 | 0 |

## Energy management

### Disclosure boundary in energy management in the past years

| | | |
|---|---|---|
| Boundary type | : | Company |
| Total number of disclosure boundaries | : | 8 |
| Actual number of disclosure boundaries | : | - |
| Data disclosure coverage (%) | : | 0.00 |

### Information on energy management

#### Energy management plan

| | | |
|---|---|---|
| The company's energy management plan | : | Yes |

Following the 'Save Your Second Home' project, the company encouraged its employees to use water judiciously, which resulted in the total water consumption for 2025 increasing only marginally from the previous year.

### Information on setting goals for managing energy

#### Setting goals for managing electricity and/or oil and fuel

| | | |
|---|---|---|
| Does the company set goals for electricity and/or fuel management | : | No |

### Information on performance and outcomes of energy management

#### Performance and outcomes of energy management

| | | |
|---|---|---|
| Performance and outcomes of energy management | : | Yes |

• **Electricity saving** Encourage employees to turn off lights every time they leave work or during lunch breaks, select electrical appliances/equipment that meet certified standards, unplug electrical equipment every time it is not in use, and maintain office temperature at no lower than 25 degrees Celsius.

• **Reduce paper and ink consumption** The Company has implemented printers that require employees to scan their ID cards before each print job, ensuring data verification prior to printing. This significantly reduces unnecessary printing. Additionally, the focus is primarily on black and white printing, and reused paper is utilized for printing non-essential documents.

• **Promote the use of digital platforms** The Company supports the increased use of electronic media in its operations. This began with the implementation of the Human Soft mobile application, which allows employees to scan their clock-in/out times, request leave, or claim various benefits, replacing traditional paper time cards. This is another method that helps reduce the waste of printing documents or using paper. Furthermore, the Company promotes the sending and receiving of documents via email for internal communication and external correspondence, enhancing convenience and further reducing paper consumption. In the future, the Company plans to integrate digital systems into various company processes.

## Information on electricity management

### Companys electricity consumption (*)

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total electricity consumption within the organization** (**Kilowatt-Hours**) | 1,070,975.00 | 1,208,470.00 | 1,328,870.00 |
| Electricity purchased for consumption from non-renewable energy sources (Kilowatt-Hours) | 1,070,975.00 | 1,208,470.00 | 1,328,870.00 |
| Electricity purchased or generated for consumption from renewable energy sources (Kilowatt-Hours) | 0.00 | 0.00 | 0.00 |
| Intensity ratio of total electricity consumption within the organization to total number of employees (Kilowatt-Hours / Person / Year) | 2,531.86 | 2,721.78 | 2,986.22 |

*Additional explanation :* (*) *Exclude electricity consumption outside of the Company*

### Electricity Consumption Intensity

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Intensity of total electricity consumption within the organization (Kilowatt-Hours / $m^2$) | 0.00000000 | 0.00000000 | 0.00000000 |

### Electricity Expense (*)

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total electricity expense (Baht) | 6,845,175.99 | 6,323,798.46 | 6,664,850.85 |
| Percentage of total electricity expense to total expenses (%)(**) | 0.49 | 0.49 | 0.50 |
| Percentage of total electricity expense to total revenues (%)(**) | 0.53 | 0.50 | 0.47 |

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Intensity ratio of total electricity expense to total number of employees (Baht / Person / Year) | 16,182.45 | 14,242.79 | 14,977.19 |

*Additional explanation :* (*) *Exclude electricity expense outside of the Company*

(**) *Total revenues and expenses from consolidated financial statement*

## Information on fuel management

### Companys fuel consumption

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Diesel (Litres) | N/A | N/A | 782,661.28 |
| Gasoline (Litres) | N/A | N/A | 13,789.61 |

*Additional explanation :* *Not include external fuel consumption*

### Companys fuel expense (*)

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total fuel expense (Baht) | N/A | N/A | 1,949,097.75 |
| Percentage of total fuel expense to total expenses (%)(**) | N/A | N/A | 0.15 |
| Percentage of total fuel expense to total revenues (%)(**) | N/A | N/A | 0.14 |

*Additional explanation :* (*) *Exclude electricity expense outside of the Company*

(**) *Total revenues and expenses from consolidated financial statement*

## Information on total energy management (electricity + fuel)

### Energy Consumption

| | 2023 | 2024 | 2025 |
|---|---|---|---|

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total energy consumption within the organization (Megawatt-Hours) | N/A | 0.00 | 0.00 |

**Energy Consumption Intensity**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Intensity ratio of total energy consumption within the organization to total revenues (Megawatt-Hours / Thousand Baht of total revenues)(*) | N/A | 0.00000000 | 0.00000000 |
| Intensity of total energy consumption within the organization (Megawatt-Hours / $m^2$) | N/A | 0.00000000 | 0.00000000 |

*Additional explanation :* (*) *Total revenues and expenses from consolidated financial statement*

# Water management

## Disclosure boundary in water management over the past years

| | | |
|---|---|---|
| Boundary type | : | Company |
| Total number of disclosure boundaries | : | 8 |
| Actual number of disclosure boundaries | : | - |
| Data disclosure coverage (%) | : | 0.00 |

## Information on water management plan

### Water management plan

The Company's water management plan : Yes

**Water conservation** A campaign for sufficient water usage is in place.

## Information on setting goals for water management

### Setting goals for water management

Does the company set goals for water management : No

### Details of setting goals for water management

## Information on performance and outcomes of water management

### Performance and outcomes of water management

Performance and outcomes of water management : Yes

Following the "Save Your Second Home" project, the Company encouraged employees to use water judiciously, resulting in only a slight increase in total water consumption for 2025 compared to the previous year.

## Information on water management

### Water withdrawal by source

| | 2023 | 2024 | 2025 |
|---|---|---|---|

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total water withdrawal (Cubic meters)** | 7,943.00 | 7,317.00 | 7,367.00 |
| Water withdrawal by third-party water (cubic meters) | 7,943.00 | 7,317.00 | 7,367.00 |
| Water withdrawal by surface water (cubic meters) | 0.00 | 0.00 | 0.00 |
| Water withdrawal by groundwater (cubic meters) | 0.00 | 0.00 | 0.00 |
| Water withdrawal by seawater (cubic meters) | 0.00 | 0.00 | 0.00 |
| Water withdrawal by produced water (cubic meters) | 0.00 | 0.00 | 0.00 |
| Intensity ratio of total water withdrawal to total number of employees (Cubic meters / Person / Year) | 18.78 | 16.48 | 16.56 |
| Intensity ratio of total water withdrawal to total revenues (Cubic meters / Thousand Baht of total revenues)(*) | 0.01 | 0.01 | 0.01 |

*Additional explanation :* (*) *Total revenues and expenses from consolidated financial statement*

**Water consumption**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total water consumption (Cubic meters) | 7,943.00 | 7,317.00 | 7,367.00 |

**Water Consumption Intensity**

| | 2023 | 2024 | 2025 |
|---|---|---|---|

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Intensity ratio of total water consumption to total revenues (Cubic meters / Thousand Baht of total revenues)(*) | 0.00616139 | 0.00582314 | 0.00518388 |

*Additional explanation : (*) Total revenues and expenses from consolidated financial statement*

**Water withdrawal expenses**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total water withdrawal expense (Baht)** | 141,316.28 | 142,850.42 | 141,584.01 |
| Total water withdrawal expense from third-party water (Baht) | 141,316.28 | 142,850.42 | 141,584.01 |
| Total water withdrawal expense from other sources (Baht) | 0.00 | 0.00 | 0.00 |
| Percentage of total water withdrawal expense to total expenses (%)(*) | 0.01 | 0.01 | 0.01 |
| Percentage of total water withdrawal expense to total revenues (%)(*) | 0.01 | 0.01 | 0.01 |
| Intensity ratio of total water withdrawal expense to total number of employees (Baht / Person / Year) | 334.08 | 321.74 | 318.17 |

*Additional explanation : (*) Total revenues and expenses from consolidated financial statement*

## Waste management

### Disclosure boundary in waste management over the past years

| | | |
|---|---|---|
| Boundary type | : | Company |
| Total number of disclosure boundaries | : | 8 |
| Actual number of disclosure boundaries | : | - |
| Data disclosure coverage (%) | : | 0.00 |

### Information on waste management plan

#### Waste management plan

| | | |
|---|---|---|
| The company's waste management plan | : | Yes |

**Proper waste disposal** The Company has promoted waste segregation according to each type of waste to help reduce waste volume by recycling waste (Recycle) for reuse.

### Information on setting goals for waste management

#### Setting goals for waste management

| | | |
|---|---|---|
| Does the company set goals for waste management | : | No |

#### Details of setting goals for waste management

### Information on performance and outcomes of waste management

#### Performance and outcomes of waste management

| | | |
|---|---|---|
| The company's performance and outcomes of waste management | : | Yes |

• **Old Calendars, We Request Project** - This project invites employees to donate desk calendars to be produced as Braille media for knowledge creation, to be forwarded to the Thailand Association of the Blind.
• **CMO Invites to Save the World Project** - This project encourages employees to separate different types of waste. Wet waste, such as food scraps, will be composted in a composting bin to be used for nurturing trees within the company.

#### Diagram of performance and outcomes of waste management


Waste Management Operations

## Information on waste management

**Waste Generation**(*)

| | **2023** | **2024** | **2025** |
|---|---:|---:|---:|
| **Total waste generated (Kilograms)** | 29,534.66 | 7,750.09 | 21,423.16 |
| **Total non-hazardous waste (kilograms)** | 29,534.66 | 7,750.09 | 21,410.95 |
| **Total hazardous waste (kilograms)** | N/A | N/A | 12.21 |
| Intensity ratio of total waste generated to total revenues (Kilograms / Thousand Baht of total revenues)(**) | 0.02 | 0.01 | 0.02 |
| Intensity ratio of total non-hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues)(**) | 0.02 | 0.01 | 0.02 |
| Intensity ratio of total hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues)(**) | N/A | N/A | 0.00 |

*Additional explanation :* *(*) Exclude the total weight of waste generated outside of the Company, which is not responsible for the waste disposal or treatment cost*

*(**) Total revenues and expenses from consolidated financial statement*

### Waste reuse and recycling

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total reused/recycled waste (Kilograms)** | N/A | 243.33 | 523.59 |
| **Reused/Recycled non-hazardous waste ( Kilograms)** | N/A | 243.33 | 523.59 |
| Percentage of total reused/recycled waste to total waste generated (%) | N/A | 3.14 | 2.44 |
| Percentage of reused/recycled non-hazardous waste to non-hazardous waste (%) | N/A | 3.14 | 2.45 |

*Additional explanation :* *Exclude the total weight of reused/recycled waste outside of the Company, which is not responsible for the waste disposal or treatment cost*

## Greenhouse gas management

### Disclosure boundary in greenhouse gas management over the past years

| | | |
|---|---|---|
| Boundary type | : | Company |
| Total number of disclosure boundaries | : | 8 |
| Actual number of disclosure boundaries | : | - |
| Data disclosure coverage (%) | : | 0.00 |

### Information on greenhouse gas management plan

#### Greenhouse gas management plan

| | | |
|---|---|---|
| The companys greenhouse gas management plan | : | No |

### Information on setting greenhouse gas emission goals

#### Setting greenhouse gas emission goals

| | | |
|---|---|---|
| Does the company set greenhouse gas management goals | : | No |

### Information on performance and outcomes of greenhouse gas management

#### Performance and outcomes of greenhouse gas management

| | | |
|---|---|---|
| Performance and outcomes of greenhouse gas management | : | No |

### Information on greenhouse gas management

#### The company's greenhouse gas emissions

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total GHG emissions** (**Metrics tonne of carbon dioxide equivalents**) | 0.00 | 0.00 | 0.00 |
| Total greenhouse gas emissions - Scope 1 (Metric tonnes of carbon dioxide equivalent) | 0.00 | 0.00 | 0.00 |

**Greenhouse Gas Emissions Intensity**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Intensity ratio of total GHG emissions to total revenues (Metric tonnes of carbon dioxide equivalent / Thousand Baht of total revenues) (*) | 0.000000 | 0.000000 | 0.000000 |
| Intensity ratio of total GHG emissions to total number of employees (Metric tonnes of carbon dioxide equivalent / Person) | 0.00 | 0.00 | 0.00 |

*Additional explanation :* *(*) Total revenues and expenses from consolidated financial statement*

## Information on verification of the company's greenhouse gas emissions over the past year

### Verification of the company's greenhouse gas emissions over the past year

Verification of the company's greenhouse gas emissions : No

## Information on reduction and absorption of greenhouse gas

### Reduction of Greenhouse Gas

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total reduced GHG** (**Metric tonnes of carbon dioxide equivalent**) | 0.00 | 0.00 | 0.00 |

### Absorption and removal of Greenhouse Gas

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total absorbed and removal of GHG (Metric kilograms of carbon dioxide equivalent)** | 0.00 | 0.00 | 0.00 |

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# ESG Performance

Company Name : CMO PUBLIC COMPANY LIMITED    Symbol : CMO

Market : mai    Industry Group : Services    Sector : SECTOR 0

## Human rights

## Information on social and human rights policies and guidelines

### Social and human rights policy and guidelines

| | | |
|---|---|---|
| Social and human rights policy and guidelines | : | Yes |
| Social and human rights guidelines | : | Employee Rights, Child Labor, Safety and occupational health at work, Non-discrimination |

The Company has established a human rights policy and guidelines to respect universal humanitarian principles, which serve as ethical conduct in business operations. This includes respect for individual dignity, freedom, privacy, legitimate rights under the law, human rights, and the interests of stakeholders. Management decisions should be impartial and treat everyone equally, without discrimination based on gender, class, or race. All directors, executives, and employees, including those in subsidiaries, must strictly adhere to these principles.

The Company adheres to human rights policies and guidelines in accordance with the UN Guiding Principles on Business and Human Rights (UNGP) and the International Labor Organization (ILO) Declaration on Fundamental Principles and Rights at Work, among others. Therefore, the Company oversees and controls its business operations to prevent involvement in human rights abuses, such as not supporting forced labor, opposing child labor, and establishing working hours in compliance with labor laws. The Company respects and treats all stakeholders fairly and equally.

## Information on review of social and human rights policies, guidelines, and/or goals over the past year

### Review of social and human rights policies, guidelines, and/or goals over the past year

| | | |
|---|---|---|
| Review of social and human rights policies, guidelines, and/or goals over the past year | : | No |

## Information on compliance with human rights principles and standards

### Compliance with human rights principles and standards

| | | |
|---|---|---|
| Human rights management principles and standards | : | The UN Guiding Principles on Business and Human Rights |

## Information on Human Rights Due Diligence : HRDD

### Human Rights Due Diligence : HRDD

| | | |
|---|---|---|
| Does the company have an HRDD process | : | No |

## Information on other social management

### Plans, performance, and outcomes related to other social management

**Environmental Campaign Activities**

To campaign and raise awareness among all employees regarding the imperative of preserving the natural environment, including global warming resulting from human activities through daily lifestyle patterns. A declaration of intent for environmental conservation was disseminated via various internal communication channels such as Line, E-mail, and Intranet, ensuring comprehensive awareness among all staff. This initiative also aims to encourage employees to actively participate in mitigating environmental issues and conserving the environment, extending this commitment to their families and communities. Examples include waste segregation and reducing the consumption of single-use plastics.

## Information on incidents related to legal or social and human rights violations

**Number of cases and incidents of significant legal or social and human rights violations**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total number of cases or incidents of significant legal or social and human rights violations** (**cases**) | 0 | 1 | 0 |
| Total number of cases or incidents leading to significant labor disputes (cases) | 0 | 1 | 0 |
| Total number of incidents or complaints related to consumer rights violations (cases) | 0 | 0 | 0 |
| Total number of incidents or complaints related to business partners rights violations (cases) | 0 | 0 | 0 |
| Total number of cases or incidents leading to disputes with the community/society (cases) | 0 | 0 | 0 |
| Total number of cases or incidents related to cybersecurity or customer data breaches (cases) | 0 | 0 | 0 |

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of cases or incidents related to workplace safety and occupational health (cases) | 0 | 0 | 0 |

**Details of incidents and corrective measures for significant social and legal violations**

| Year of incident | Details | Progress status |
|---|---|---|
| 2024 | **Incident**<br>On October 16, 2024, an employee of the subsidiary company filed a lawsuit against the subsidiary company as the defendant with the Central Labour Court, alleging that the subsidiary company unfairly terminated employment. The lawsuit claimed wages, payment in lieu of notice, severance pay, and damages for unfair termination. The facts are that the employee and the subsidiary company had negotiated an agreement for assistance, whereby if the employee voluntarily resigned, the subsidiary company would pay monthly assistance. After several meetings and discussions, the employee agreed to voluntarily resign and accept the monthly assistance. Subsequently, it appeared that the employee filed a lawsuit with the Central Labour Court, alleging that the subsidiary company coerced the employee into signing the resignation letter.<br><br>**Impact that occurred or is expected to occur**<br>Non-financial impact<br>-<br>**Corrective or remedial measures**<br>In 2025, the court conducted mediation, and the company agreed to provide a certain amount of financial assistance. Consequently, both parties entered into a compromise agreement, and the case was concluded in accordance with legal procedures. | Incident no longer subject to action |

## Fair labor practice

### Disclosure boundary in fair labor practice in the past years

| | | |
|---|---|---|
| Boundary type | : | Company |
| Total number of disclosure boundaries | : | 8 |
| Data disclosure coverage (%) | : | 0.00 |

## Information on employees and labor management plan

### Employees and labor management plan

| | | |
|---|---|---|
| The company's employee and labor management plan | : | Yes |
| Employee and labor management plan implemented by the Company in the past year | : | Fair employee compensation, Employee training and development, Promoting employee relations and participation, Child labor, Safety and occupational health at work |

The Company's human resource management policy is to be a Strategic Partner with all departments in terms of preparation, development, and morale boosting for personnel, to collectively guide everyone towards the organizational goals. The operational guidelines are as follows:

1. Recruit and select employees who possess qualifications that align with job requirements and organizational culture.
2. Emphasize increasing Employee Engagement to encourage employee participation in the organization, foster a sense of belonging to the organization, and feel more integrated into the organization.
3. Manage compensation and benefits to be competitive in both the general labor market and specialized business markets, to attract talented and capable individuals to join the company, and to ensure they work happily and long-term with the company.
4. Continuous and systematic personnel development plans to enable employees to fully utilize their potential and possess the skills required by the company to grow with the organization.

## Information on setting employee and labor management goals

### Setting employee and labor management goals

| | | |
|---|---|---|
| Does the company set employee and labor management goals? | : | No |

## Information on performance and outcomes for employee and labor management

### Performance and outcomes for employee and labor management

| | | |
|---|---|---|
| Performance and outcomes for employee and labor management | : | Yes |

### Personnel Development

The Company has a policy and concept to develop and promote personnel at all levels to possess the necessary knowledge, capabilities, and expertise for the Company's business operations. This is to ensure that all employees have quality and standardized skills, knowledge, abilities, and craftsmanship to create excellent work for customers, as well as to understand relevant operational standards and practices. Therefore, the Company continuously supports the development of employees' knowledge and capabilities to keep pace with industry advancements and to support the Company's future growth.

Quality employees or personnel are integral to promoting sustainable development within the organization and society, leveraging individual knowledge and work experience to drive societal progress through quality work. The Company has established a training department responsible for planning and preparing courses for employees at all levels within the organization to align with organizational strategies. In 2025, the Company sent a total of 135 personnel to participate in 21 internal and external training courses.

**Promotion of Internal Organizational Relationships**

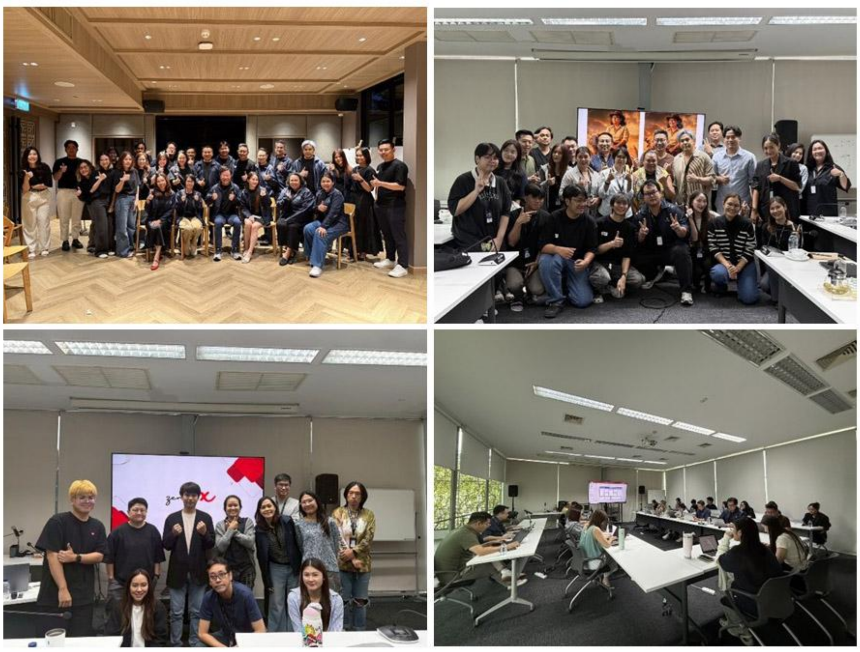
This year, the Company organized activities to promote internal organizational relationships. These activities aim to strengthen relationships within the Company, foster unity, build closer ties between management and employees, encourage creativity, and engage in public benefit activities together. Additionally, these initiatives help to enhance employees' attachment to the organization.

• Songkran Festival event
• Annual Merit-Making and Alms-Giving Ceremony
• Music in the Garden event

**Health Promotion**

The Company provides a first-aid room with nurses to offer initial medical care for minor ailments, as well as consultation on proper health care and medication use, to promote good health among employees. The Company supports employees in engaging in exercise activities after work hours by providing a room and exercise equipment, along with trainers who offer guidance on appropriate, correct, and safe exercise techniques and equipment usage. Furthermore, the Company provides essential sports equipment such as table tennis tables and equipment, badminton courts and equipment, and pool tables, among others, to employees. This is to encourage and enable employees to exercise daily after work without having to travel far or incur expenses.

**Diagram of performance and outcomes for employee and labor management**



Internal Company Training

Songkran Activities


Annual Merit-Making Activity

Music in the Garden Activity

Health Promotion

## Information on employment

### Employment

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total Employment (Person)** | 423 | 444 | 449 |
| Percentage of employees to total employment (%) | 100.00 | 100.00 | 99.11 |
| Percentage of non-employee workers to total employment (%) | N/A | N/A | 0.89 |
| **Total employees (persons)** | 423 | 444 | 445 |
| Male employees (persons) | 235 | 241 | 241 |
| Percentage of male employees (%) | 55.56 | 54.28 | 54.16 |
| Female employees (persons) | 188 | 203 | 204 |
| Percentage of female employees (%) | 44.44 | 45.72 | 45.84 |
| **Total of workers who are not employees ( Person)** | N/A | N/A | 4 |

**Number of employees categorized by age**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of employees under 30 years old (Persons) | 127 | 142 | 147 |
| Percentage of employees under 30 years old (%) | 30.02 | 31.98 | 33.03 |
| Total number of employees 30-50 years old (Persons) | 260 | 267 | 257 |
| Percentage of employees 30-50 years old (%) | 61.47 | 60.14 | 57.75 |
| Total number of employees over 50 years old (Persons) | 36 | 35 | 41 |
| Percentage of employees over 50 years old (%) | 8.51 | 7.88 | 9.21 |

**Number of male employees categorized by age**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of male employees under 30 years old (Persons) | 58 | 62 | 68 |
| Percentage of male employees under 30 years old (%) | 24.68 | 25.73 | 28.22 |
| Total number of male employees 30-50 years old (Persons) | 155 | 160 | 148 |
| Percentage of male employees 30-50 years old (%) | 65.96 | 66.39 | 61.41 |
| Total number of male employees over 50 years old (Persons) | 22 | 19 | 25 |
| Percentage of male employees over 50 years old (%) | 9.36 | 7.88 | 10.37 |

**Number of female employees categorized by age**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of female employees under 30 years old (Persons) | 69 | 80 | 79 |
| Percentage of female employees under 30 years old (%) | 36.70 | 39.41 | 38.73 |
| Total number of female employees 30-50 years old (Persons) | 105 | 107 | 109 |
| Percentage of female employees 30-50 years old (%) | 55.85 | 52.71 | 53.43 |
| Total number of female employees over 50 years old (Persons) | 14 | 16 | 16 |
| Percentage of female employees over 50 years old (%) | 7.45 | 7.88 | 7.84 |

**Number of employees categorized by position**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of employees in operational level (Persons) | N/A | 336 | 306 |
| Percentage of employees in operational level (%) | N/A | 75.68 | 68.76 |
| Total number of employees in management level (Persons) | N/A | 89 | 120 |
| Percentage of employees in management level (%) | N/A | 20.05 | 26.97 |
| Total number of employees in executive level (Persons) | N/A | 19 | 19 |
| Percentage of employees in executive level (%) | N/A | 4.28 | 4.27 |

**Number of male employees categorized by position**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of male employees in operational level (Persons) | N/A | 189 | 169 |
| Percentage of male employees in operational level (%) | N/A | 78.42 | 70.12 |
| Total number of male employees in management level (Persons) | N/A | 43 | 63 |
| Percentage of male employees in management level (%) | N/A | 17.84 | 26.14 |
| Total number of male employees in executive level (Persons) | N/A | 9 | 9 |
| Percentage of male employees in executive level (%) | N/A | 3.73 | 3.73 |

**Number of female employees categorized by position**

| | 2023 | 2024 | 2025 |
|---|---|---|---|

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of female employees in operational level (Persons) | N/A | 147 | 137 |
| Percentage of female employees in operational level (%) | N/A | 72.41 | 67.16 |
| Total number of female employees in management level (Persons) | N/A | 46 | 57 |
| Percentage of female employees in management level (%) | N/A | 22.66 | 27.94 |
| Total number of female employees in executive level (Persons) | N/A | 10 | 10 |
| Percentage of female employees in executive level (%) | N/A | 4.93 | 4.90 |

**Significant changes in the number of employees**

Significant changes in number of employees over the past 3 Years : No

**Employment of workers with disabilities**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total employment of workers with disabilities** ( **persons**) | 0 | 4 | 4 |
| Percentage of disabled workers to total employment (%) | 0.00 | 0.90 | 0.89 |
| **Total number of employees with disabilities** (**Persons**) | 0 | 0 | 0 |
| Total male employees with disabilities (persons) | 0 | 0 | 0 |

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total female employees with disabilities (persons) | 0 | 0 | 0 |
| Percentage of disabled employees to total employees (%) | 0.00 | 0.00 | 0.00 |
| **Total number of workers who are not employees with disabilities (persons)** | 0 | 4 | 4 |
| Percentage of disabled non-employee workers to total non-employee workers (%) | N/A | N/A | 100.00 |
| **Contributions to empowerment for persons with disabilities fund** | Yes | No | No |

## Information on compensation of employees

### Employee remuneration by gender

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total employee remuneration (baht)** | 286,247,711.81 | 262,516,643.01 | 255,981,979.45 |
| Total male employee remuneration (baht) | 164,722,115.11 | 128,228,958.26 | 131,298,861.75 |
| Percentage of remuneration for male employees (%) | 57.55 | 48.85 | 51.29 |
| Total female employee remuneration (baht) | 121,525,596.70 | 134,287,684.75 | 124,683,117.70 |
| Percentage of remuneration for female employees (%) | 42.45 | 51.15 | 48.71 |
| Average of remuneration of employees (Baht/persons) | 676,708.54 | 591,253.70 | 575,240.40 |
| Average of remuneration for male employees (Baht/persons) | 700,945.17 | 532,070.37 | 544,808.55 |
| Average of remuneration for female employees (Baht/persons) | 646,412.74 | 661,515.68 | 611,191.75 |

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Rate of average of remuneration between female employees and male employees | 0.92 | 1.24 | 1.12 |

## Information on provident fund management

### Provident fund management policy and guidelines

Provident fund management policy and guidelines : Yes

The Company has established a provident fund with TISCO Asset Management Public Company Limited, with the objective of boosting employee morale and encouraging long-term employment with the Company. As of 2025, there are 348 employees participating in the provident fund. Furthermore, the Company has a policy to support the provident fund committee in selecting fund managers who adhere to the Investment Governance Code for Institutional Investors ("I Code") and who manage investments responsibly, taking into account Environmental, Social, and Governance ("ESG") factors. These fund managers demonstrate excellent adherence to investment governance principles.

### Participation in provident fund membership

**Details of provident fund participation**

**Number of employees joining in PVD (persons)**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Number of employees eligible to participate in PVD (persons) | 423 | 444 | 422 |
| Number of employees joining in PVD (persons) | 347 | 328 | 348 |
| Number of PVD members / Total employees (%) | 82.03 | 73.87 | 78.20 |
| Number of PVD members / Total eligible employees (%) | 82.03 | 73.87 | 82.46 |

**Amount of provident fund**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total amount of provident fund contributed by employer (baht) | 6,557,599.39 | 7,484,997.00 | 10,276,333.00 |

**Summary of employee PVD participation over the past year**

| Company name | Employees participating in PVD (Yes/No) | Total number of employees (persons) | Number of employees eligible to participate in PVD (persons) | Number of employees joining in PVD (persons) | Number of PVD members / Total employees (%) | Number of PVD members / Total eligible employees (%) |
|---|---|---|---|---|---|---|
| CMO PUBLIC COMPANY LIMITED | Yes | 445 | 422 | 348 | 78.20 | 82.46 |

## Information on employee development

**Employee training and development**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Employee development plans as part of annual performance reviews | Yes | Yes | Yes |
| Average employee training hours (Hours / Person / Year) | 12.00 | 10.71 | 16.81 |
| Total amount spent on employee training and development (Baht) | 944,404.00 | 417,096.16 | 1,302,905.45 |
| Percentage of training and development expenses to total expenses (%)(*) | 0.000671 | 0.000326 | 0.000983 |
| Percentage of training and development expenses to total revenue (%)(*) | 0.000733 | 0.000332 | 0.000917 |

*Additional explanation :* (*) *Total revenues and expenses from consolidated financial statement*

## Information on safety, occupational health, and work environment

### Number of working hours

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of hours work (Hours) | N/A | 8.00 | 8.00 |
| Total number of hours worked by employees (Hours) | 8.00 | 8.00 | 8.00 |

### Statistic of accident and injuries of employees from work

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of lost time injury incidents by employees (Cases) | 0 | 0 | 1 |
| Total number of employees that lost time injuries for 1 day or more (Persons) | 0 | 0 | 1 |
| Percentage of employees that lost time injuries for 1 day or more (%) | 0.00 | 0.00 | 0.22 |
| Total number of employees that fatalities as a result of work-related injury (Persons) | 0 | 0 | 0 |
| Percentage of employees that fatalities as a result of work-related injury (%) | 0.00 | 0.00 | 0.00 |
| Lost time injury frequency rate (LTIFR) (Persons / 1 million-manhours)(*) | 0.00 | 0.00 | 125,000.00 |
| Lost time injury frequency rate (LTIFR) (Persons / 200,000 manhours)(**) | 0.00 | 0.00 | 25,000.00 |

*Additional explanation :* *(*) The company with the total number of employees over 100 or more*

*(**) The company with the total number of employees less than or equal to 100*

## Information on promoting employee relations and participation

### Employee engagement

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total number of employee turnover leaving the company voluntarily (persons)** | N/A | 106 | 78 |
| Total number of male employee turnover leaving the company voluntarily (persons) | N/A | 77 | 38 |
| Total number of female employee turnover leaving the company voluntarily (persons) | N/A | 29 | 40 |
| Proportion of voluntary resignations (%) | N/A | 23.87 | 17.53 |
| Percentage of male employee turnover leaving the Company voluntarily (%) | N/A | 72.64 | 48.72 |
| Percentage of female employee turnover leaving the Company voluntarily (%) | N/A | 27.36 | 51.28 |

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Evaluation result of employee engagement | - | No | No |

**Employee internal groups**

Employee internal groups : No

## Responsibility to customers/ consumers

## Information on responsibility to customers/consumers policy

### Consumer data privacy and protection policy and guidelines

| | | |
|---|---|---|
| Consumer data privacy and protection policy and guidelines | : | Yes |
| Consumer data privacy and protection guidelines | : | Other : Privacy Policy |

### Responsible sales and marketing policy and guidelines

| | | |
|---|---|---|
| Responsible sales and marketing policy and guidelines | : | No |
| Reference link for responsible sales and marketing policy and guidelines | : | |
| Page number of the reference link | : | |

### Policy and guidelines on communicating the impact of products and services to customers / consumers

| | | |
|---|---|---|
| Policy and guidelines on communicating the impact of products and services to customers / consumers | : | No |

## Information on customer management plan

### Customer management plan

| | | |
|---|---|---|
| Company's customer management plan | : | Yes |
| Customer management plan implemented by the company in the past year | : | Responsible production and services for customers, Development of customer satisfaction and customer relationship, Consumer data privacy and protection |

The Company conducts its business in strict accordance with its policies and guidelines for customers, as follows:

1. Conducting business with dedication, developing services, and innovating new solutions to continuously add value and meet customer needs. This includes strict adherence to contracts and consistent coordination with customers to ensure the creation of quality work that fully meets customer requirements, is delivered on time, safely and hygienically, and in an environmentally friendly manner.
2. Conducting business with honesty, integrity, and fairness, and refraining from any actions that infringe upon customer rights. Customer trade secrets are protected in accordance with the Personal Data Protection Act, and the customer confidentiality policy is communicated to relevant executives and employees for strict implementation.
3. Does not solicit, accept, or consent to receive any dishonest assets or other benefits from customers, whether directly or indirectly.
4. Providing communication channels for customers to submit complaints to the Company. Should customers wish to file a complaint regarding personal data, they may contact us via email at DPO@cmo-group.com.

5. Developing relationships between customers and the Company by prioritizing the listening to customer feedback or complaints to improve and enhance service quality, thereby meeting the needs of customers across various industries and adapting to ever changing global trends.

## Information on setting customer management goals

### Setting customer management goals

| | | |
|---|---|---|
| Does the company set customer management goals | : | No |

### Details of setting customer management goals

## Information on performance and results of customer management

### Performance and outcomes of customer management

| | | |
|---|---|---|
| Performance and outcomes of customer management | : | No |

### Channels for receiving complaints from customers/consumers

| | | |
|---|---|---|
| Companys channels for receiving complaints from customers/consumers | : | Yes |
| Telephone | : | - |
| Fax | : | - |
| Email | : | whistleblowing@cmo-group.com |
| Companys website | : | - |
| Address | : | Internal Audit Department, CMO Public Company Limited No. 4/1819 Soi Nuanchan 56, Nuanchan Subdistrict, Bueng Kum District, Bangkok 10230, Thailand |

## Responsibility to community/ society

## Information on community development and engagement policies

### Community development and engagement policies

| | | |
|---|---|---|
| Community development and engagement policies | : | No |

## Information on community and social management plan

### Community and social management plan

| | | |
|---|---|---|
| Company's community and social management plan | : | Yes |
| Community and social management plan implemented by the company over the past year | : | Employment and professional skill development, Education, Religion and culture, Occupational health, safety, health, and quality of life, Water and sanitation management |

The Company conducts its business with a strong awareness of its duties and responsibilities towards the community and society, aiming to elevate the quality and well-being of society. Therefore, plans have been made, ideas have been brainstormed, and the organization's knowledge and capabilities have been utilized to drive social progress. The following policies and guidelines for society and the community have been established:

1. Provide appropriate assistance to society and the community, and protect the environment, especially in communities surrounding the company.
2. Do not conduct business that negatively impacts or degrades the community and society, nor infringe upon the rights of others living within the community and society.
3. Continuously instill a sense of awareness and responsibility towards the community and society as a whole in employees at all levels to create value for society.
4. Implement preventive measures and remedies for potential impacts on the community and society arising from the company's business operations.
5. Promote and support appropriate activities in arts, cultural preservation, and religious maintenance.
6. Promote labor creation and skill development to improve the quality of life for workers, fostering good relationships between the company and the community and society based on correctness, transparency, and fairness.

## Information on setting of community and social management goals

### Setting of community and social management goals

| | | |
|---|---|---|
| Does the company set community and social management goals | : | No |

## Information on outcomes and results of community and social management

### Performance and outcomes of community and social management

Performance and outcomes of community and social management : Yes

In 2025, the company organized various activities that are developmental and beneficial to society, as follows:

**Activities promoting youth education and learning**

- Supporting work-integrated learning for students. The company has accepted students from educational institutions for internships in various departments according to their fields of study, allowing students to gain practical work experience and hands-on learning. In 2025, the company accepted a total of 32 students.
- The company signed an academic cooperation agreement with the Faculty of Business Administration, Chiang Mai University. This collaboration aims to jointly develop student potential and the MICE industry, as well as to undertake various special projects. It also extends opportunities for students to learn from professional experts in the event industry. MOUs have been signed with 5 universities: Faculty of Business Administration, Chiang Mai University; Faculty of Business Administration and Accountancy, Khon Kaen University; Phuket Rajabhat University; Burapha University; and Bangkok University.
- The company hosted faculty members and fourth-year students from the Innovation Management and Event Management program, Faculty of Management Sciences, Phuket Rajabhat University, for a study visit under the 'Event by Experience' project, providing insights into business operations in the service and event industries.
- The company participated in the 'Event x PRO' project at Bangkok University, Faculty of Communication Arts, Event Production program. The team was led by CMO and PM Center, including the Chief Project Officer of CMO Public Company Limited and the Chief Executive Officer of PM Center Company Limited, along with the HR team. They shared knowledge and interesting experiences with the BU event students and offered opportunities for them to apply for the Internship Program in the future.
- The company participated in the Event Curriculum Review event at the Faculty of Communication Arts, Dhurakij Pundit University, on August 6, 2025.
- The Chief Project Officer, representing CMO Public Company Limited, served as a guest lecturer on the topic 'Preparation Before Internship and Cooperative Education' for fourth-year students of the Bachelor of Business Administration program in Tourism Innovation Management, Faculty of Business Administration and Accountancy, Khon Kaen University, on August 7, 2025.

**Community and Social Management Activities**

- Assistance for the unrest situation in the northeastern border areas From the unrest situation that occurred in the northeastern border areas over the past year, the Company has participated in supporting the missions of government authorities by delivering dried food supplies to support personnel operating on the front lines through collaboration with a project of the Department of Religious Affairs, Ministry of Culture. Such support has helped strengthen the morale of the officers on duty and reflects the Companys intention to contribute to the security and peace of the country.
- Assistance for flood victims in Hat Yai District, Songkhla Province From the flood situation that occurred in late 2025, which affected people in Hat Yai District, Songkhla Province, the Company promptly provided assistance by delivering drinking water and ready-to-eat food to the affected areas in order to alleviate the initial hardship of those impacted. Such actions reflect the Companys concern for the community and society, as well as its ability to respond to emergency situations in a timely manner.
- Support for community development The Company places importance on preserving local culture alongside sustainable community economic development. In 2025, the Company supported the budget for the construction and exhibition of the Lawa Prai House at the Non-Formal and Informal Education Center (NFE), Ban Nam Phae Tai, Nan Province, which conveys and reflects the traditional way of life of the Lawa ethnic group. The project aims to develop the site into a cultural learning center for the community, as well as to promote cultural tourism, which will lead to income generation and the sustainable improvement of the quality of life for local people. This support reflects the Companys commitment to contributing to community and social development, as well as the preservation of the nations cultural heritage.

## Diagram of performance and outcomes in community and social management


Activities promoting youth education and learning


Sign an academic cooperation agreement

MICE Academy Day 2025


Open House



Project Event x PRO


Critique of the Event Curriculum

Speaker presented on the topic of readiness before commencing practical training.


Assistance for the unrest situation in the Northeastern border region

Assistance for Flood Victims in Hat Yai District, Songkhla Province

Support for Community Development, Ruean Lua

**Benefit from implementing social development project**

Financial benefits

| | | |
|---|---|---|
| Does the company measure the financial benefits from social development? | : | No |

Non-financial benefits

| | | |
|---|---|---|
| Does the company measure the non-financial benefits from social development? | : | No |

**Expenses from social and environmental development project**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total financial contribution to community/social development projects or activities (Bath) | N/A | 0.00 | 0.00 |
| Percentage of financial contribution for community/social development projects or activities to total expense (%) (*) | N/A | 0.000000 | 0.000000 |

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Percentage of financial contribution for community/social development projects or activities to total revenue (%) (*) | N/A | 0.000000 | 0.000000 |

*Additional explanation :* (*) *Total revenues and total expenses from total financial statement*

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# ESG Performance

Company Name : CMO PUBLIC COMPANY LIMITED Symbol : CMO

Market : mai Industry Group : Services Sector : SECTOR 0

## Corporate Governance Policy

## Information on overview of the policy and guidelines

### Corporate governance policy and guidelines

Corporate governance policy and guidelines : Yes

The Board of Directors has established a written Good Corporate Governance Policy, including a Code of Ethics and Business Conduct Manual, to serve as a guideline for directors, executives, employees, and all relevant parties. This also aims to build confidence among shareholders and investors that the company operates efficiently and transparently. The Board of Directors will regularly update and review the Good Corporate Governance Policy and the Code of Ethics and Business Conduct Manual annually, or at least once a year, by reviewing the Corporate Governance Policy Manual, as well as various policies and practices, to cover all 5 categories as follows:

**1. Shareholder Rights**

**2. Equitable Treatment of Shareholders**

**3. Consideration of Stakeholder Roles**

**4. Information Disclosure and Transparency**

The Board of Directors prioritizes the disclosure of accurate, complete, transparent, timely, and equitable information to investors and stakeholders, covering both financial statements and other material information affecting the company's securities value. This is consistently provided through the company's website (www.cmo-group.com/investor-relations) with up-to-date information. The information on the company's website includes the following:

1. Vision and Mission
2. Nature of Business Operations
3. List of Board of Directors, Sub-Committees, and Executives
4. Financial Statements, Reports on Financial Position, and Operating Results, both current and previous years.
5. Annual Report (Form 56-1 One Report) available for download
6. Major Shareholders
7. Group Structure, including Subsidiaries
8. Notice of Shareholders' Meeting
9. Good Corporate Governance Policy
10. Charters or Responsibilities, Qualifications, and Terms of Office for the Board of Directors and Sub-Committees
11. Code of Business Conduct
12. Contact information for the investor relations department or person, such as phone number, email, etc.

In 2025, the company regularly and continuously conducted various investor relations activities to meet and provide information to stakeholders on different occasions as follows:

- Organizing "Opportunity Day" events for listed companies to meet investors, totaling 4 times, hosted by the Stock Exchange of Thailand.
  - 1st session for the performance in Q4 2024, held on March 11, 2025.
  - 2nd session for the performance in Q1 2025, held on May 20, 2025.
  - 3rd session for the performance in Q2 2025, held on August 19, 2025.
  - 4th session for the performance in Q3 2025, held on November 18, 2025.

Preparation of Financial Reports

The company recognizes its responsibility for financial statements that contain accurate, complete, factual, and reasonable information. The company's financial statements are prepared in accordance with generally accepted accounting standards, with the selection of appropriate accounting policies consistently applied, and sufficient disclosure of material information in the notes to the financial statements. Furthermore, the Board of Directors emphasizes internal control and internal audit systems. Therefore, an internal audit unit has been established to oversee and advise on compliance with various rules, regulations, and bylaws, ensuring adherence to good and effective internal control principles within acceptable risk levels. The head of the internal audit unit is assigned to review and report audit results directly to the Audit Committee regularly, including disclosing opinions on the internal control system from the Audit Committee, to ensure that accounting data is recorded accurately, completely, and sufficiently to safeguard assets, and to identify weaknesses to prevent fraud or significant abnormal operations. The Audit Committee reports its findings to the Board of Directors at every board meeting. The company's financial statements are unconditionally certified by a licensed auditor who meets the SEC's requirements and is independent. In the past year, the company has never submitted quarterly or annual financial reports late, nor has it had any history of being ordered to amend financial statements by the SEC.

**5. Board Responsibilities**

**Policy and guidelines related to the board of directors**

| | | |
|---|---|---|
| Are there policy and guidelines related to the board of directors | : | Yes |
| Guidelines related to the board of directors | : | Nomination of directors, Determination of director remuneration, Director development, Board performance evaluation |

**Nomination of directors**

The Nomination and Remuneration Committee will consider the nomination of qualified individuals to serve as directors whose terms have expired or in other cases. The Company has a process for selecting qualified individuals based on their expertise, vision, leadership, integrity, transparent work history, and ability to express independent opinions. The selection of individuals for directorship must align with the Company's business strategies. The Company has prepared a Board Skill Matrix to support the consideration of director nominations, taking into account the necessary knowledge and expertise currently lacking on the Board.

The Nomination and Remuneration Committee will consider qualified individuals for directorship from nominations by shareholders for election as directors, nominations by external consultants (Professional Search Firm), nominations from a director database (Director Pool), or nominations through other appropriate and suitable processes.

Once the Nomination and Remuneration Committee has considered and selected suitable individuals, it will propose the names of such individuals, along with sufficient biographical information for selection, to the Board of Directors' meeting or the Shareholders' meeting for consideration, as the case may be. The appointment of company directors by the Shareholders' meeting shall comply with the criteria and procedures stipulated in the Company's Articles of Association and relevant laws.

**Determination of director remuneration**

The Board of Directors has carefully considered and established the remuneration policy for the Board of Directors, the Chief Executive Officer, and senior executives. The Nomination and Remuneration Committee is responsible for considering appropriate criteria and forms of remuneration, with the following guidelines for consideration:

- Consideration of appropriateness, alignment with the company's performance, and comparison of remuneration with other companies in the same industry.
- Consideration of assigned duties and responsibilities.

The Company's remuneration is comparable to that of other companies in the same industry sector and is sufficient to attract and retain qualified directors. The remuneration for the Board of Directors must be approved by the Company's shareholders' meeting. As for the remuneration of the Chief Executive Officer and senior executives, it will be in accordance with the principles and policies set by the Board of Directors. The factors considered include duties, responsibilities, performance, and the Company's operational results.

**Director development**

The Company encourages its Board of Directors and executives to participate in training courses that are beneficial to their duties. At a minimum, the courses that directors should attend are those offered by the Thai Institute of Directors (IOD), such as the Directors Certification Program (DCP), Directors Accreditation Program (DAP), or Advanced Audit Committee Program (AACP), or from relevant regulatory bodies, on a regular and continuous basis. The Board of Directors has assigned the Company Secretary to coordinate with the directors to inform them of various training programs to enhance their knowledge and experience and continuously contribute to the Company's development.

**Board performance evaluation**

The Board of Directors conducts an annual Board Self-Assessment to review its performance in various aspects related to the company's operations and to develop and enhance its operational efficiency. The assessment is divided into three formats: 1) the entire Board, 2) individual members, and 3) the entire sub-committees. The assessment is conducted at least once a year.

**Policy and guidelines related to shareholders and stakeholders**

| | | |
|---|---|---|
| Policy and guidelines related to shareholders and stakeholders | : | Yes |
| Guidelines and measures related to shareholders and stakeholders | : | Shareholder, Employee, Customer, Business competitor, Business partner, Creditor, Community and society |

**Shareholder**

The Company is committed to conducting business with good corporate governance to maximize shareholder satisfaction, considering the Company's sustainable growth and transparent and reliable information disclosure to shareholders. Therefore, the following guidelines and responsibilities towards shareholders have been established:

1) Conduct business with prudence, diligence, honesty, integrity, and fairness to all shareholders equally, for the maximum benefit of shareholders as a whole, and refrain from any unlawful acts that violate or infringe upon shareholders' rights.

2) Ensure transparent, reliable, accurate, and complete reporting of the Company's financial position and operating results.

3) Establish effective internal control, internal audit, and risk management policies.

**Shareholders' Rights**

The Company recognizes the fundamental rights of shareholders, including the right to trade shares, share in business profits, receive sufficient information, and attend shareholders' meetings to vote. The Company places importance on good corporate governance and has established various operational guidelines to protect shareholders' fundamental rights and prevent any actions that violate or infringe upon these rights, thereby maximizing benefits for shareholders and all stakeholders. In addition to the aforementioned fundamental rights, the Company has also undertaken various actions to promote and facilitate the exercise of shareholders' rights.

**Shareholders' Meeting Schedule**

The Company has stipulated that an annual general meeting of shareholders shall be held every year within 4 months from the end of the Company's accounting period. If there is an urgent need to consider special agenda items that may affect or relate to shareholders' interests and require shareholder approval, the Board of Directors may convene an extraordinary general meeting of shareholders on a case-by-case basis. For the year 2025, the Company has scheduled the annual general meeting of shareholders for Thursday, April 24, 2025, at the meeting room of CMO Public Company Limited, located at 4/18-19 Soi Nuanchan 56, Nuanchan Subdistrict, Bueng Kum District, Bangkok. This was conducted in accordance with the criteria of the Annual General Meeting (AGM) Checklist project by the Thai Investors Association, the Thai Listed Companies Association, and the Securities and Exchange Commission (SEC).

**Advance Meeting Notification**

The Company The annual general meeting invitation letter has been prepared and sent to all shareholders, including institutional shareholders, along with detailed agenda items, important and necessary information for shareholders' consideration, the Board of Directors' opinions, minutes of the previous meeting, the annual report, and all types of proxy forms (Forms A, B, and C) as prescribed by the Ministry of Commerce. The method of proxy appointment is clearly stated, along with the date, time, venue, and a map showing the meeting location. The invitation letter also specifies the documents shareholders must present on the meeting day to preserve their right to attend. The invitation letter and all related documents, in both Thai and English, are sent at least 21 days before the shareholders' meeting. In 2025, the Company dispatched the invitation letters by post on April 3, 2025. In cases involving the acquisition/disposal of assets, connected transactions, delisting of securities, offering of securities to directors and employees, offering of newly issued shares at a low price to specific individuals, or capital increase/decrease, the meeting invitation letter, along with all relevant supporting meeting information, must be sent to shareholders at least 14 days before the shareholders' meeting.

The Company has published announcements in both Thai and English newspapers or electronically, one copy each, for 3 consecutive days at least 3 days before the meeting date. Additionally, the Company requires the complete annual general meeting invitation and related documents to be published on its website at least 30 days prior to the meeting date (published from March 25, 2025) to ensure shareholders receive sufficient, accurate, complete, and transparent information for decision-making and voting. This also serves as an advance notice for the annual general meeting, allowing shareholders to prepare to attend before receiving the meeting documents. The Company has also arranged for notification through the Stock Exchange of Thailand's news system that the Company has published the meeting invitation and supporting documents on its website (published from March 25, 2025).

In cases where additional agenda items are added, shareholders will be notified in urgent situations to protect their rights or benefits. The meeting notice will be sent at least 7 days before the meeting, and supporting information for the agenda items will be published in advance before the documents are dispatched.

Furthermore, the Company has clearly defined the agenda items for the shareholders' meeting in the invitation letter, along with explanations of the objectives, reasons, and the Board of Directors' opinions on each item. If there is an agenda item for the appointment of directors, the names will be specified, accompanied by a brief resume of each proposed director, including their full name, age, educational background, work experience, selection criteria and methods, and type of director. In cases where existing directors are nominated for re-appointment, information on their meeting attendance in the past year and the date of their appointment as a company director will be provided. The agenda for director appointments will be clearly separated from the agenda for director remuneration. The interests of directors are also stated in the annual and extraordinary general meeting invitation letters. During such meetings, if any director has a conflict of interest or is involved in the consideration of any agenda item, the Chairman will inform the attendees before the item is considered, and the director with the conflict of interest will not participate in the meeting or abstain from voting on that particular item.

**Conducting Shareholders' Meetings**

At each shareholders' meeting, the Chairman will inform shareholders about the rules governing the meeting, including voting procedures, the right to express opinions, and the right to ask questions according to the agenda. The Company arranges for independent external personnel to witness the vote counting at the shareholders' meeting, such as auditors, external legal advisors, volunteer shareholders, or individuals selected and approved by the meeting. The names of these witnesses are disclosed to the meeting and recorded in the meeting minutes.

During the meeting, the Chairman will provide shareholders with equal rights to express opinions and ask questions freely. The Chairman will allocate appropriate and sufficient time for the meeting. Directors, executives, the company secretary, and relevant persons will attend the shareholders' meeting to answer questions. The Company will not take any action that restricts shareholders' rights to attend the meeting. All shareholders have the right to attend the shareholders' meeting throughout its duration, with the right to vote only on agenda items that have not yet been considered for resolution.

All shareholders will be treated equally regarding their rights, including voting rights and other fundamental rights such as the right to an equal share of profits/dividends, the right to freely buy/sell/transfer their securities, the right to attend shareholders' meetings, the right to propose agenda items in advance, the right to nominate individuals for election as company directors, the right to express opinions freely at meetings, and the right to participate in important company decisions such as the election of directors, the appointment of auditors and determination of their remuneration, the approval of significant transactions affecting the Company's business direction, and amendments to the Company's memorandum and articles of association. All shareholders have voting rights according to the number of shares held, with each share entitling one vote, and no share having special privileges over other shareholders.

Shareholders have the right to consider all forms of director remuneration, such as meeting allowances, bonuses, and other benefits. The Nomination and Remuneration Committee is responsible for considering the policies, formats, and criteria for paying remuneration to each director position, taking into account businesses with similar types and sizes of operations, and the responsibilities of the Board of Directors. This is done by comparing with other listed companies on the Stock Exchange of Thailand with similar market capitalization to the Company, and then presenting it to the shareholders' meeting for annual consideration. Details of director remuneration are disclosed in the annual information statement (56-1 One Report) under the heading "Remuneration of Directors and Executives".

Shareholders have the right to approve the appointment of auditors and determine their remuneration: The Audit Committee is responsible for selecting and determining the remuneration of auditors, to be proposed to the Board of Directors' meeting and then submitted to the shareholders' meeting for approval. Sufficient details about the proposed auditors for appointment are provided, such as the auditor's name, affiliated firm, qualifications, independence, experience, and remuneration, for shareholders' consideration.

At the shareholders' meeting, consideration and voting will proceed according to the specified agenda without altering significant information. The meeting will be conducted in the order of agenda items as stated in the invitation letter, and no new agenda items will be added without prior notification to shareholders, to ensure shareholders have sufficient opportunity to study the supporting information before making a decision. This year, the Company had no instances of adding unannounced agenda items to the meeting.

However, at the 2025 Annual General Meeting of Shareholders, out of a total of 8 directors, 6 directors attended. Ms. Susan Iamwanitcha, an auditor from S.P. Audit Co., Ltd., served as a witness for the vote counting at the meeting.

**Disclosure of Shareholders' Meeting Results**

The Company ensures that meeting minutes are accurately and completely recorded, including important questions and comments, so that shareholders can review them. The Company discloses the resolutions and voting results for each agenda item of the shareholders' meeting on the same day of the meeting or no later than 9:00 AM on the next business day, via the website of the Stock Exchange of Thailand (www.set.or.th) and on the Company's website (www.cmo-group.com/investor-relations) on the same day (resolutions of the shareholders' meeting published on April 24, 2025). Subsequently, the Company will submit the shareholders' meeting minutes to the Stock Exchange of Thailand within 14 days from the date of the shareholders' meeting and publish these minutes on the Company's website (meeting minutes published on May 6, 2025). Furthermore, the Company records video and audio during the meeting for verification purposes.

**Equal Treatment of Shareholders**

**Opportunity for Shareholders to Propose Agenda Items and Nominate Directors in Advance**

The Company provides an opportunity for shareholders to propose agenda items and nominate individuals for election as company directors at least 120 days before the shareholders' meeting, with a submission period of at least 30 days, via the Investor Relations department's electronic channel at the email address ir@cmo-group.com. In this regard, The Company has established criteria for shareholders to propose agenda items and/or nominate individuals for election as company directors at the 2025 Annual General Meeting. These criteria and submission methods have been announced and published on the website of the Stock Exchange of Thailand (www.set.or.th) and on the Company's website (www.cmo-group.com/investor-relations). Shareholders were able to submit proposals according to these criteria from November 1, 2024, to December 31, 2024. However, upon the closing date, no shareholders submitted such proposals.

**Facilitating Shareholders**

For every shareholders' meeting, the Company has a policy to facilitate shareholders, both retail and institutional investors, by selecting a meeting venue with sufficient capacity for attendees and convenient access via public transportation such as the BTS Skytrain or public buses, along with an attached meeting map. If the Company holds the meeting at its office, it will arrange shuttle services near the BTS Skytrain to facilitate shareholders. This year, the Company has arranged shuttle vans between Lat Phrao MRT Station and the Company's office. For registration, the Company has provided welcoming staff to provide information and check documents. Shareholders can pre-register approximately 1 hour before the meeting time via a barcode system for convenience, speed, accuracy, and precision. Additionally, the Company has prepared duty stamps for shareholders who wish to appoint a proxy.

**Proxy Appointment**

If shareholders are unable to attend the shareholders' meeting, the Company provides an opportunity for shareholders to appoint an independent director or any other person as their proxy to attend on their behalf, using one of the proxy forms provided by the Company along with the meeting invitation. A legally appointed proxy has the same rights to attend and vote as the shareholder. The Company also includes the names of at least one independent director in its proxy forms, offering shareholders the option to appoint one of these independent directors as their proxy.

The Company has appointed independent directors to oversee shareholders. Shareholders can express opinions, provide suggestions, or submit complaints to the independent directors. The independent directors will consider appropriate actions for each matter. In the case of a complaint, the independent directors will investigate the facts and find suitable solutions. In the case of a suggestion, the independent directors will consider the suggestion and provide their opinion. If the independent directors deem the matter significant, affecting overall stakeholders or the Company's business operations, they will propose it to the shareholders' meeting for consideration as an agenda item for future shareholders' meetings.

**Dividend Payment**

The Company clarifies its dividend payment policy in the annual information statement (56-1 One Report). For every agenda item proposing dividend payment approval, the Company provides the proposed dividend rate, along with reasons and supporting information. In the past year, the Company proposed to suspend dividend payments, for which it provided clear reasons and supporting information for consideration.

**Employee**

Employees are considered valuable human resources and a key factor in the company's success. The company believes that all employees contribute to its growth. Therefore, the company has established the following policies and guidelines for employees:

1. The company has an equitable and fair process for recruiting, selecting, and hiring employees, considering qualifications, experience, and abilities to ensure suitable placement, and promotes equal opportunities for career advancement for all employees. The company prohibits discrimination or exclusion based on sex, skin color, race, religion, age, disability, or any other status not directly related to job performance.
2. Provide fair compensation to employees, appropriate to their knowledge, abilities, duties, responsibilities, and performance, in line with the company's short-term and long-term performance.

3. Provide personnel development by encouraging employees to participate in additional training courses, both internal and external, with content relevant and consistent with the company's policies, issues, vision, mission, and strategies annually.

4. Ensure employee work safety and workplace hygiene by employing safety officers to oversee equipment installation and ensure employee safety.

5. Provide employees with channels for communication, suggestions, and grievances regarding work and welfare. Such proposals will be considered, and solutions will be determined to benefit all parties and foster good working relationships.

6. Treat employees with courtesy and respect their individuality, and refrain from disclosing or transmitting employee information or secrets to external parties or unauthorized persons.

7. Strictly comply with all laws, regulations, and rules related to employees.

8. Encourage employees to participate in determining the company's operational direction and development, and listen to feedback and suggestions from employees at all levels equally and impartially.

9. Provide training and disseminate knowledge regarding corporate governance, business ethics, anti-corruption, and confidentiality codes of conduct for all employees to be aware of and strictly adhere to.

**Customer**

The Company recognizes the importance of customer trust and confidence as a key to the Company's success. Therefore, it has established the following policies and guidelines for customer relations:

1. Conducting business with dedication, developing services, and innovating new solutions to continuously add value and meet customer needs. Strict adherence to contracts and consistent coordination with customers are maintained to ensure the creation of quality work that fully meets customer requirements, is delivered on time, is safe and hygienic, and is environmentally friendly.

2. Conducting business with honesty, integrity, and fairness, and refraining from any actions that infringe upon customer rights. Customer trade secrets are protected in accordance with the Personal Data Protection Act, and the customer confidentiality policy is communicated to relevant executives and employees for strict implementation.

3. Not to solicit, accept, or consent to receive any dishonest assets or other benefits from customers, whether directly or indirectly.

4. Provide communication channels for customers to submit complaints to the Company. Should customers wish to file a complaint regarding personal data, they may contact via email DPO@cmo-group.com

5. Developing relationships between customers and the Company by prioritizing listening to customer feedback or complaints to improve and enhance service quality to meet the needs of customers across various industries and adapt to ever-changing global trends.

**Business competitor**

The Company treats its trade competitors with equality under a framework of fair, just, and honest competition, in accordance with good business ethics principles. The Company does not support agreements with competitors or other operators that lead to monopolies or reduce market competition. Furthermore, it does not seek confidential information from competitors through inappropriate means. In 2025, the Company had no disputes with competitors.

**Business partner**

The Company has policies and practices towards business partners that are equitable and consider mutual benefits, as follows:

1. The Company selects suitable and capable business partners, consistently provides opportunities for new partners to present their products/services, and develops and maintains sustainable relationships with partners to build mutual trust, facilitate knowledge exchange, and jointly develop and add value to products and services for sustainable mutual growth.

2. The Company regularly establishes and reviews its procurement processes, which include criteria for procurement such as selecting suppliers who operate legally, comply with safety and occupational health

standards, and are environmentally friendly. The Company treats its business partners based on fair competition, equality, and mutual respect.

3. The Company has an anti-corruption policy and has established written guidelines not to solicit, accept, pay, or conduct business with individuals and legal entities involved in corruption.

**Creditor**

The Company has strict policies and practices regarding its responsibility towards creditors, as follows:

1. Treats all groups of creditors equally and fairly, by strictly adhering to the contracts and various conditions that have been agreed upon, especially regarding collateral conditions.
2. Capital is managed efficiently to ensure creditors have confidence in the financial standing and the ability to repay debts fully and on time, and measures are in place to prevent default on debt payments to creditors.
3. The Company has planned and managed the use of borrowed funds to align with the primary objectives of the borrowing.

**Community and society**

The Company conducts its business with consideration for its duties and responsibilities towards the community and society, aiming to elevate the quality of society and improve well-being. Therefore, plans have been made, ideas have been brainstormed, and the organization's knowledge and capabilities have been utilized to drive social progress. Thus, policies and guidelines for society and the community have been established as follows:

1. Provide appropriate support to society and the community, and protect the environment, especially in communities surrounding the company.
2. Do not conduct business that negatively impacts or degrades the community and society, and do not violate the rights of other individuals coexisting within the community and society.
3. Instill awareness and responsibility towards the community and society as a whole in employees at all levels on an ongoing basis to create value for society.
4. Implement preventive measures and remedies for potential impacts on the community and society resulting from the company's business operations.
5. Promote and support activities in arts, cultural preservation, and religious maintenance as appropriate.
6. Promote job creation and the development of labor skills to improve their quality of life.
7. Foster good relationships between the company and the community and society based on correctness, transparency, and fairness.

## Information on business code of conduct

### Business code of conduct

Business code of conduct : Yes

CMO Public Company Limited has established a Code of Conduct to comply with the company's good corporate governance policy and to ensure that directors, executives, employees, and relevant individuals adhere to and comply with the company's good corporate governance policy and principles, in conjunction with the company's regulations and rules. This is aimed at ensuring that management and operations are transparent, clear, fair, and efficient, thereby earning the trust and confidence of business partners, customers, and the public, and serving as a clear guideline for business operations and the development of the organization towards sustainability.

### Policy and guidelines related to business code of conduct

| | | |
|---|---|---|
| Guidelines related to business code of conduct | : | Prevention of Conflicts of Interest, Anti-corruption, Whistleblowing and Protection of Whistleblowers, Prevention of Misuse of Inside Information, Gift giving or receiving, entertainment, or business hospitality, Compliance with laws, regulations, and rules, Information and assets usage and protection, Anti-unfair competitiveness, Information and IT system security, Environmental management, Human rights, Safety and occupational health at work |

**Prevention of Conflicts of Interest**

The company has established a policy for preventing conflicts of interest based on the principle that all business decisions must be made transparently for the sole benefit of the company and its shareholders. Actions that could lead to conflicts of interest should be avoided. It is stipulated that individuals involved in or having an interest in a transaction under consideration must inform the company of their relationship or interest in that transaction and must not participate in the decision-making process, nor have the authority to approve such transactions. The company communicates this policy to its directors, executives, employees, and staff via the Intranet system for everyone in the company to acknowledge and strictly adhere to. The policies and guidelines for preventing conflicts of interest are as follows:

1. Directors and executives must inform the company of any relationships or related transactions in business activities that may lead to a conflict of interest.
2. Avoid engaging in related party transactions with directors or executives that may create a conflict of interest with the company. If such a transaction is necessary, it must be presented to the Audit Committee for consideration and opinion before being submitted for approval to the Board of Directors and/or the shareholders' meeting, in accordance with good corporate governance principles, and ensure compliance with the related party transaction rules set by the Capital Market Supervisory Board, the Securities and Exchange Commission (SEC), and the Stock Exchange of Thailand.
3. Directors and executives with significant interests that may prevent them from providing independent opinions are required to abstain from participating in the meeting's consideration of that agenda item and must declare their interest at least before the consideration of that agenda item, and it must be recorded in the meeting minutes.
4. A clear and transparent structure is established, with no cross-shareholding with major shareholders, to prevent conflicts of interest for any party. The shareholding structure of the company and its subsidiaries is disclosed in Form 56-1 One Report.
5. All directors, executives, and employees must comply with the company's regulations and business ethics, which are crucial for the company to be credible and trustworthy to all stakeholders. Information and understanding regarding compliance must be disseminated to all employees throughout the company.

Furthermore, all directors, executives, and employees of the company must avoid any interests that may affect their performance of duties, as follows:

1. Do not engage in businesses that compete with or are similar to the company and its subsidiaries.
2. Do not become a partner, a shareholder with decision-making power, or an executive in a competing business or one with similar characteristics to the company. However, if unavoidable, report to your supervisor immediately.
3. In cases where an employee is involved in any business or event that may lead to a conflict of interest, they must report it to their supervisor immediately.
4. Do not seek personal gain from information or anything learned through one's position and responsibilities.
5. Avoid involvement in activities that may create a conflict of interest for the company or incur any form of financial obligation with business associates of the company or its own employees.
6. Avoid engaging in other work outside of company duties that may affect one's responsibilities in any way.

7. Employees must not use company assets, information, or their position within the company to seek personal gain or to compete with the company in business.
8. All employees must disclose situations that are believed to create a conflict of interest. If an employee suspects a conflict of interest or something that others might perceive as a conflict of interest, they must report it to their supervisor.
9. In cases where the company deems it necessary to engage in related party transactions or inter-company transactions, the company will carefully consider and determine the price and conditions of such related party transactions as if they were conducted with external parties. Individuals involved in or related to the related party transaction will not participate in the consideration and will not have the authority to approve such transactions.

The company has a clear and transparent shareholding structure, with no pyramid shareholding or cross-shareholding with major shareholders that could create conflicts of interest for any party. A report on the distribution of shares held by minor shareholders, meaning shareholders not involved in management, has been prepared. According to data from the Stock Exchange of Thailand as of March 25, 2025, the company has 2,831 minor shareholders (Free Float), representing 45.78%.

**Anti-corruption**

The company recognizes the importance of conducting business with integrity, transparency, and ethics, focusing on fostering a strong sense of responsibility towards the economy, society, environment, and all stakeholder groups. Therefore, all operations related to giving and receiving gifts and various donations must be under strict supervision with good control measures, ensuring no form of damage to the company. The company also acknowledges the problems of corruption and bribery that may arise from operations and could affect the company's business. Hence, the company has established an Anti-Corruption and Anti-Bribery Policy to serve as a guideline for conducting business in compliance with legal requirements and the company's code of conduct.

1. Company personnel must comply with the Anti-Corruption and Anti-Bribery Policy, as well as the Business Code of Conduct and Ethics, and must not be involved in corruption, whether directly or indirectly.
2. Company personnel must not ignore or neglect any acts that constitute corruption involving the company. They must inform their supervisor or relevant parties and cooperate in verifying facts. In case of doubts or inquiries, they should notify their supervisor or the person responsible for overseeing compliance with this policy through the designated channels.
3. The company has established various secure communication channels to enable its personnel and all stakeholder groups to seek advice, report clues, provide suggestions, or file complaints regarding corruption, as well as to ensure fairness and implement protective measures for whistleblowers or those cooperating in reporting or disclosing corruption and misconduct as stipulated in the company's Whistleblowing Policy.
4. Company personnel who ignore, neglect, or commit acts of corruption in violation of this policy will be subject to disciplinary measures as stipulated by the company's regulations, as well as relevant legal proceedings.
5. The company is committed to establishing and maintaining an organizational culture that upholds the principle that corruption is unacceptable in transactions with both public and private sectors.
6. The company will consider taking appropriate actions to ensure that agents, contractors, or any individuals acting on behalf of the company are aware of the principles outlined in this policy.

The company will arrange for annual monitoring and evaluation of anti-corruption measures to ensure adequate and appropriate compliance with the policy, and to report the monitoring results to the Audit Committee comprehensively and in a timely manner.

**Whistleblowing and Protection of Whistleblowers**

The Company has designated the Internal Audit Department as the unit responsible for receiving complaints and reports of misconduct, including monitoring compliance with the business ethics code. Channels have been established for all stakeholder groups to report wrongdoers or instances of corruption, including violations of rights or matters that may cause damage to the Company. Reports can be submitted through the Internal Audit Department as follows:

1) By mail To the Internal Audit Department, CMO Public Company Limited, No. 4/18-19, Soi Nuanchan 56, Nuanchan Sub-district, Bueng Kum District, Bangkok 10230

2) Via email At whistleblowing@cmo-group.com

The Company has a fact-finding investigation process and proceeds according to the process appropriately and in a timely manner. The Company has a strict policy to protect and keep the information and identity of whistleblowers confidential. In the past year, no complaints or tips regarding misconduct were submitted to the Company.

**Prevention of Misuse of Inside Information**

1. Directors, executives, and employees of the Company and its subsidiaries shall not disclose inside information of the Company and its subsidiaries, and shall not use their positions within the Company and/or its subsidiaries, or utilize inside information or material information obtained or known during their work, which has not yet been disclosed to the public, to seek undue personal gain or disclose it to external parties for their own benefit or the benefit of others, whether directly or indirectly, regardless of whether they receive any compensation.

2. Provide knowledge to directors and executives who are required to prepare and submit reports on their securities holdings, as well as those of their spouses and minor children, to the Securities and Exchange Commission in accordance with Section 59 and the penalties stipulated in Section 275 of the Securities and Exchange Act B.E. 2535 (1992) and its amendments ("Securities Act"), including reporting the acquisition or disposal of the company's securities in accordance with Section 246 and the penalties stipulated in Section 298 of the Securities Act.

3. Require directors and executives to prepare and disclose reports on their securities holdings and changes in securities holdings, as well as those of their spouses and minor children, in accordance with Section 59, upon their initial appointment as a director or executive, and whenever there is a change. A copy of this report must be submitted to the Company Secretary on the same day it is submitted to the Securities and Exchange Commission, so that the Company Secretary, who is responsible for compiling and summarizing reports on securities holdings and changes in securities holdings, can report them to the Board of Directors meeting for acknowledgment.

4. Directors and executives, including management-level personnel in accounting or finance, and relevant employees (including spouses and minor children) who have access to material inside information that could affect the company's stock price, must refrain from trading the company's securities during the period before the financial statements or information regarding the company's financial position and status are released, until such information has been disclosed to the public. The company will notify directors and executives, including management-level personnel in accounting or finance, in writing to cease trading the company's securities at least 14 days prior to public disclosure. Any violation of this regulation will be considered a disciplinary offense under the company's employment regulations, and appropriate penalties will be considered, including verbal warnings, written warnings, probation, and termination of employment due to dismissal, discharge, or resignation, as the case may be.

5. Prohibit directors, executives, employees, and staff of the Company and its subsidiaries from using inside information of the Company and its subsidiaries that has or may have an impact on the price change of the Company's securities, which has not yet been disclosed to the public, and which they have become aware of in their position or capacity, for the purpose of buying, selling, offering to buy, offering to sell, or soliciting others to buy, sell, offer to buy, or offer to sell shares or other securities (if any) of the Company, whether directly or indirectly, and whether such actions are for their own benefit or the benefit of others, or by disclosing such facts to enable others to perform such actions, regardless of whether they receive any compensation.

6. Require directors and executives, including management-level personnel in accounting or finance equivalent to or above department manager (as defined by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand), to report their trading of the company's shares at least 1 day prior to the transaction to the Company Secretary for onward reporting to the Board of Directors.

7. Directors, executives, and employees of the Company and its subsidiaries are obligated to comply with the guidelines for the use of inside information under the Securities and Exchange Act B.E. 2535 (1992) and the Public Limited Company Act B.E. 2535 (1992), as well as other related regulations.

However, in 2025, the Company found no instances of misconduct related to the use of inside information.

**Gift giving or receiving, entertainment, or business hospitality**

1) The giving of gifts, souvenirs, or other benefits in accordance with customary practices or business traditions is permissible, provided it does not violate relevant laws. For example, in Thailand, it should not exceed 3,000 Baht per person per occasion (referenced from the announcement of the National Anti-Corruption Commission (NACC)). Such items should be given in a manner that enhances the company's image, such as calendars, notebooks, diaries, company products, or promotional items.

2) If the value of gifts, souvenirs, or other benefits given in accordance with customary practices or business traditions exceeds 3,000 Baht, it must be submitted to a supervisor for appropriate approval, in line with the company's operational authority.

3) The giving of gifts, presents, souvenirs, and hospitality must be supported by expenditure records indicating the value of the assets, to allow for subsequent verification.

4) Exercise caution when giving gifts, presents, souvenirs, and hospitality to superiors and from subordinates, or to individuals within the internal department. Such giving or receiving must not create an unfair incentive for any decision.

5) Exercise caution when giving or receiving gifts, presents, or souvenirs that lack a clear origin or a definite reason for being given.

6) Company personnel must not accept gifts, presents, or souvenirs with a value exceeding 3,000 Baht, whether in the form of cash, checks, gold, shares, jewelry, real estate, or similar items. If it is unavoidable and cannot be refused, company personnel must immediately report it to their direct supervisor.

7) Company personnel must not accept or give gifts, presents, souvenirs, or hospitality that could create influence or an incentive for any decision, leading to an unjust performance of duties.

8) Business hospitality is permissible, such as providing food and beverages related to business operations or as a customary trade practice. However, such expenses must be reasonable, not influence decision-making, or create conflicts of interest. For instance, if the company is in the process of a tender, employees must not accept gifts or any other items from companies participating in that tender.

9) The company does not support business partners, trade allies, contractors, subcontractors, or any stakeholders of the company giving gifts, presents, souvenirs, or any other benefits to company personnel that could affect decision-making, lead to unfair performance of duties, or create conflicts of interest. This exception applies only if such items are given in accordance with customary practices where gift-giving is traditional. In cases where personnel are assigned or authorized by a supervisor to assist an external organization, they may accept money or other items according to the rules or standards set by that external organization.

**Compliance with laws, regulations, and rules**

The Company is committed to respecting and complying with all relevant laws, regulations, and rules in conducting its business operations. The following guidelines have been established:

1) All directors, executives, and employees must comply with all laws, regulations, and rules related to business operations.

2) All directors, executives, and employees must comply with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission.

3) All directors, executives, and employees must not assist, support, or cooperate in promoting the avoidance of compliance with laws or various regulations.

**Information and assets usage and protection**

The Company encourages all executives and employees to utilize the Company's resources and assets as efficiently as possible to enhance competitiveness and provide excellent service to customers. The following guidelines have been established:

**Preservation of Company Assets**

The Company encourages all executives and employees to utilize the Company's resources and assets as efficiently as possible to enhance competitiveness and provide excellent service to customers. The following guidelines have been established:

1) Company personnel have the duty and responsibility to use and preserve Company assets, as well as to ensure that no loss occurs.

2) Company personnel are prohibited from using Company assets in an illegal or unethical manner, or in a way that does not benefit the Company. Furthermore, they must not be used for personal gain or for the undue benefit of others.

**Anti-unfair competitiveness**

The Company treats its trade competitors with equality within the framework of honest, fair, and ethical competition, in accordance with good business ethics principles. The Company does not support agreements with competitors or other operators that monopolize or reduce market competition, nor does it seek confidential information from competitors through inappropriate means.

**Information and IT system security**

1) Company personnel must comply with policies and regulations for the use of computer and information systems to prevent confidentiality breaches, data leakage, or data loss.

2) Use computers or technological equipment (hardware) and software systems provided by the company for the company's business.

3) Control access to data files and programs only as necessary for performing work for the company.

4) Maintain the security of information systems, including not disclosing passwords used to access the company's information systems to others.

**Environmental management**

The company has the following environmental practices and responsibilities:

1. Fostering an environmentally conscious organizational culture, organizing sustainability awareness activities for employees to encourage their participation in developing environmentally friendly innovations.
2. Efficient resource utilization. Reducing paper consumption by promoting the use of electronic documents instead of printing. Turning off unnecessary electrical appliances and office equipment to reduce energy consumption.
3. Waste management. Supporting waste segregation in offices and event venues.
4. Designing and organizing environmentally friendly events, reducing the use of decorative materials that generate large amounts of waste, and switching to reusable materials.
5. Promoting the use of clean energy, as well as utilizing digital technology instead of consumable materials, such as using QR Code instead of printed documents.
6. Building cooperation with partners and customers. Encouraging customers and partners to collectively reduce waste and utilize resources efficiently. Providing knowledge to customers regarding environmentally friendly event management guidelines.
7. Establishing a network of cooperation with environmental organizations to develop sustainable event standards.

Furthermore, the company implements campaigns to protect the environment and instill a sense of responsibility towards society, communities, and the environment among employees at all levels, seriously and continuously, such as the Waste Segregation Project, reducing the use of single-use plastics, etc.

**Human rights**

The Company has established a human rights policy and guidelines to respect universal humanitarian principles, which are ethical standards in business operations. This includes respect for individual dignity, freedom, privacy, legitimate rights under law, human rights, and the interests of stakeholders. Management decisions should be impartial and treat everyone equally, without discrimination based on gender, social class, or race. All directors, executives, and employees, including those in subsidiaries, must strictly adhere to these principles.

The Company adheres to its human rights policy and guidelines in accordance with the UN Guiding Principles on Business and Human Rights (UNGP) and the Declaration on Fundamental Principles and Rights at Work of the International Labor Organization (ILO), among others. Therefore, the Company oversees and controls its business operations to prevent involvement in human rights violations, such as not supporting forced labor, opposing child labor, and establishing working hours in compliance with labor laws. The Company respects and treats all stakeholders fairly and equally.

**Safety and occupational health at work**

The company has established clear policies and guidelines for ensuring employee work safety, occupational health, and the working environment. Safety officers are employed to oversee equipment installation and employee safety. Recognizing that employees are crucial to the company's success, the company is committed to conducting business in accordance with safety, hygiene, and environmental standards, with details as follows:

1. Adhere to standards to ensure health safety and a safe working environment for all employees.
2. Comply with various laws and regulations regarding safety, hygiene, and environment in the countries where the company operates.
3. Regularly arrange for improvements to the workplace and environment to ensure safety.
4. All employees must prioritize their own safety, that of their colleagues, and the company's assets.
5. All employees must maintain the cleanliness and orderliness of their work areas.
6. All employees have the right to offer suggestions for improving the company's workplace and environment.
7. Support and promote participation in various safety aspects that will stimulate employee awareness, such as training, motivation, and public relations for good safety and hygiene.
8. Promote knowledge of hygiene and safety at all levels, as well as support methods and compliance with environmental protection measures in accordance with industry laws.
9. Supervisors at all levels must set a good example and motivate employees to perform tasks safely.

Furthermore, in 2025, the company reported no incidents of accidents or fatal injuries.

**Promotion of compliance with the business code of conduct**

| | | |
|---|---|---|
| Promotion for the board of directors, executives, and employees to comply with the business code of conduct | : | Yes |

1) Company personnel must acknowledge, understand, and strictly adhere to the business ethics.
2) Company personnel are responsible for promoting and complying with the business ethics. Those who violate or breach the business ethics will be subject to disciplinary action in accordance with company regulations. Furthermore, they may face legal penalties if their actions constitute a legal offense.

**Participation in anti-corruption networks**

| | | |
|---|---|---|
| Participation or declaration of intent to join anti-corruption networks | : | No |

## Information on material changes and developments in policy and corporate governance system over the past year

### Material changes and developments related to the review of policy and guidelines in corporate governance system or board of directors charter

| | | |
|---|---|---|
| In the past year, did the company review the corporate governance policy and guidelines, or board of directors charter | : | Yes |
| Material changes and developments in policy and guidelines over the past year | : | Yes |

In accordance with the Stock Exchange of Thailand's regulations on good corporate governance for listed companies, and the good corporate governance principles of the Thai Listed Companies Association (TLCA), the Thai Investors Association, and the Thai Institute of Directors (IOD), the company has reviewed and implemented the following:

1) Improvement of Organizational Structure and Operational Authority: The Board of Directors has approved the improvement of the company's organizational structure and operational authority to align with the organization's current situation, thereby helping to decentralize authority for approving significant transactions of the company and its subsidiaries.
2) Defining Business Direction: The Board of Directors has participated in defining the company's vision, policies, goals, business plans, and budget to ensure efficiency and maximum benefit for the company and its shareholders.
3) Good Corporate Governance: The Board has reviewed the charters of the Chief Executive Officer, Chief Financial Officer, Managing Director, and Internal Audit Unit, updating their scope, duties, and responsibilities to be comprehensive and complete in their operations. Additionally, important company policies have been reviewed, including the Internal Control and Audit Policy, Whistleblowing and Complaint Policy, Connected Transactions Policy, Risk Management Policy, Anti-Corruption and Bribery Policy, Succession Planning Policy, and Procurement Policy, among others.

### Implementation of the CG Code for listed companies

| | | |
|---|---|---|
| Implementation of the CG Code as prescribed by the SEC | : | Fully implement |

The Board of Directors regularly reviews the Good Corporate Governance Policy and Business Ethics, referencing the Principles of Good Corporate Governance for Listed Companies 2017 of the Securities and Exchange Commission (CG Code). In 2025, the corporate governance practices and system were updated to align with current circumstances, aiming to enhance the effectiveness of good corporate governance, and are disclosed on the company's website.

### Other corporate governance performance and outcomes

In 2025, the company received evaluations from the following corporate governance-related agencies:

1. **Project evaluation score "Assessment of the Quality of the Annual General Meeting of Shareholders for 2025 (AGM Checklist)** " from the Thai Investor Association - The company received an evaluation score of 95.50 points.

# Corporate Governance Structure

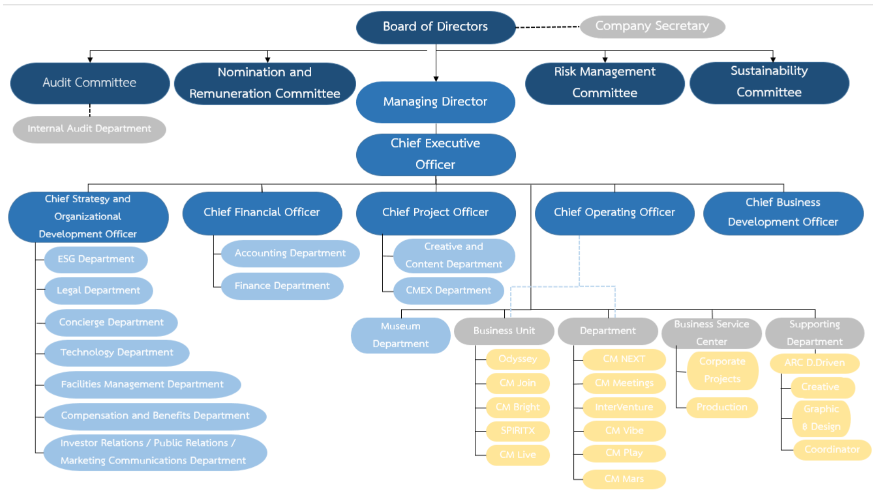
## Information on corporate governance structure

### Corporate governance structure

### Corporate governance structure diagram

Corporate governance structure as of date : 1 Jan 2026

### Corporate governance structure diagram




Governance Structure

## Information on the board of directors

### Information on the board of directors

### Composition of the board of directors

<table>
<tr><th rowspan="2"></th><th colspan="2">2023</th><th colspan="2">2024</th><th colspan="2">2025</th></tr>
<tr><th>Male (persons)</th><th>Female (persons)</th><th>Male (persons)</th><th>Female (persons)</th><th>Male (persons)</th><th>Female (persons)</th></tr>
<tr><td rowspan="2">Total directors</td><td colspan="2">8</td><td colspan="2">8</td><td colspan="2">9</td></tr>
<tr><td>6</td><td>2</td><td>7</td><td>1</td><td>5</td><td>4</td></tr>
<tr><td rowspan="2">Executive directors</td><td colspan="2">4</td><td colspan="2">4</td><td colspan="2">4</td></tr>
<tr><td>3</td><td>1</td><td>4</td><td>0</td><td>2</td><td>2</td></tr>
<tr><td rowspan="2">Non-executive directors</td><td colspan="2">4</td><td colspan="2">4</td><td colspan="2">5</td></tr>
<tr><td>3</td><td>1</td><td>3</td><td>1</td><td>3</td><td>2</td></tr>
<tr><td rowspan="2">Independent directors</td><td colspan="2">4</td><td colspan="2">4</td><td colspan="2">5</td></tr>
<tr><td>3</td><td>1</td><td>3</td><td>1</td><td>3</td><td>2</td></tr>
<tr><td rowspan="2">Non-executive directors who have no position in independent directors</td><td colspan="2">0</td><td colspan="2">0</td><td colspan="2">0</td></tr>
<tr><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
</table>

| | 2023 | | 2024 | | 2025 | |
|---|---|---|---|---|---|---|
| | Male (%) | Female (%) | Male (%) | Female (%) | Male (%) | Female (%) |
| **Total directors** | 100.00 | | 100.00 | | 100.00 | |
| | 75.00 | 25.00 | 87.50 | 12.50 | 55.56 | 44.44 |
| Executive directors | 50.00 | | 50.00 | | 44.44 | |
| | 37.50 | 12.50 | 50.00 | 0.00 | 22.22 | 22.22 |
| Non-executive directors | 50.00 | | 50.00 | | 55.56 | |
| | 37.50 | 12.50 | 37.50 | 12.50 | 33.33 | 22.22 |
| Independent directors | 50.00 | | 50.00 | | 55.56 | |
| | 37.50 | 12.50 | 37.50 | 12.50 | 33.33 | 22.22 |
| Non-executive directors who have no position in independent directors | 0.00 | | 0.00 | | 0.00 | |
| | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

*Additional explanation : Displayed % (percentage) from proportion of total board of directors*

| | 2023 | | 2024 | | 2025 | |
|---|---|---|---|---|---|---|
| | Male (years) | Female (years) | Male (years) | Female (years) | Male (years) | Female (years) |
| Average age of board of directors | 54 | | 53 | | 51 | |
| | 53 | 55 | 56 | 38 | 56 | 46 |

**The information on each director and controlling person**

**List of the board of directors**

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 1. Mr. TATCHAPONG THAMPUTTHIPONG<br>Gender: Male<br>Age : 61 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Accounting<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Chairman of the board of directors<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No<br><br>Type of director : Newly appointed director to replace the ex-director | 30 Sep 2025 | Business Administration, Internal Control, Accounting, Economics, Finance |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 2. Mr. NOPPADOL UTAIN<br>Gender: Male<br>Age : 61 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Law<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Vice-chairman of the board of directors (Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No<br><br>Type of director : Newly appointed director to replace the ex-director | 25 Sep 2025 | Law |

| List of directors | Position | First appointment date of director | Skills and expertise |
| --- | --- | --- | --- |
| 3. Mr. MONGKOL SILTHUMPITUG<br>Gender: Male<br>Age : 52 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Communication Arts<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 519,909 Shares (0.121994 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Executive directors)<br><br>Authorized directors as per the companys certificate of registration : Yes<br><br>Type of director : Existing director | 22 Dec 2023 | Marketing, Finance, Law, IT Management, Digital Marketing |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 4. Ms. NAPHAMAT PHLAINGAM<br>Gender: Female<br>Age : 52 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Accounting<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Executive directors)<br><br>Authorized directors as per the companys certificate of registration : Yes<br><br>Type of director : Existing director | 24 Apr 2025 | Accounting, Finance, Risk Management, Internal Control, Business Administration |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 5. Mr. SUJARIT ISARANKURA<br>Gender: Male<br>Age : 58 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No<br><br>Type of director : Newly appointed director to replace the ex-director | 29 May 2025 | Accounting, Internal Control, Economics, Finance |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 6. Ms. VEENA UPADHYA<br>Gender: Female<br>Age : 65 years<br>Highest level of education : Below a bachelor's degree<br>Study field of the highest level of education : Commerce<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No<br><br>Type of director : Newly appointed director to replace the ex-director | 29 May 2025 | Business Administration, Marketing |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 7. Ms. YINGRAK PHUATHAVORNSKUL<br>Gender: Female<br>Age : 26 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Accounting<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 68,311,100 Shares (16.028890 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 36,864,000 Shares (8.649971 %) | Director<br>(Executive directors)<br><br>Authorized directors as per the companys certificate of registration : Yes<br><br>Type of director : Newly appointed director to replace the ex-director | 25 Sep 2025 | Accounting, Economics, Finance, Marketing |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 8. Mr. VUTTIPHAN TANAMETANONT<br>Gender: Male<br>Age : 49 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Accounting<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 423,359 Shares (0.099339 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Executive directors)<br><br>Authorized directors as per the companys certificate of registration : Yes<br><br>Type of director : Newly appointed director to replace the ex-director | 25 Sep 2025 | Business Administration, Internal Control, Accounting, Marketing, Finance |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| 9. Ms. RUBPORN PROMVONGSANON<br>Gender: Female<br>Age : 39 years<br>Highest level of education : Doctoral degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No<br><br>Type of director : Newly appointed director to replace the ex-director | 13 Nov 2025 | Accounting, Finance, Internal Control, Risk Management, Business Administration |

*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.*

### Diagram of list of the board of directors


Board of Directors

**List of board of directors who resigned / vacated their position during the year**

| **List of directors** | **Position** | **Date of resignation / termination** | **Replacement director** |
|---|---|---|---|
| 1. Mr. MANAS JAMVEHA<br>Gender: Male<br>Age : 69 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Chairman of the board of directors<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No | 22 Sep 2025 | Mr. TATCHAPONG THAMPUTTHIPONG<br><br>Appointment date of replacement director : 30 Sep 2025 |

| List of directors | Position | Date of resignation / termination | Replacement director |
|---|---|---|---|
| 2. Mr. KITTI PHUATHAVORNSKUL<br>Gender: Male<br>Age : 59 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Vice-chairman of the board of directors (Executive directors)<br><br>Authorized directors as per the companys certificate of registration : Yes | 20 Sep 2025 | Ms. YINGRAK PHUATHAVORNSKUL<br><br>Appointment date of replacement director : 25 Sep 2025 |

| **List of directors** | **Position** | **Date of resignation / termination** | **Replacement director** |
|---|---|---|---|
| 3. Mr. KITISAK JAMPATHIPPHONG<br>Gender: Male<br>Age : 55 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 31,126,796 Shares (7.303762 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Executive directors)<br><br>Authorized directors as per the companys certificate of registration : Yes | 22 Sep 2025 | Mr. VUTTIPHAN TANAMETANONT<br><br>Appointment date of replacement director : 25 Sep 2025 |

| List of directors | Position | Date of resignation / termination | Replacement director |
|---|---|---|---|
| 4. Ms. RUBPORN PROMVONGSANON<br>Gender: Female<br>Age : 39 years<br>Highest level of education : Doctoral degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No | 31 May 2025 | Mr. NOPPADOL UTAIN<br><br>Appointment date of replacement director : 6 Jun 2025 |

| List of directors | Position | Date of resignation / termination | Replacement director |
|---|---|---|---|
| 5. Mr. TANA THAMMAVIHARN<br>Gender: Male<br>Age : 61 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Political Science<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : No<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No | 15 May 2025 | Mr. SUJARIT ISARANKURA<br><br>Appointment date of replacement director : 29 May 2025 |

| List of directors | Position | Date of resignation / termination | Replacement director |
|---|---|---|---|
| 6. Mr. TRAIRONG TANTASUK<br>Gender: Male<br>Age : 43 years<br>Highest level of education : Doctoral degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : No<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Non-executive directors, Independent director)<br><br>Authorized directors as per the companys certificate of registration : No | 19 May 2025 | Ms. VEENA UPADHYA<br><br>Appointment date of replacement director : 29 May 2025 |

| List of directors | Position | Date of resignation / termination | Replacement director |
|---|---|---|---|
| 7. Mr. PICHET TURONGKINANON<br>Gender: Male<br>Age : 57 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Liberal Arts - Product Design<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Family relationship between directors and executives : Doesnt Have<br>Legal offenses in the past 5 years (*) : Doesnt Have<br>DAP course : Yes<br>DCP course : Yes<br><br>**Shareholding in the company**<br>• Direct shareholding : 0 Shares (0.000000 %)<br>• Shareholding by persons related to the directors, executives according to Section 59 (**) : 0 Shares (0.000000 %) | Director<br>(Executive directors)<br><br>Authorized directors as per the companys certificate of registration : Yes | 12 Nov 2025 | Ms. RUBPORN PROMVONGSANON<br><br>Appointment date of replacement director : 13 Nov 2025 |

*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 companys certificate of registration |
|---|---|---|---|---|---|---|
| 1. Mr. TATCHAPONG THAMPUTTHIPONG | Chairman of the board of directors | | ✔ | ✔ | | |
| 2. Mr. NOPPADOL UTAIN | Vice-chairman of the board of directors | | ✔ | ✔ | | |
| 3. Mr. MONGKOL SILTHUMPITUG | Director | ✔ | | | | ✔ |
| 4. Ms. NAPHAMAT PHLAINGAM | Director | ✔ | | | | ✔ |
| 5. Mr. SUJARIT ISARANKURA | Director | | ✔ | ✔ | | |
| 6. Ms. VEENA UPADHYA | Director | | ✔ | ✔ | | |
| 7. Ms. YINGRAK PHUATHAVORNSKUL | Director | ✔ | | | | ✔ |
| 8. Mr. VUTTIPHAN TANAMETANONT | Director | ✔ | | | | ✔ |
| 9. Ms. RUBPORN PROMVONGSANON | Director | | ✔ | ✔ | | |
| **Total (persons)** | | 4 | 5 | 5 | 0 | 4 |

**Overview of director skills and expertise**

| Skills and expertise | Number (persons) | Percent (%) |
|---|---|---|

| Skills and expertise | Number (persons) | Percent (%) |
|---|---|---|
| 1. Economics | 3 | 33.33 |
| 2. Law | 2 | 22.22 |
| 3. Marketing | 4 | 44.44 |
| 4. Accounting | 6 | 66.67 |
| 5. Finance | 7 | 77.78 |
| 6. IT Management | 1 | 11.11 |
| 7. Digital Marketing | 1 | 11.11 |
| 8. Risk Management | 2 | 22.22 |
| 9. Internal Control | 5 | 55.56 |
| 10. Business Administration | 5 | 55.56 |

**Information about the other directors** (*)(**)

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| The chairman of the board and the highest-ranking executive are from the same person | - | No | No |
| The chairman of the board is an independent director | - | Yes | Yes |
| The chairman of the board and the highest-ranking executive are from the same family | No | No | No |
| Chairman is a member of the executive board or taskforce | - | No | No |
| The company appoints at least one independent director to determine the agenda of the board of directors meeting | Yes | Yes | Yes |

*Additional explanation :*

*(*) Composition of the Board of Directors is calculated from the Board of Directors data in the year 2022 onwards*

*(**) If a remark is specified, the remark from the most recent year will be displayed*

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

| | | |
|---|---|---|
| The measures for balancing the power between the board of directors and the Management | : | Have |
| Methods of balancing power between the board of directors and Management | : | Increasing the proportion of independent directors to more than half |

1. Separation of the roles of Chairman of the Board and Chief Executive Officer (CEO) to prevent concentration of power in a single individual and to enhance checks and balances.
2. Appointment of Independent Directors to provide oversight and independent opinions, free from any management influence or conflicts of interest.
3. Establishment of Board Committees, such as the Audit Committee and the Nomination and Remuneration Committee, to review and oversee key matters.
4. Defined approval authority (Authority Matrix) clearly specifying matters reserved for the Board and those delegated to management.
5. Reporting and disclosure system, whereby management regularly reports performance, risks, and key issues to the Board.
6. Related Party Transactions policy, requiring that transactions involving potential conflicts of interest be reviewed and approved by independent directors.

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

| | | |
|---|---|---|
| Board charter | : | Have |

CMO Public Company Limited ("the Company") recognizes the importance of a good corporate governance system (Corporate Good Governance). Therefore, a Board of Directors Charter has been established to serve as an important tool or mechanism for effective, transparent, and credible oversight of the Company's operations. In accordance with the aforementioned policy, the Company's Board of Directors Meeting No. 10/2566, held on December 12, 2023, resolved that, effective from December 12, 2023, the scope and responsibilities of the Board shall be defined as follows: to ensure that all directors are aware of their duties and responsibilities to perform their duties correctly and completely.

## Information on subcommittees

### Information on subcommittees

### Information on roles of subcommittees

### Roles of subcommittees

**Audit Committee**

**Role**

• Audit of financial statements and internal controls

**Scope of authorities, role, and duties**

1. Oversee and review financial reporting systems to ensure accuracy according to generally accepted accounting

standards and adequate disclosure.
2. Oversee and review the company's internal control and internal audit systems to ensure they are appropriate and effective.
3. Consider the independence of the internal audit unit and approve the appointment, transfer, dismissal, and performance evaluation of the head of the internal audit unit.
4. Review the company's compliance with securities and exchange laws and other laws related to the company's business.
5. Consider, select, propose the appointment, and recommend the remuneration of the company's external auditor, taking into account their independence, reliability, sufficiency of resources, and audit workload, as well as the experience of the personnel assigned to audit the company. The committee shall also meet with the external auditor without management present at least once a year.
6. Consider related party transactions of the company and its subsidiaries to ensure compliance with relevant announcements, requirements, and regulations, and to ensure accurate and complete disclosure of information.
7. Prepare the Audit Committee's corporate governance report for disclosure in the annual report, to be signed by the Chairman of the Audit Committee. The report shall include, at a minimum, opinions on the following key issues:
• Accuracy/reliability of financial statements
• Sufficiency of internal control systems
• Compliance with securities laws, regulations of the Stock Exchange of Thailand, or other relevant laws
• Appropriateness of the external auditor
• Transactions that may involve conflicts of interest
• Audit Committee meetings and attendance of each member
• Opinions or observations obtained from performing duties
• Any other matters that shareholders and investors should be aware of.
8. Review and approve the charter of the internal audit unit.
9. Consider the budget and staffing of the internal audit office and provide opinions on the internal audit plan and the performance of the internal audit unit.
10. Review the company's risk management system to ensure it is appropriate and effective.
11. Perform any other duties as required by law or assigned by the company's Board of Directors. In performing its duties within its scope of authority, the Audit Committee shall have the power to summon and instruct management, supervisors, or relevant employees of the company to provide opinions, attend meetings, or submit documents as deemed necessary and relevant. The committee also has the authority to engage consultants or other professional experts to provide advice when deemed necessary, at the company's expense.

**Reference link for the charter**

-

**Nomination and Remuneration Committee**

**Role**

• Director and executive nomination
• Remuneration

**Scope of authorities, role, and duties**

Recruitment:
1. Establish principles and methods for recruiting individuals to serve as company directors, directors on various sub-committees, and top executives, appropriate to the company's specific characteristics. Examples include criteria for considering existing directors for re-appointment, criteria for announcing director vacancies, criteria for allowing

shareholders to nominate directors, criteria for using external recruitment firms, criteria for considering individuals from professional director registries, or criteria for each company director to nominate suitable individuals. These policies, principles, and methods shall be disclosed for transparency. 2. Define the qualifications for company directors, directors on various sub-committees, and top executives to be recruited, in accordance with the company's structure, size, type, and suitability, in terms of skills, experience, and specialized abilities relevant to the company's core business or industry.
3. Select and nominate individuals with appropriate qualifications and in line with the established principles and methods to serve as company directors, directors on various sub-committees, and Chief Executive Officer, for submission to the Board of Directors meeting and/or the Shareholders' meeting for consideration and appointment.
4. Select and appoint individuals with appropriate qualifications and in line with the established principles to serve as top executives.
5. Prepare, review, and summarize the results of succession planning and management continuity for the positions of Chief Executive Officer and senior executives annually, and report to the Board of Directors for acknowledgment.

Compensation:
1. Consider the structure, amount, form, and criteria for paying compensation and all types of benefits, both monetary and non-monetary, appropriately for the Chief Executive Officer, company directors, and directors on various sub-committees, with fairness and reasonableness, consistent with their responsibilities and the company's performance. This shall include comparing with compensation paid by other companies in the same industry as the company, and submitting to the Board of Directors meeting and/or the Shareholders' meeting for approval.
2. Consider the structure, amount, form, and criteria for paying compensation and all types of benefits, both monetary and non-monetary, appropriately for top executives, with fairness and reasonableness, consistent with their responsibilities and the company's performance. This shall include comparing with compensation paid by other companies in the same industry as the company.
3. Be responsible to the Board of Directors and have the duty to provide explanations and answer questions regarding the compensation of company directors, sub-committee directors, and the Chief Executive Officer at the Shareholders' meeting.
4. Review the appropriateness of the principles and procedures for the recruitment and compensation of company directors, directors on various sub-committees, and top executives, in accordance with the changing environment and circumstances of the company.
5. Establish guidelines for the annual performance evaluation of the Board of Directors, various sub-committees, and top executives, taking into account their duties, responsibilities, and inherent risks, and submit them to the Board of Directors for consideration and approval.
6. Be responsible for evaluating the performance of top executives and reporting the evaluation results to the Board of Directors for consideration. Oversee the disclosure of the principles and rationale for determining the compensation of company directors and top executives, in accordance with the Stock Exchange of Thailand's regulations, in the company's annual report. 7. For the determination of compensation for company directors, directors on various sub-committees, executive directors, and top executives, the management and various departments shall report or submit relevant information and documents to the Nomination and Remuneration Committee to support its operations in fulfilling its assigned duties.
8. Perform any other duties assigned by the Board of Directors and/or the Shareholders' meeting related to the recruitment and compensation of company directors, directors on various sub-committees, and top executives.
9. Perform any other duties assigned by the Board of Directors.

**Reference link for the charter**

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## Board of the Risk Management Committee

**Role**

• Risk management

**Scope of authorities, role, and duties**

1. Establish risk management policies, acceptable risk levels (Risk Appetite), and the maximum risk tolerance level for the organization (Risk Tolerance). Present the risk management policies to the Board of Directors for approval, ensuring they cover various significant internal and external risks. These policies must cover at least four types of risks:
• Financial Risk
• Operational Risk
• Strategic Risk
• Compliance Risk.
2. Develop strategies and action plans for risk management in alignment with the risk management policies, enabling the assessment, monitoring, and oversight of the overall risk management system or process to maintain an appropriate and acceptable level. 3. Control, monitor, audit, and evaluate risk management performance, and ensure that the company manages and operates in accordance with its established risk management policies, as well as complying with specified criteria.
4. Review risk management reports and take action to ensure that the organization's risk management is appropriate and that its risk management policies and systems are adequate, including the effectiveness of the systems and adherence to established policies.
5. Consider, amend, and provide opinions on various risk management policies, plans, and processes, and present them to the Board of Directors for approval.
6. Report the company's risk status, necessary corrective actions, and operational results to the Board of Directors quarterly.
7. Oversee, support, and promote cooperation in the company's risk management, and continuously review the adequacy of risk management policies and systems to ensure efficient risk management.
8. Have the authority to establish working groups for risk management duties and report to the Audit Committee.
9. Provide recommendations to the Board of Directors and management regarding risk management.
10. Report to the Board of Directors' meeting on significant risk items, risk management status assessments, potential operational impacts, including prevention methods and necessary corrective actions. In cases of significant matters substantially affecting the company, report to the Board of Directors promptly.
11. Perform any other duties as assigned by the Board of Directors.

**Reference link for the charter**

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## Sustainability Committee

**Role**

• Sustainability development

**Scope of authorities, role, and duties**

1. Establish, review, and update the company's sustainable development policies, as well as various policies and practices, to align with changes in business, regulations, announcements, rules, and relevant laws, to meet international standards.
2. Establish and review the company's sustainability strategies, and propose relevant recommendations to the

Board of Directors.
3. Promote and advocate for cooperation in the company's sustainable development.
4. Monitor and verify operations to ensure compliance with plans and evaluate the progress of the company's sustainability operations, covering the following key areas:
4.1 Impacts of climate change and carbon footprint management.
4.2 Sustainable use of plastics and packaging.
4.3 Water replenishment and management.
4.4 Responsible and sustainable procurement processes.
4.5 Fair treatment and stakeholder engagement, emphasizing diversity, equity, including comprehensive human rights management (Human Rights Due Diligence Process).
4.6 Participation in social and community activities.
4.7 Evaluation of the company's strategies against sustainable development principles.
5. Report operational performance to the Board of Directors regularly.
6. Review and amend the charter of the company's Sustainability Committee and submit it to the Board of Directors for consideration and approval.
7. Have the authority to invite relevant management or employees of the company to attend meetings, provide opinions, or submit documents as deemed relevant or necessary, or appoint working groups to effectively support sustainability efforts.
8. Perform any other duties as assigned by the Board of Directors.

**Reference link for the charter**

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**Information on each subcommittee**

**List of audit committee**

| List of directors | Position | Appointment date of audit committee member | Skills and expertise |
|---|---|---|---|
| 1. Mr. SUJARIT ISARANKURA(*)<br>Gender: Male<br>Age : 58 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Expertise in accounting information review : Yes | Chairman of the audit committee<br>(Non-executive directors, Independent director)<br><br>Director type : Newly appointed director to replace the ex-director | 29 May 2025 | Accounting, Internal Control, Economics, Finance |

| List of directors | Position | Appointment date of audit committee member | Skills and expertise |
|---|---|---|---|
| 2. Ms. VEENA UPADHYA<br>Gender: Female<br>Age : 65 years<br>Highest level of education : Below a bachelor's degree<br>Study field of the highest level of education : Commerce<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Expertise in accounting information review : No | Member of the audit committee<br>(Non-executive directors, Independent director)<br><br>Director type : Newly appointed director to replace the ex-director | 29 May 2025 | Business Administration, Marketing |
| 3. Mr. NOPPADOL UTAIN<br>Gender: Male<br>Age : 61 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Law<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Expertise in accounting information review : No | Member of the audit committee<br>(Non-executive directors, Independent director)<br><br>Director type : Newly appointed director to replace the ex-director | 6 Jun 2025 | Law |
| 4. Ms. RUBPORN PROMVONGSANON(*)<br>Gender: Female<br>Age : 39 years<br>Highest level of education : Doctoral degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Expertise in accounting information review : Yes | Member of the audit committee<br>(Non-executive directors, Independent director)<br><br>Director type : Newly appointed director to replace the ex-director | 13 Nov 2025 | Accounting, Finance, Internal Control, Risk Management, Business Administration |

*Additional explanation :*

*(*) Directors with expertise in accounting information review*

**List of audit committee members who resigned / vacated their position during the year**

| List of directors | Position | Date of resignation / termination | Replacement committee member |
|---|---|---|---|
| 1. Mr. TANA THAMMAVIHARN<br>Gender: Male<br>Age : 61 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Political Science<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Expertise in accounting information review : No | Chairman of the audit committee<br>(Non-executive directors, Independent director) | 15 May 2025 | Mr. SUJARIT ISARANKURA<br><br>Appointment date of replacement committee member :<br>29 May 2025 |
| 2. Ms. RUBPORN PROMVONGSANON(*)<br>Gender: Female<br>Age : 39 years<br>Highest level of education : Doctoral degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Expertise in accounting information review : Yes | Member of the audit committee<br>(Non-executive directors, Independent director) | 31 May 2025 | Mr. NOPPADOL UTAIN<br><br>Appointment date of replacement committee member :<br>6 Jun 2025 |

| List of directors | Position | Date of resignation / termination | Replacement committee member |
| --- | --- | --- | --- |
| 3. Mr. TRAIRONG TANTASUK<br>Gender: Male<br>Age : 43 years<br>Highest level of education : Doctoral degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residence in Thailand : Yes<br>Expertise in accounting information review : No | Member of the audit committee<br>(Non-executive directors, Independent director) | 19 May 2025 | Ms. VEENA UPADHYA<br><br>Appointment date of replacement committee member :<br>29 May 2025 |

*Additional explanation :*

*(*) Directors with expertise in accounting information review*

**List of executive committee members**

**List of executive committee members who resigned / vacated their position during the year**

**Other Subcommittees**

| Subcommittee name | Name list | Position |
| --- | --- | --- |
| Nomination and Remuneration Committee | Ms. VEENA UPADHYA | The chairman of the subcommittee (Independent director) |
| | Mr. TRAIRONG TANTASUK | The chairman of the subcommittee (Independent director) |
| | Mr. NOPPADOL UTAIN | Member of the subcommittee (Independent director) |
| | Mr. TANA THAMMAVIHARN | Member of the subcommittee (Independent director) |
| | Ms. YINGRAK PHUATHAVORNSKUL | Member of the subcommittee |

| Subcommittee name | Name list | Position |
|---|---|---|
| | Mr. KITTI PHUATHAVORNSKUL | Member of the subcommittee |
| Board of the Risk Management Committee | Mr. NOPPADOL UTAIN | The chairman of the subcommittee (Independent director) |
| | Mr. TANA THAMMAVIHARN | The chairman of the subcommittee (Independent director) |
| | Mr. MONGKOL SILTHUMPITUG | Member of the subcommittee |
| | Mr. VUTTIPHAN TANAMETANONT | Member of the subcommittee |
| | Mr. PICHET TURONGKINANON | Member of the subcommittee |
| | Mr. VORAVUT NUTCHANART | Member of the subcommittee |
| Sustainability Committee | Mr. MONGKOL SILTHUMPITUG | The chairman of the subcommittee |
| | Mr. PICHET TURONGKINANON | Member of the subcommittee |
| | Mr. VUTTIPHAN TANAMETANONT | Member of the subcommittee |
| | Ms. YINGRAK PHUATHAVORNSKUL | Member of the subcommittee |
| | Mr. NVIN HEMARUCHATANAN | Member of the subcommittee |

**List of subcomittees who resigned / vacated their position during the year**

| Subcommittee name | Name list | Position | Date of resignation / termination | Replacement committee member |
|---|---|---|---|---|
| Nomination and Remuneration Committee | Mr. TRAIRONG TANTASUK | The chairman of the subcommittee (Independent director) | 19 May 2025 | Ms. VEENA UPADHYA<br><br>Appointment date of replacement committee member<br>:<br>29 May 2025 |

| Subcommittee name | Name list | Position | Date of resignation / termination | Replacement committee member |
|---|---|---|---|---|
| | Mr. TANA THAMMAVIHARN | Member of the subcommittee (Independent director) | 15 May 2025 | Mr. NOPPADOL UTAIN<br><br>Appointment date of replacement committee member :<br>6 Jun 2025 |
| | Mr. KITTI PHUATHAVORNSKUL | Member of the subcommittee | 20 Sep 2025 | Ms. YINGRAK PHUATHAVORNSKUL<br><br>Appointment date of replacement committee member :<br>25 Sep 2025 |
| Board of the Risk Management Committee | Mr. TANA THAMMAVIHARN | The chairman of the subcommittee (Independent director) | 15 May 2025 | Mr. NOPPADOL UTAIN<br><br>Appointment date of replacement committee member :<br>6 Jun 2025 |

## Information on the executives

### Information on the executives

### List and positions of the executive

**List of the highest-ranking executive and the next four executives**

| List of executives | Position | First appointment date | Skills and expertise |
|---|---|---|---|

| List of executives | Position | First appointment date | Skills and expertise |
|---|---|---|---|
| 1. Ms. YINGRAK PHUATHAVORNSKUL<br>Gender: Female<br>Age : 26 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Accounting<br>Thai nationality : Yes<br>Residing in Thailand : Yes<br>Highest responsibility in corporate accounting and finance : No<br>Accounting supervisor : No | President<br>(The highest-ranking executive) | 25 Sep 2025 | Accounting, Economics, Finance, Marketing |
| 2. Mr. MONGKOL SILTHUMPITUG<br>Gender: Male<br>Age : 52 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Communication Arts<br>Thai nationality : Yes<br>Residing in Thailand : Yes<br>Highest responsibility in corporate accounting and finance : No<br>Accounting supervisor : No | Chief Executive Officer | 25 Sep 2025 | Marketing, Finance, Law, IT Management, Digital Marketing |

| List of executives | Position | First appointment date | Skills and expertise |
|---|---|---|---|
| 3. Ms. NAPHAMAT PHLAINGAM(*)(**)<br>Gender: Female<br>Age : 52 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Accounting<br>Thai nationality : Yes<br>Residing in Thailand : Yes<br>Highest responsibility in corporate accounting and finance : Yes<br>Accounting supervisor : Yes | Chief Financial Officer | 2 Aug 2024 | Accounting, Finance, Risk Management, Internal Control, Business Administration |
| 4. Mr. VUTTIPHAN TANAMETANONT<br>Gender: Male<br>Age : 49 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Accounting<br>Thai nationality : Yes<br>Residing in Thailand : Yes<br>Highest responsibility in corporate accounting and finance : No<br>Accounting supervisor : No | Chief Strategic & Internal Development Officer | 1 Oct 2025 | Business Administration, Internal Control, Accounting, Marketing, Finance |

| List of executives | Position | First appointment date | Skills and expertise |
|---|---|---|---|
| 5. Mr. PICHET TURONGKINANON<br>Gender: Male<br>Age : 57 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Liberal Arts - Product Design<br>Thai nationality : Yes<br>Residing in Thailand : Yes<br>Highest responsibility in corporate accounting and finance : No<br>Accounting supervisor : No | Chief Project Management Officer | 13 Nov 2023 | Business Administration, Design, Marketing |
| 6. Ms. THANAPORN PHETLUAN(***)<br>Gender: Female<br>Age : 54 years<br>Highest level of education : Bachelor's degree<br>Study field of the highest level of education : Communication Arts<br>Thai nationality : Yes<br>Residing in Thailand : Yes<br>Highest responsibility in corporate accounting and finance : No<br>Accounting supervisor : No | Chief Business Development Officer | 1 Jan 2026 | Information & Communication Technology, Marketing, Business Administration |

| List of executives | Position | First appointment date | Skills and expertise |
|---|---|---|---|
| 7. Ms. JUTIPORN MINGKWANRUNGRUENG (***)<br><br>Gender: Female<br>Age : 53 years<br>Highest level of education : Master's degree<br>Study field of the highest level of education : Business Administration<br>Thai nationality : Yes<br>Residing in Thailand : Yes<br>Highest responsibility in corporate accounting and finance : No<br>Accounting supervisor : No | Chief Operations Officer | 1 Jan 2026 | Business Administration, Marketing |

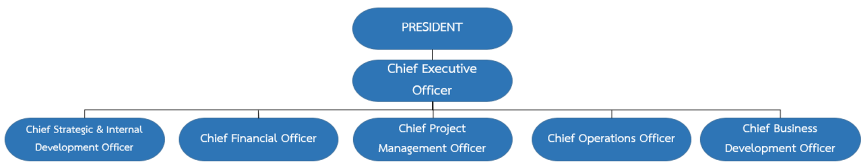
*Additional Explanation :*

*(*) Highest responsibility in corporate accounting and finance*
*(**) Accounting supervisor*
*(***) Appointed after the fiscal year end of the reporting year*

## 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 : 1 Jan 2026

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




Executive Structure

## Remuneration policy for executive directors and executives

The Nomination and Remuneration Committee shall consider the appropriate structure, amount, form, and criteria for the payment of both monetary and non-monetary, short-term and long-term remuneration and benefits for company directors, members of sub-committees, and the Chief Executive Officer. The company's remuneration criteria are on par with the industry and sufficient to attract and retain qualified directors, the Chief Executive Officer, and senior executives. Factors to be considered include experience, duties, scope, and responsibilities.

Furthermore, the company's executives receive monthly remuneration, bonuses, and other benefits such as social security contributions, provident fund contributions, etc., which are consistent with the company's performance and the executives' management results. Details are as follows.

| | | |
|---|---|---|
| Does the board of directors or the remuneration committee have an opinion on the remuneration policy for executive directors and executives | : | Doesnt Have |

**Remuneration of executive directors and executives**

**Monetary remuneration of executive directors and executives**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| **Total remuneration of executive directors and executives (baht)** | 48,618,978.00 | 32,609,465.20 | 32,427,123.13 |
| Total remuneration of executive directors (baht) | 0.00 | 0.00 | 0.00 |
| Total remuneration of executives (baht) | 48,618,978.00 | 32,609,465.20 | 32,427,123.13 |

**Other remunerations of executive directors and executives**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Companys contribution to provident fund for executive directors and executives (Baht) | N/A | 569,795.00 | 191,545.00 |
| Employee Stock Ownership Plan (ESOP) | No | No | No |
| Employee Joint Investment Program (EJIP) | Yes | Yes | Yes |

The Company has established an Employer-Employee Joint Investment Program (EJIP) to serve as an incentive for performance and long-term collaboration with the Company. The program has a duration of 3 years, concluding on May 31, 2025. Executives eligible to participate in the EJIP must have successfully completed their probation and demonstrated satisfactory performance. The Company will deduct 2% - 15% of the executives' salaries, and the Company will also contribute an additional 1% - 2.5% of the executives' salaries.

**Outstanding remuneration or benefits of executive directors and executives**

Outstanding remuneration or benefits of executive : 0.00

directors and executives in the past year

Estimated remuneration of executive directors and executives in the current year : 0.00

## Other significant information

### Other significant information

### Assigned person

### List of persons assigned for accounting oversight

| General information | Email | Telephone number |
|---|---|---|
| 1. Ms. Naphamat Phlaingam | naphamat.p@cmo-group.com | 0819845177 |

### List of the company secretary

| General information | Email | Telephone number |
|---|---|---|
| 1. Mr. Vuttiphan Tanametanont | vuttiphan@cmo-group.com | 0891665815 |

### List of the head of internal audit or outsourced internal auditor

| General information | Email | Telephone number |
|---|---|---|
| 1. Ms. Rawiwan Khieosap | Rawiwan.k@cmo-group.com | 0619463446 |

### List of the head of the compliance unit

### Head of investor relations

Does the Company have an appointed head of investor relations : Have

### List of the head of investor relations

| General information | Email | Telephone number |
|---|---|---|
| 1. Ms. Warunee Puthapornpoj | warunee@cmo-group.com | 0995956423 |

### Company's auditor

### Details of the companys auditor

| Audit firms | Audit fee (Baht) | Other service fees | Names and general information of auditors |
|---|---|---|---|
| SP AUDIT COMPANY LIMITED<br>475 SIRIPINYO BUILDING, 16 FLOOR, UNIT 1601, SRIAYUTHAYA ROAD, THANON PHAYA THAI RATCHATHEWI Bangkok 10400<br>Telephone number +66 2354 2192-4 | 3,870,000.00 | - | 1. Ms. SUSAN EIAMVANICHA<br>Email: susan.e@spaudit.co.th<br>License number: 4306<br><br>2. Ms. CHUENTA CHOMMERN<br>Email: chuenta.c@spaudit.co.th<br>License number: 7570<br><br>3. Ms. WANDEE EIAMVANICHA<br>Email: wandee.e@spaudit.co.th<br>License number: 8210<br><br>4. Mr. KIATISAK VANITHANONT<br>Email: kiatisak.v@spaudit.co.th<br>License number: 9922<br><br>5. Mr. SUCHART PANITCHAROEN<br>Email: suchart.p@spaudit.co.th<br>License number: 4475 |

**Assigned personnel in case of a foreign company**

Does the company have any individual assigned to be representatives in Thailand : No

**List of designated individuals as representatives in Thailand**

## Performance Report on Corporate Governance

## Information about the summary of duty performance of the board of directors over the past year

### Summary of duty performance of the board of directors over the past year

In 2025, the Board of Directors played a highly significant role in shaping the company's business direction. They actively participated in defining policies, strategies, and the overall business trajectory, which contributed to enhanced competitiveness, fostered consistent organizational values and culture, and provided oversight and other valuable insights for business operations, as follows.

### Selection, development and evaluation of duty performance of the board of directors

## Information about the selection of the board of directors

### List of directors whose terms have ended and have been reappointed

### List of newly appointed director to replace the ex-director

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| Mr. TATCHAPONG THAMPUTTHIPONG | Chairman of the board of directors | 30 Sep 2025 | Business Administration, Internal Control, Accounting, Economics, Finance |
| Mr. NOPPADOL UTAIN | Vice-chairman of the board of directors | 25 Sep 2025 | Law |
| Mr. SUJARIT ISARANKURA | Director | 29 May 2025 | Accounting, Internal Control, Economics, Finance |
| Ms. VEENA UPADHYA | Director | 29 May 2025 | Business Administration, Marketing |

| List of directors | Position | First appointment date of director | Skills and expertise |
|---|---|---|---|
| Ms. YINGRAK PHUATHAVORNSKUL | Director | 25 Sep 2025 | Accounting, Economics, Finance, Marketing |
| Mr. VUTTIPHAN TANAMETANONT | Director | 25 Sep 2025 | Business Administration, Internal Control, Accounting, Marketing, Finance |
| Ms. RUBPORN PROMVONGSANON | Director | 13 Nov 2025 | Accounting, Finance, Internal Control, Risk Management, Business Administration |

**List of newly appointed director not being replaced the ex-director**

**Selection of independent directors**

**Criteria for selecting independent directors**

The Company has a policy to appoint independent directors comprising at least one-third of the total number of directors, but not less than three persons, without any disqualifications or prohibited characteristics for directors as stipulated by the Public Limited Company Act, the Securities and Exchange Act, announcements of the Securities and Exchange Commission, announcements of the Capital Market Supervisory Board, announcements of the Stock Exchange of Thailand, as well as other relevant announcements, regulations, and/or rules as follows:

The Board of Directors Meeting No. 3/2568 on May 29, 2568, resolved to appoint 2 independent directors as follows:

- Mr. Sujarit Isarankura replaces Mr. Tana Thammaviharn as director.
- Ms. Veena Upadhya replaces Mr. Trairong Tantasuk as director.

The Board of Directors Meeting No. 4/2568 on June 6, 2568, resolved to appoint 1 independent director as follows:

- Mr. Noppadol Utain replaces Ms. Rubporn Promvongsanon as director.

The Board of Directors Meeting No. 7/2568 on September 30, 2568, resolved to appoint 1 independent director as follows:

- Mr. Tatchapong Thamputthipong replaces Mr. Manas Jamveha as director.

The Board of Directors Meeting No. 9/2568 on November 13, 2568, resolved to appoint 1 independent director as follows:

- Ms. Rubporn Promvongsanon replaces Mr. Pichet Turongkinanon as director.

who possesses knowledge and ability, and is truly independent in performing duties, having no business relationship with the Company, nor any other relationship that may influence their judgment and independent performance of duties.

**Business or professional relationships of independent directors over the past year**

| | | |
|---|---|---|
| Business or professional relationships of independent directors over the past year | : | No |

**Selection of directors and the highest-ranking executive**

**Method for selecting directors and the highest-ranking executive**

| | | |
|---|---|---|
| Method for selecting persons to be appointed as directors through the nomination committee | : | Yes |
| Method for selecting persons to be appointed as the highest-ranking executive through the nomination committee | : | Yes |

**Number of directors from major shareholders**

**Rights of minority shareholders on director appointment**

The Nomination and Remuneration Committee has provided an opportunity for shareholders to participate in nominating qualified directors in advance of the shareholders' meeting. In 2025, no shareholders nominated directors for election to the board. For the election of directors, the Company allowed shareholders to cast their votes for each director individually, by requiring shareholders to cast all their available votes for each nominated individual director one by one.

| | | |
|---|---|---|
| Method of director appointment | : | Method whereby each director requires approval votes more than half of the votes of attending shareholders and casting votes |

**Setting qualifications for the selection of directors**

**Details of qualifications for the selection of directors**

## Information on the development of directors

**Development of directors over the past year**

**Details of the development of directors over the past year**

| List of directors | Participation in training in the past financial year | History of training participation |
|---|---|---|
| 1. Mr. TATCHAPONG THAMPUTTHIPONG (Chairman of the board of directors, Independent director) | Participating | Thai Institute of Directors (IOD)<br>• 2025: Advanced Audit Committee Program (AACP)<br>• 2025: Boards Roles in Purpose-driven Transition (PDT)<br>• 2025: Role of the Chairman Program (RCP)<br>• 2024: Director Leadership Certification Program (DLCP)<br>• 2024: ESG in the Boardroom: A Practical Guide for Board (ESG)<br>• 2024: Ethical Leadership Program (ELP)<br>• 2023: Risk Management Program for Corporate Leaders (RCL)<br>• 2010: Director Certification Program (DCP) |
| 2. Mr. NOPPADOL UTAIN (Vice-chairman of the board of directors, Independent director) | Non-participating | - |
| 3. Mr. MONGKOL SILTHUMPITUG (Director) | Participating | Thai Institute of Directors (IOD)<br>• 2025: Director Certification Program (DCP)<br>• 2024: Director Accreditation Program (DAP) |
| 4. Ms. NAPHAMAT PHLAINGAM (Director) | Non-participating | Thai Institute of Directors (IOD)<br>• 2018: Director Certification Program (DCP)<br>• 2018: Risk Management Program for Corporate Leaders (RCL) |
| 5. Mr. SUJARIT ISARANKURA (Director, Independent director) | Non-participating | - |

| List of directors | Participation in training in the past financial year | History of training participation |
|---|---|---|
| 6. Ms. VEENA UPADHYA (Director, Independent director) | Participating | Thai Institute of Directors (IOD)<br>• 2025: Director Accreditation Program (DAP) |
| 7. Ms. YINGRAK PHUATHAVORNSKUL (Director) | Non-participating | - |
| 8. Mr. VUTTIPHAN TANAMETANONT (Director) | Non-participating | Other<br>• 2022: Board Reporting Program (BRP) |
| 9. Ms. RUBPORN PROMVONGSANON (Director, Independent director) | Participating | Thai Institute of Directors (IOD)<br>• 2025: Advanced Audit Committee Program (AACP)<br>• 2025: Risk Management Program for Corporate Leaders (RCL)<br>• 2025: The Board's Roles in Climate Governance (BCG)<br>• 2024: Director Certification Program (DCP)<br>• 2024: Role of the Chairman Program (RCP)<br>• 2023: Director Accreditation Program (DAP) |

## Information on the evaluation of duty performance of directors

**Criteria for evaluating the duty performance of the board of directors**

The Board of Directors conducts an annual performance evaluation (Board Self-Assessment) to review its performance in various aspects related to the company's operations and to develop and enhance its operational efficiency. The evaluation is divided into three formats: 1) the entire Board, 2) individual directors, and 3) the entire sub-committee. The evaluation is conducted at least once a year, and the main evaluation topics are as follows:
• Structure and qualifications of the Board of Directors
• Roles, duties, and responsibilities of the Board of Directors
• Board meetings
• Performance of duties by directors
• Relationship with management
• Self-development of directors and executive development

### Evaluation of the duty performance of the board of directors over the past year

The results of the Board of Directors' evaluation in 2025 are as follows:

- The evaluation of the Board of Directors as a whole was 92%, which is in the Excellent category.
- The evaluation of individual directors was 94%, which is in the Excellent category.

### Performance evaluation criteria for the executives

Performance evaluation criteria for the executives : No

## Information on meeting attendance and remuneration payment to each board member

### Meeting attendance and remuneration payment to each board member

## Meeting attendance of the board of directors

### Meeting attendance of the board of directors

Number of the board of directors meeting over the past year (times) : 10

Date of AGM meeting : 24 Apr 2025

EGM meeting : No

### Details of the board of directors' meeting attendance

| Names of Board members | Meeting attendance of the board of directors | | | AGM meeting attendance | | | EGM meeting attendance | | |
|---|---|---|---|---|---|---|---|---|---|
| | Attendance (times) | / | Meeting rights (times) | Attendance (times) | / | Meeting rights (times) | Attendance (times) | / | Meeting rights (times) |
| 1. Mr. TATCHAPONG THAMPUTTHIPONG (Chairman of the board of directors, Independent director) | 3 | / | 3 | 0 | / | 0 | | / | |

| Names of Board members | Meeting attendance of the board of directors | | | AGM meeting attendance | | | EGM meeting attendance | | |
|---|---|---|---|---|---|---|---|---|---|
| | Attendance (times) | / | Meeting rights (times) | Attendance (times) | / | Meeting rights (times) | Attendance (times) | / | Meeting rights (times) |
| 2. Mr. NOPPADOL UTAIN (Vice-chairman of the board of directors, Independent director) | 7 | / | 7 | 0 | / | 0 | | / | |
| 3. Mr. MONGKOL SILTHUMPITUG (Director) | 10 | / | 10 | 1 | / | 1 | | / | |
| 4. Ms. NAPHAMAT PHLAINGAM (Director) | 9 | / | 9 | 0 | / | 0 | | / | |
| 5. Mr. SUJARIT ISARANKURA (Director, Independent director) | 8 | / | 8 | 0 | / | 0 | | / | |
| 6. Ms. VEENA UPADHYA (Director, Independent director) | 7 | / | 8 | 0 | / | 0 | | / | |
| 7. Ms. YINGRAK PHUATHAVORNSKUL (Director) | 5 | / | 5 | 0 | / | 0 | | / | |
| 8. Mr. VUTTIPHAN TANAMETANONT (Director) | 5 | / | 5 | 0 | / | 0 | | / | |
| 9. Ms. RUBPORN PROMVONGSANON (Director, Independent director) | 4 | / | 4 | 1 | / | 1 | | / | |

| Names of Board members | Meeting attendance of the board of directors | | | AGM meeting attendance | | | EGM meeting attendance | | |
|---|---|---|---|---|---|---|---|---|---|
| | Attendance (times) | / | Meeting rights (times) | Attendance (times) | / | Meeting rights (times) | Attendance (times) | / | Meeting rights (times) |
| 10. Mr. MANAS JAMVEHA (Chairman of the board of directors, Independent director) | 5 | / | 5 | 1 | / | 1 | | / | |
| 11. Mr. KITTI PHUATHAVORNSKUL (Vice-chairman of the board of directors) | 5 | / | 5 | 0 | / | 1 | | / | |
| 12. Mr. KITISAK JAMPATHIPPHONG (Director) | 5 | / | 5 | 1 | / | 1 | | / | |
| 13. Mr. TANA THAMMAVIHARN (Director, Independent director) | 2 | / | 2 | 0 | / | 1 | | / | |
| 14. Mr. TRAIRONG TANTASUK (Director, Independent director) | 2 | / | 2 | 1 | / | 1 | | / | |
| 15. Mr. PICHET TURONGKINANON (Director) | 8 | / | 8 | 1 | / | 1 | | / | |

**Summary of the board of directors meeting attendance rate**

| Names of directors | Board of directors meeting attendance rate | AGM meeting attendance rate | EGM meeting attendance rate |
|---|---|---|---|
| 1. Mr. TATCHAPONG THAMPUTTHIPONG (Chairman of the board of directors) | 3/3 (100.00%) | N/A | N/A |

| Names of directors | Board of directors meeting attendance rate | AGM meeting attendance rate | EGM meeting attendance rate |
|---|---|---|---|
| 2. Mr. NOPPADOL UTAIN (Vice-chairman of the board of directors) | 7/7 (100.00%) | N/A | N/A |
| 3. Mr. MONGKOL SILTHUMPITUG (Director) | 10/10 (100.00%) | 1/1 (100.00%) | N/A |
| 4. Ms. NAPHAMAT PHLAINGAM (Director) | 9/9 (100.00%) | N/A | N/A |
| 5. Mr. SUJARIT ISARANKURA (Director) | 8/8 (100.00%) | N/A | N/A |
| 6. Ms. VEENA UPADHYA (Director) | 7/8 (87.50%) | N/A | N/A |
| 7. Ms. YINGRAK PHUATHAVORNSKUL (Director) | 5/5 (100.00%) | N/A | N/A |
| 8. Mr. VUTTIPHAN TANAMETANONT (Director) | 5/5 (100.00%) | N/A | N/A |
| 9. Ms. RUBPORN PROMVONGSANON (Director) | 4/4 (100.00%) | 1/1 (100.00%) | N/A |
| 10. Mr. MANAS JAMVEHA (Chairman of the board of directors) | 5/5 (100.00%) | 1/1 (100.00%) | N/A |
| 11. Mr. KITTI PHUATHAVORNSKUL (Vice-chairman of the board of directors) | 5/5 (100.00%) | 0/1 (0.00%) | N/A |
| 12. Mr. KITISAK JAMPATHIPPHONG (Director) | 5/5 (100.00%) | 1/1 (100.00%) | N/A |
| 13. Mr. TANA THAMMAVIHARN (Director) | 2/2 (100.00%) | 0/1 (0.00%) | N/A |
| 14. Mr. TRAIRONG TANTASUK (Director) | 2/2 (100.00%) | 1/1 (100.00%) | N/A |

| Names of directors | Board of directors meeting attendance rate | AGM meeting attendance rate | EGM meeting attendance rate |
|---|---|---|---|
| 15. Mr. PICHET TURONGKINANON (Director) | 8/8 (100.00%) | 1/1 (100.00%) | N/A |
| **Average meeting attendance rate** | **99.17%** | **75.00%** | **N/A** |

**Detailed justification for the Company director's non-attendance at the Board of Directors' meeting**

## Remuneration of the board of directors

**Types of remuneration of the board of directors**

The Company has considered guidelines for determining the remuneration policy for the Board of Directors fairly and reasonably, taking into account appropriateness, as well as alignment with the Company's performance and duties and responsibilities, with the approval of the shareholders' meeting.

For the year 2025, only meeting allowances were paid as remuneration to directors, and remuneration was paid exclusively to the Board of Directors and the Audit Committee, with quarterly payments.

**Remuneration of the board of directors**

**Details of the remuneration of each director over the past year**

| Names of directors / Board of directors | Company | | | | Total monetary remuneration from subsidiaries (Baht) |
|---|---|---|---|---|---|
| | Meeting allowance | Other monetary remuneration | Total (Baht) | Non-monetary remuneration | |
| **1. Mr. TATCHAPONG THAMPUTTHIPONG (Chairman of the board of directors, Independent director)** | | | **108,900.00** | | **N/A** |
| Board of Directors (Chairman of the board of directors) | 108,900.00 | N/A | 108,900.00 | - | |
| **2. Mr. NOPPADOL UTAIN (Vice-chairman of the board of directors, Independent director)** | | | **181,500.00** | | **N/A** |
| Board of Directors (Vice-chairman of the board of directors) | 157,300.00 | N/A | 157,300.00 | - | |
| Audit Committee (Member of the audit committee) | 24,200.00 | N/A | 24,200.00 | - | |
| Board of the Risk Management Committee (The chairman of the subcommittee) | N/A | N/A | N/A | - | |
| Nomination and Remuneration Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |

| Names of directors / Board of directors | Company | | | | Total monetary remuneration from subsidiaries (Baht) |
|---|---|---|---|---|---|
| | Meeting allowance | Other monetary remuneration | Total (Baht) | Non-monetary remuneration | |
| **3. Mr. MONGKOL SILTHUMPITUG (Director)** | | | **242,000.00** | | **0.00** |
| Board of Directors (Director) | 242,000.00 | N/A | 242,000.00 | - | |
| Sustainability Committee (The chairman of the subcommittee) | N/A | N/A | N/A | - | |
| Board of the Risk Management Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| **4. Ms. NAPHAMAT PHLAINGAM (Director)** | | | **181,500.00** | | **N/A** |
| Board of Directors (Director) | 181,500.00 | N/A | 181,500.00 | - | |
| **5. Mr. SUJARIT ISARANKURA (Director, Independent director)** | | | **217,800.00** | | **N/A** |
| Board of Directors (Director) | 121,000.00 | N/A | 121,000.00 | - | |
| Audit Committee (Chairman of the audit committee) | 96,800.00 | N/A | 96,800.00 | - | |

| Names of directors / Board of directors | Company | | | | Total monetary remuneration from subsidiaries (Baht) |
|---|---|---|---|---|---|
| | Meeting allowance | Other monetary remuneration | Total (Baht) | Non-monetary remuneration | |
| **6. Ms. VEENA UPADHYA (Director, Independent director)** | | | **145,200.00** | | **N/A** |
| Board of Directors (Director) | 121,000.00 | N/A | 121,000.00 | - | |
| Audit Committee (Member of the audit committee) | 24,200.00 | N/A | 24,200.00 | - | |
| Nomination and Remuneration Committee (The chairman of the subcommittee) | N/A | N/A | N/A | - | |
| **7. Ms. YINGRAK PHUATHAVORNSKUL (Director)** | | | **60,500.00** | | **N/A** |
| Board of Directors (Director) | 60,500.00 | N/A | 60,500.00 | - | |
| Nomination and Remuneration Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| Sustainability Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| **8. Mr. VUTTIPHAN TANAMETANONT (Director)** | | | **60,500.00** | | **0.00** |

| Names of directors / Board of directors | Company | | | | Total monetary remuneration from subsidiaries (Baht) |
|---|---|---|---|---|---|
| | Meeting allowance | Other monetary remuneration | Total (Baht) | Non-monetary remuneration | |
| Board of Directors (Director) | 60,500.00 | N/A | 60,500.00 | - | |
| Board of the Risk Management Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| Sustainability Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| **9. Ms. RUBPORN PROMVONGSANON (Director, Independent director)** | | | **145,200.00** | | **N/A** |
| Board of Directors (Director) | 121,000.00 | N/A | 121,000.00 | - | |
| Audit Committee (Member of the audit committee) | 24,200.00 | N/A | 24,200.00 | - | |
| **10. Mr. VORAVUT NUTCHANART (Member of the subcommittee)** | | | **N/A** | | **N/A** |
| Board of the Risk Management Committee (Member of the subcommittee) | N/A | N/A | N/A | No | |
| **11. Mr. NVIN HEMARUCHATANAN (Member of the subcommittee)** | | | **N/A** | | **N/A** |

| Names of directors / Board of directors | Company | | | | Total monetary remuneration from subsidiaries (Baht) |
|---|---|---|---|---|---|
| | Meeting allowance | Other monetary remuneration | Total (Baht) | Non-monetary remuneration | |
| Sustainability Committee (Member of the subcommittee) | N/A | N/A | N/A | No | |
| **12. Mr. MANAS JAMVEHA (Chairman of the board of directors, Independent director)** | | | **326,700.00** | | **N/A** |
| Board of Directors (Chairman of the board of directors) | 326,700.00 | N/A | 326,700.00 | - | |
| **13. Mr. KITTI PHUATHAVORNSKUL (Vice-chairman of the board of directors)** | | | **290,400.00** | | **0.00** |
| Board of Directors (Vice-chairman of the board of directors) | 290,400.00 | N/A | 290,400.00 | - | |
| Nomination and Remuneration Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| **14. Mr. KITISAK JAMPATHIPPHONG (Director)** | | | **181,500.00** | | **0.00** |
| Board of Directors (Director) | 181,500.00 | N/A | 181,500.00 | - | |
| **15. Mr. TANA THAMMAVIHARN (Director, Independent director)** | | | **217,800.00** | | **0.00** |

| Names of directors / Board of directors | Company | | | | Total monetary remuneration from subsidiaries (Baht) |
|---|---|---|---|---|---|
| | Meeting allowance | Other monetary remuneration | Total (Baht) | Non-monetary remuneration | |
| Board of Directors (Director) | 121,000.00 | N/A | 121,000.00 | - | |
| Audit Committee (Chairman of the audit committee) | 96,800.00 | N/A | 96,800.00 | - | |
| Board of the Risk Management Committee (The chairman of the subcommittee) | N/A | N/A | N/A | - | |
| Nomination and Remuneration Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| **16. Mr. TRAIRONG TANTASUK (Director, Independent director)** | | | **145,200.00** | | **0.00** |
| Board of Directors (Director) | 121,000.00 | N/A | 121,000.00 | - | |
| Audit Committee (Member of the audit committee) | 24,200.00 | N/A | 24,200.00 | - | |
| Nomination and Remuneration Committee (The chairman of the subcommittee) | N/A | N/A | N/A | - | |
| **17. Mr. PICHET TURONGKINANON (Director)** | | | **242,000.00** | | **N/A** |

| Names of directors / Board of directors | Company | | | | Total monetary remuneration from subsidiaries (Baht) |
|---|---|---|---|---|---|
| | Meeting allowance | Other monetary remuneration | Total (Baht) | Non-monetary remuneration | |
| Board of Directors (Director) | 242,000.00 | N/A | 242,000.00 | - | |
| Sustainability Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |
| Board of the Risk Management Committee (Member of the subcommittee) | N/A | N/A | N/A | - | |

**Summary of the remuneration of each committee over the past year**

| Names of board members | Meeting allowance | Other monetary remuneration | Total (Baht) |
|---|---|---|---|
| 1. Board of Directors | 2,456,300.00 | 0.00 | 2,456,300.00 |
| 2. Audit Committee | 290,400.00 | 0.00 | 290,400.00 |
| 3. Nomination and Remuneration Committee | 0.00 | 0.00 | 0.00 |
| 4. Board of the Risk Management Committee | 0.00 | 0.00 | 0.00 |
| 5. Sustainability Committee | 0.00 | 0.00 | 0.00 |

**Summary of the remuneration of the board of directors**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Meeting allowance (Baht) | 2,250,600.00 | 2,565,200.00 | 2,746,700.00 |

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Other monetary remuneration (Baht) | 0.00 | 0.00 | 0.00 |
| Total (Baht) | 2,250,600.00 | 2,565,200.00 | 2,746,700.00 |

**Remunerations or benefits pending payment to the board of directors**

Remunerations or benefits pending payment to the board of directors over the past year (Baht) : 0.00

## Information on corporate governance of subsidiaries and associated companies

### Corporate governance of subsidiaries and associated companies

**Mechanism for overseeing subsidiaries and associated companies**

Does the Company have subsidiaries and associated companies : Yes

Mechanism for overseeing subsidiaries and associated companies : Yes

Mechanism for overseeing management and taking responsibility for operations in subsidiaries and associated companies approved by the board of directors : The appointment of representatives as directors, executives, or controlling persons in proportion to shareholding, The determination of the scope of duties and responsibilities of directors and executives as company representatives in establishing important policies, Disclosure of financial condition and operating results, Transactions between the company and related parties, Other significant transactions, Acquisition or disposal of assets, Internal control system of the subsidiary operating the core business is appropriate and sufficient in the subsidiary operating the core business

The Company has always placed importance on good corporate governance policies in conjunction with business operations. The Board of Directors has a supervisory mechanism in place to oversee the management and is responsible for the operations of subsidiaries to safeguard the Company's investments, including
• Assigning individuals as the Company's representatives to serve on the boards of subsidiaries, whereby the Company's representatives are not persons with conflicts of interest with the business of such subsidiaries.
• The Company's representatives will oversee the subsidiaries to ensure compliance with the regulations and rules stipulated in the Company's Articles of Association and relevant laws governing business operations. In addition, the representatives will ensure that the subsidiaries have regulations in place regarding related party transactions, the acquisition or disposal of assets, or any other material transactions of such companies to be complete and accurate, and apply the principles related to information disclosure and the aforementioned transactions in the same manner as the Company's principles.

• Overseeing the disclosure of financial position and operating results, including ensuring the accuracy of material transactions in accordance with the Company's principles, and ensuring that the data storage and accounting records of such companies are auditable by the Company and that consolidated financial statements can be prepared in accordance with the prescribed regulations.
• Establishing an appropriate and sufficiently stringent internal control system in subsidiaries, conducting internal audits that cover subsidiaries, and implementing other mechanisms to supervise such subsidiaries.

## Information on the monitoring of compliance with corporate governance policy and guidelines

### The monitoring of compliance with corporate governance policy and guidelines

## Prevention of conflicts of interest

### Operations for conflict of interest prevention over the past year

| | | |
|---|---|---|
| Has the company operated in preventing conflicts of interest over the past year | : | Yes |

The Board of Directors regularly reviews its good corporate governance policy and business ethics. These policies are communicated, and the executive committee and employees are required to adhere to them. Compliance is also regularly monitored to ensure that business operations are transparent, fair, and strictly comply with the criteria, regulations, announcements, orders, or requirements of the Stock Exchange of Thailand. During the past year, the Company has monitored compliance with good corporate governance practices covering equitable and fair treatment of employees, environmental care, hygiene, and safety within the organization, and the security of information, including personal data. The monitoring results indicate that the Company has fully implemented the guidelines for each issue. Furthermore, the Company has also monitored compliance with good corporate governance as follows:
Prevention of Conflicts of Interest: The Company has established a policy stating that the Board of Directors, executives, and employees must perform their duties for the Company's best interests. In cases where any individual has a vested interest or is involved in a transaction under consideration, the relevant oversight body for such matters.
During the past year, the Company has reviewed cases that could potentially lead to conflicts of interest, with the following conclusions: The Company has conducted transactions related to services with related companies, which are small-scale transactions and are considered normal business operations. These transactions have received approval in principle from the Board of Directors, which also set a framework for management to proceed under general commercial terms.

### Number of cases or issues related to conflict of interest

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of cases or issues related to conflict of interest (cases) | 0 | 0 | 0 |

## Prevention of the use of inside information to seek benefits

**Operations for prevention of the use of inside information to seek benefits over the past year**

Has the company operated in preventing the use of inside information to seek benefits over the past year : Yes

Use of inside information for personal gain. The company ensures that the use of inside information complies with the law and good corporate governance principles. This is stipulated in the Code of Conduct for Directors and Executives, the Manual of Roles, Duties, and Responsibilities of Directors, and the Inside Information Usage Policy, which has been announced to employees. The key policies are summarized as follows:

• Directors and executives of the company, including their spouses and minor children, are required to prepare and disclose reports on securities holdings to the Securities and Exchange Commission (SEC) in accordance with Section 59 of the Securities and Exchange Act B.E. 2535 (1992).

• Directors and executives of the company, including their spouses and minor children, are required to prepare and submit a report on changes in the company's securities holdings to the Securities and Exchange Commission (SEC) within 3 business days from the date of such change. A copy of this report on changes in securities holdings must also be submitted to the company for record-keeping on the same day the report is submitted to the SEC.

• Directors, executives, and employees, including their spouses and minor children, who possess inside information that may affect the company's securities prices or financial statements, are prohibited from trading the company's securities within 14 days prior to the public disclosure of such inside information or financial statements. Any violation of the aforementioned regulations will be considered a disciplinary offense under the company's employment regulations, and appropriate penalties will be imposed.

**Number of cases or issues related to the use of inside information to seek benefits**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of cases or issues related to the use of inside information to seek benefits (cases) | 0 | 0 | 0 |

## Anti-corruption action

### Operations in anti-corruption in the past year

| | | |
|---|---|---|
| Has the company operated in anti-corruption over the past year | : | Yes |
| Form of operations in anti-corruption | : | Review of appropriateness in anti-corruption, Communication and training for employees on anti-corruption policy and guidelines |

The Company has demonstrated its commitment to anti-corruption, ensuring that the Company and its personnel implement preventive measures and support anti-corruption efforts, including prohibiting the acceptance of any bribes that benefit oneself or any other party. This is to adhere to sound and clear internal control principles, guiding the Company towards sustainable success. Although the Company has not yet signed a declaration of intent to join the Collective Action Coalition Against Corruption (CAC) project with the Thai private sector, the Board of Directors has given importance to and is currently studying the matter. Consequently, a Supplier Code of Conduct has been developed to communicate the anti-corruption policy through various channels, making it accessible to personnel and stakeholders. Furthermore, the Company regularly sends its personnel to attend anti-corruption training courses organized by various institutions. This ensures that personnel possess knowledge and understanding of ethics and are aware of all forms of corruption, as well as the overall damage caused by corruption. In the past year, the Company found no instances of internal corruption.

### Number of cases or issues related to corruption

| | 2023 | 2024 | 2025 |
|---|---:|---:|---:|
| Total number of cases or issues related to corruption (cases) | 0 | 0 | 0 |

## Whistleblowing

### Operations related to whistleblowing over the past year

| | | |
|---|---|---|
| Has the company implemented whistleblowing procedures over the past year | : | Yes |

The Company has designated the Internal Audit Department as the unit responsible for receiving complaints and whistleblowing reports regarding misconduct, as well as monitoring compliance with the business ethics. Channels have been established for all stakeholder groups to report misconduct, corruption, rights violations, or matters that may cause damage to the Company, through the Internal Audit Department as follows:

1. By mail to the Internal Audit Department, CMO Public Company Limited, No. 4/18-19 Soi Nuanchan 56, Nuanchan Subdistrict, Bueng Kum District, Bangkok 10230
2. Via email at whistleblowing@cmo-group.com

**Number of cases or issues related to whistleblowing**

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Total number of cases or issues received through whistleblowing channels (cases) | 0 | 0 | 0 |

## Information on report on the results of duty performance of the audit committee in the past year

**Meeting attendance of audit committee**

Meeting attendance of audit committee (times) : 11

| List of Directors | Meeting attendance of audit committee | | | Average meeting attendance |
|---|---|---|---|---|
| | Meeting attendance (times) | / | Meeting attendance rights (times) | |
| 1 Mr. SUJARIT ISARANKURA (Chairman of the audit committee) | 9 | / | 9 | 9/9 (100.00%) |
| 2 Ms. VEENA UPADHYA (Member of the audit committee) | 9 | / | 9 | 9/9 (100.00%) |
| 3 Mr. NOPPADOL UTAIN (Member of the audit committee) | 8 | / | 8 | 8/8 (100.00%) |

| List of Directors | Meeting attendance of audit committee | | | Average meeting attendance |
|---|---|---|---|---|
| | Meeting attendance (times) | / | Meeting attendance rights (times) | |
| 4 Ms. RUBPORN PROMVONGSANON<br>(Member of the audit committee) | 3 | / | 3 | 3/3<br>(100.00%) |
| 5 Mr. TANA THAMMAVIHARN<br>(Chairman of the audit committee) | 2 | / | 2 | 2/2<br>(100.00%) |
| 6 Mr. TRAIRONG TANTASUK<br>(Member of the audit committee) | 2 | / | 2 | 2/2<br>(100.00%) |
| **Average meeting attendance rate** | | | | **(100.00%)** |

**The results of duty performance of the audit committee**

The Audit Committee of CMO Public Company Limited consists of 4 independent directors who do not hold executive positions in the Company. All members qualify as audit committee members according to the requirements of the Securities and Exchange Commission. In the early part of the year, Mr. Tana Thammaviharn served as Chairman of the Audit Committee, with Ms. Rubporn Promvongsanon and Mr. Trairong Tantasuk as Audit Committee members. However, during 2025, there was a change in the Audit Committee. The Board of Directors sought independent directors with experience and capabilities to appoint as audit committee members. As of December 31, 2025, the list of audit committee members is as follows:

1. Mr. Sujarit Isarankura, Chairman of the Audit Committee.
2. Mr. Noppadol Utain, Audit Committee Member.
3. Ms. Veena Upadhya , Audit Committee Member.
4. Ms. Rubporn Promvongsanon, Audit Committee Member.

The operations of the Audit Committee throughout 2025 to consider and provide opinions on various matters are as follows:

**1. Review of financial reports.**

The Audit Committee has considered and reviewed both the quarterly and annual financial reports of the company in conjunction with management and certified public accountants. The Audit Committee is of the opinion that the company's financial reports are accurate, comply with generally accepted accounting standards, and disclose information appropriately, sufficiently, and in a timely manner.

**2. Oversight of compliance with the Securities and Exchange Act, Stock Exchange regulations, or laws related to the company's business.**

The Audit Committee has monitored and reviewed the company's operations to ensure compliance with the Securities and Exchange Act, rules, announcements, regulations, and requirements of the SEC Office and the Stock Exchange, as well as laws and regulations related to the company's business. No actions were found to be in violation of any laws or regulations that would cause damage to the company's operations.

**3. Consideration and evaluation of the performance of internal control and risk management systems.**

The Audit Committee has reviewed and assessed the efficiency and adequacy of the company's internal control and risk management systems. It was found that the company has internal control and risk management systems that are adequate and appropriate for its business operations.

**4. Consideration of the appointment of auditors and their remuneration.**

The Audit Committee considered and selected SP Audit Co., Ltd. for appointment. Upon reviewing the qualifications of the auditors, it was found that they fully comply with the announcements of the Stock Exchange of Thailand, possess knowledge, capabilities, and operational experience, are independent, reliable, and have no relationships or transactions that could create conflicts of interest with the Company. This provides confidence that the audit will be complete, appropriate according to auditing standards, efficient, and transparent, before being presented to the Board of Directors' meeting and the Shareholders' meeting for approval as the auditors of the Company and its subsidiaries for the year 2025.

**5. Consideration of related party transactions or transactions that may have conflicts of interest.**

The Audit Committee has considered and approved, and acknowledged, related party transactions or transactions that may have conflicts of interest for the company every quarter. It was found that these related party transactions or transactions with potential conflicts of interest comply with the laws and regulations of the Stock Exchange and are of utmost benefit to the company.

**6. Review of other matters as assigned.**

The Audit Committee has considered and provided recommendations to the management on matters beneficial to the company's operations, as assigned by the Board of Directors. The focus is on ensuring that the company's operations are transparent, fair, auditable, and create sustainable added value for all stakeholders.

Based on the company's performance and reviews throughout 2025, the Audit Committee is of the opinion that the company has good corporate governance, strictly adhering to the rules, announcements, regulations, and requirements of the SEC Office and the Stock Exchange, as well as laws and regulations related to the company's business. Furthermore, it has adequate and appropriate internal control systems, as the company has improved its internal control systems this year to be more stringent, appropriate, and efficient.

## Information on summary of the results of duty performance of subcommittees

### Meeting attendance and the results of duty performance of subcommittees

### Meeting attendance of Nomination and Remuneration Committee

| | | |
|---|---|---|
| Meeting Nomination and Remuneration Committee (times) | : | 6 |

| List of Directors | Meeting attendance of Nomination and Remuneration Committee | | | Average meeting attendance |
|---|---|---|---|---|
| | Meeting attendance (times) | / | Meeting attendance rights (times) | |
| 1 Ms. VEENA UPADHYA (The chairman of the subcommittee, Independent director) | 5 | / | 5 | 5/5 (100.00%) |
| 2 Mr. TRAIRONG TANTASUK (The chairman of the subcommittee, Independent director) | 1 | / | 1 | 1/1 (100.00%) |
| 3 Mr. NOPPADOL UTAIN (Member of the subcommittee, Independent director) | 4 | / | 4 | 4/4 (100.00%) |
| 4 Mr. TANA THAMMAVIHARN (Member of the subcommittee, Independent director) | 1 | / | 1 | 1/1 (100.00%) |
| 5 Ms. YINGRAK PHUATHAVORNSKUL (Member of the subcommittee) | 2 | / | 2 | 2/2 (100.00%) |
| 6 Mr. KITTI PHUATHAVORNSKUL (Member of the subcommittee) | 3 | / | 3 | 3/3 (100.00%) |
| **Average meeting attendance rate** | | | | **(100.00%)** |

**The results of duty performance of Nomination and Remuneration Committee**

The Nomination and Remuneration Committee of CMO Public Company Limited consists of two independent directors who do not hold executive positions in the Company and one director who serves in an executive capacity. At the beginning of the year, Mr. Trairong Tantasuk served as Chairman of the Nomination and Remuneration Committee, with Mr. Tana Thammaviharn and Mr. Kitti Phuathavornskul serving as members of the Committee.

However, during 2025, there were changes to the Nomination and Remuneration Committee. The Board of Directors appointed qualified and experienced individuals to serve as committee members. As of 31 December 2025, the members are as follows:

1. Ms. Veena Upadhya, Chairperson of the Nomination and Remuneration Committee
2. Mr. Noppadol Utain, Member of the Nomination and Remuneration Committee
3. Ms. Yingrak Phuathavornskul, Member of the Nomination and Remuneration Committee

In 2025, the Nomination and Remuneration Committee performed its duties in accordance with its charter and scope of authority as assigned by the Board of Directors. A total of six meetings were convened during the year to consider key matters within its roles and responsibilities, as summarized below:

1. The Committee considered the appointment of directors to replace those whose terms had expired, utilizing diverse information to support the selection of individuals with qualifications in compliance with applicable laws and regulations, as well as possessing knowledge, capabilities, and experience aligned with the Companys business operations. In support of good corporate governance practices, the Company provided shareholders with the opportunity to nominate qualified candidates for directorship; however, no shareholder proposed any candidates

for appointment as directors. At the Nomination and Remuneration Committee Meeting No. 1/2025 held on 18 February 2025, the Committee proposed the re-appointment of the existing directors to the Board of Directors for approval, seeking to reappoint three directors whose terms had expired for another term, prior to submitting the proposal to the 2025 Annual General Meeting of Shareholders held on 24 April 2025 for consideration and approval.

2. The Committee considered proposing an increase in the number of the Companys directors from eight to nine, through the appointment of one additional director, for submission to the 2025 Annual General Meeting of Shareholders held on 24 April 2025 for consideration and approval.
3. The Committee determined the remuneration of the Companys directors, including the annual remuneration for 2025, for submission to the 2025 Annual General Meeting of Shareholders held on 24 April 2025 for approval. The directors remuneration was considered at a level comparable to the average of companies within the same industry.
4. The Committee considered the appointment of directors to replace those who resigned, exercising due care in selecting individuals with the appropriate knowledge, capabilities, and qualifications for nomination to the Board of Directors, as detailed below:
   1. Meeting No. 3/2025 held on 29 May 2025
   2. Meeting No. 4/2025 held on 6 June 2025
   3. Meeting No. 6/2025 held on 25 September 2025
   4. Meeting No. 7/2025 held on 30 September 2025
   5. Meeting No. 9/2025 held on 13 November 2025

The Nomination and Remuneration Committee performs its duties independently in accordance with good corporate governance principles, with due care, integrity, and honesty, to ensure that the nomination and determination of directors remuneration are conducted with transparency and in the best interests of the shareholders and the Company.

**Meeting attendance of Board of the Risk Management Committee**

Meeting Board of the Risk Management Committee (times) : 0

| List of Directors | Meeting attendance of Board of the Risk Management Committee | | | Average meeting attendance |
|---|---|---|---|---|
| | Meeting attendance (times) | / | Meeting attendance rights (times) | |
| 1 Mr. NOPPADOL UTAIN<br>(The chairman of the subcommittee, Independent director) | 0 | / | 0 | N/A |

| List of Directors | Meeting attendance of Board of the Risk Management Committee | | | Average meeting attendance |
|---|---|---|---|---|
| | Meeting attendance (times) | / | Meeting attendance rights (times) | |
| 2 Mr. TANA THAMMAVIHARN<br>(The chairman of the subcommittee, Independent director) | 0 | / | 0 | N/A |
| 3 Mr. MONGKOL SILTHUMPITUG<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| 4 Mr. VUTTIPHAN TANAMETANONT<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| 5 Mr. PICHET TURONGKINANON<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| 6 Mr. VORAVUT NUTCHANART<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| | | | Average meeting attendance rate | **N/A** |

**The results of duty performance of Board of the Risk Management Committee**

-

**Meeting attendance of Sustainability Committee**

Meeting Sustainability Committee (times) : 0

| List of Directors | Meeting attendance of Sustainability Committee | | | Average meeting attendance |
|---|---|---|---|---|
| | Meeting attendance (times) | / | Meeting attendance rights (times) | |
| 1 Mr. MONGKOL SILTHUMPITUG<br>(The chairman of the subcommittee) | 0 | / | 0 | N/A |

| List of Directors | Meeting attendance of Sustainability Committee | | | Average meeting attendance |
|---|---|---|---|---|
| | Meeting attendance (times) | / | Meeting attendance rights (times) | |
| 2 Mr. PICHET TURONGKINANON<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| 3 Mr. VUTTIPHAN TANAMETANONT<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| 4 Ms. YINGRAK PHUATHAVORNSKUL<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| 5 Mr. NVIN HEMARUCHATANAN<br>(Member of the subcommittee) | 0 | / | 0 | N/A |
| | | | **Average meeting attendance rate** | **N/A** |

**The results of duty performance of Sustainability Committee**

-

# Corporate Sustainability Policy

## Information on policy and goals of sustainable management

### Sustainability Policy

Sustainability Policy : Yes

CMO Public Company Limited recognizes significant internal and external factors of change, including climate change, highly volatile global economic shifts, and evolving community and social behaviors and lifestyles. Consequently, the company identifies the impacts, risks, and opportunities for sustainable business growth.

The company has therefore established policies and strategies to drive the organization towards sustainable business operations, under the principles of good corporate governance. These policies and strategies encompass three dimensions: economic, social, and environmental, to address the needs of all stakeholders.

**The 3-dimensional sustainable development policies are as follows:**

**1. Economic and Governance Policy**

• Conducting business fairly and equitably both internally and externally, whether with employees, partners, customers, or allies. The company is committed to operating with honesty, integrity, clarity, and transparency to enhance good corporate governance, in compliance with relevant laws, regulations, and business rules, and to promote adherence to policies and business ethics among internal personnel.

• Promoting a culture of internal audit and risk management to prevent corruption and maintain stakeholder trust.

• Supporting the use of AI and technology to continuously develop and improve operational efficiency in all business processes, fostering innovation and modernity to align with current event business trends, while also enhancing quality and achieving sustainable growth.

**2. Environmental Policy**

• Fostering an environmentally conscious organizational culture: Organizing sustainability awareness activities for employees to encourage their participation in developing environmentally friendly innovations.

• Efficient resource utilization: Reducing paper consumption by promoting the use of electronic documents instead of printing, and switching off unnecessary electrical appliances and office equipment to reduce energy consumption.

• Waste management: Supporting waste segregation in offices and event venues.

• Environmentally friendly event design and management: Reducing the use of decorative materials that generate significant waste, and shifting towards reusable materials.

• Building cooperation with partners and customers: Encouraging customers and partners to collectively reduce waste and utilize resources efficiently, and providing knowledge on environmentally friendly event management practices to customers.

• Building collaborative networks with environmental organizations to develop sustainable event standards.

**3. Social and Community Policy**

• Respect for human rights: The company strictly adheres to labor laws and treats all employees fairly and equally. There is no discrimination or preferential treatment based on race, religion, gender, age, language, physical status, health, social standing, or social opinion.

• Equal treatment of employees: The company treats all employees equally, from recruitment, compensation, working hours, and holidays, in accordance with labor laws. It supports the equitable development of employee potential to foster mutual growth between the organization and its personnel.

• The company prioritizes employee welfare and quality of life in various aspects, such as transportation, healthcare rights, and workplace safety, to promote a positive working environment, enhance work efficiency, and create a work-life balance for employees.

• Community and social development: The company supports employee participation in social activities and community benefits. It utilizes its event management expertise to help develop communities by building collaborative networks with external organizations and agencies to enhance social sustainability.

**Sustainability management goals**

| | | |
|---|---|---|
| Does the company set sustainability management goals | : | Yes |

The Company has surveyed and assessed key issues related to business operations from upstream to downstream, covering economic, environmental, and social aspects, as well as stakeholders, which may have both positive and negative impacts on creating value for the business. This is done to gather important sustainability issues, adhering to the Global Reporting Initiative (GRI Standards) and the Sustainable Development Goals (SDGs). The sustainability goals are set as follows:

**1. Economic Dimension Goals**

- Zero incidents of operations not in compliance with relevant laws, regulations, and rules.
- Corporate governance assessment results at an "excellent" level.
- Shareholders' general meeting quality assessment results: "full score".
- Zero corruption or business ethics violations.

**2. Environmental Goals**

- Significant reduction in the amount of general waste requiring landfill disposal.
- Employees have increased knowledge and awareness regarding waste reduction and segregation, are able to segregate waste correctly and appropriately, and develop this into a continuous practice that becomes a habit.

**3. Social Goals**

- Zero lost-time injuries.
- Enhance employees' quality of life for growth and advancement.
- Increase employee engagement with the organization.

| | | |
|---|---|---|
| United Nations SDGs that align with the organization's sustainability management goals | : | Goal 3 Good Health and Well-being, Goal 3 Good Health and Well-being, Goal 4 Quality Education, Goal 4 Quality Education, Goal 5 Gender Equality, Goal 5 Gender Equality, Goal 8 Decent Work and Economic Growth, Goal 8 Decent Work and Economic Growth, Goal 9 Industry, Innovation and Infrastructure, Goal 9 Industry, Innovation and Infrastructure, Goal 10 Reduce Inequalities, Goal 10 Reduce Inequalities, Goal 11 Sustainable Cities and Communities, Goal 11 Sustainable Cities and Communities, Goal 12 Responsible Consumption and Production, Goal 12 Responsible Consumption and Production, Goal 13 Climate Action, Goal 13 Climate Action, Goal 14 Life below Water, Goal 14 Life below Water, Goal 15 Life on Land, Goal 15 Life on Land, Goal 16 Peace, Justice and Strong Institutions, Goal 16 Peace, Justice and Strong Institutions, Goal 17 Partnerships for the Goals, Goal 17 Partnerships for the Goals |

## Information on review of policy and/or goals of sustainable management over the past year

### Review of policy and/or goals of sustainable management over the past year

| | | |
|---|---|---|
| Has the company reviewed the policy and/or goals of sustainable management over the past year | : | No |
| Has the company changed and developed the policy and/or goals of sustainable management over the past year | : | Yes |

Over the past year, the company has conducted its business in line with its sustainability management goals, as follows:

**Economic Dimension**

**Corporate Governance and Business Ethics Goals**

• Zero non-compliance with relevant laws, regulations, and rules
• Corporate governance assessment results at an Excellent level
• Shareholder meeting quality assessment results: Full Score
• No corruption or business ethics violations

**Operational Performance** :

This year, the company recognized the importance of independence from management, leading to the appointment of a Chairman of the Board who is separate from the Chief Executive Officer. This ensures a clear segregation of duties and promotes transparency in operations. Furthermore, this year, the company received a shareholder meeting quality assessment score of 95.50 points.

Furthermore, the company recognizes the utmost importance of combating corruption to establish standards and adhere to good corporate governance principles. Therefore, planning has commenced to study the qualifications, evaluation process, duration of participation, and costs associated with declaring an intention to join the Thai Private Sector Collective Action against Corruption (CAC). It is anticipated that the planning and study of these details will take approximately 1-2 years.

Nevertheless, the company has a concrete policy to support anti-corruption efforts both internally and externally. This includes developing a Code of Conduct for business partners to ensure that partners and company personnel are aware of the policies related to conducting business with the company, serving as a guideline for proper practice. The company also encourages personnel in all relevant departments to regularly attend anti-corruption training courses organized by various institutions and provides channels for reporting tips and complaints, allowing all stakeholder groups to report information in cases of injustice or observed corruption.

## Information on impacts on stakeholder management in business value chain

### Business value chain

**CMO's Value Chain**

The Company places great importance on the supply chain and value chain, as every business activity impacts stakeholders at all levels. Therefore, the Company meticulously surveys operational processes and directly and indirectly affected stakeholders in each activity to define comprehensive issues across all dimensions.

**1. Customer Contact**

Stakeholders: Customers, Employees

The Company has expanded its new customer base in various industries while continuously retaining existing customers. Customer contact is a crucial tool for communication between customers and the Company, enabling the Company's team to understand the goals and objectives of the customer's event, as well as discuss design to meet customer requirements. The Company has developed more diverse communication channels on online platforms such as Facebook, TikTok, Instagram, X, and Line to facilitate customers and align with current changing communication behaviors.

**2. Design and Marketing Planning**

Stakeholders: Customers, Employees, Partners, Government Agencies, Community

Developing the potential and skills of employees is crucial for enhancing work efficiency. Therefore, continuous support is provided for skill development for all employees, without limiting learning to a single area. This is a factor that promotes creativity in design and marketing planning. Furthermore, the Company has experts who provide consultation, guidance, and follow-up on work to maintain the quality, safety, environmental consciousness, and customer satisfaction standards for all design works.

**3. Procurement and Production Operations**

Stakeholders: Customers, Employees, Partners

The Company prioritizes transparent, efficient, and fair procurement with all partners. It has established and adheres to the Company's procurement policy and partner code of conduct, ensuring that all procurement processes are always approved by authorized personnel. Furthermore, given the global impact of climate change, the Company promotes procurement from partners who are more environmentally and socially responsible. In terms of production operations, the Company pays close attention to every step of production, prioritizing safety, as events are public gatherings with a large number of attendees. Therefore, materials and equipment must be safe. The Company thus selects partners who meet standards and are certified by reliable agencies.

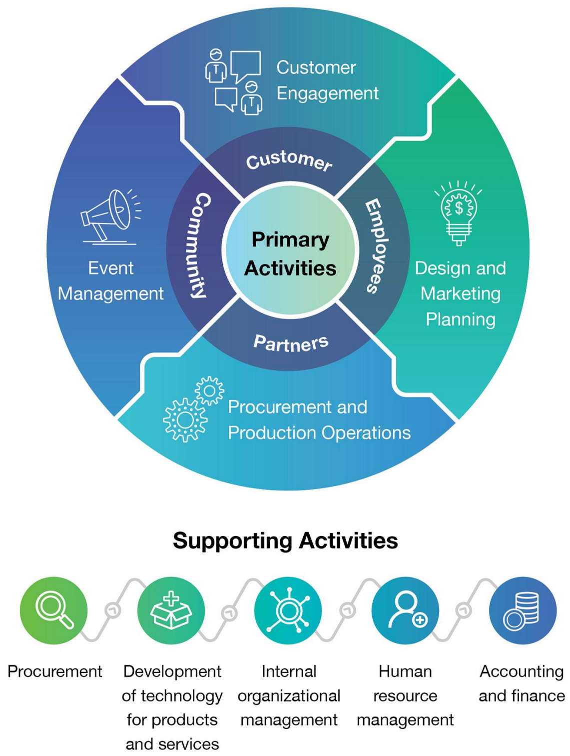
**4. Event Management**

Stakeholders: Customers, Employees, Media, Community, Government Agencies

Delivering unique and impressive experiences to customers and event attendees. The Company pays attention from upstream to downstream, including design, procurement, and production, all the way to event execution, as well as considering sustainable event management practices to reduce environmental and community impacts and showcase true value through creative event experiences for everyone.

The Company analyzes and identifies stakeholders, integrating their interests and concerns into its plans and sustainability issues, including communication channels. It establishes formal and informal channels for receiving feedback and suggestions, and promotes engagement with stakeholders to appropriately address their needs and expectations.

**Business value chain diagram**




CMO Value Chain

## Analysis of stakeholders in the business value chain

### Details of stakeholder analysis in the business value chain

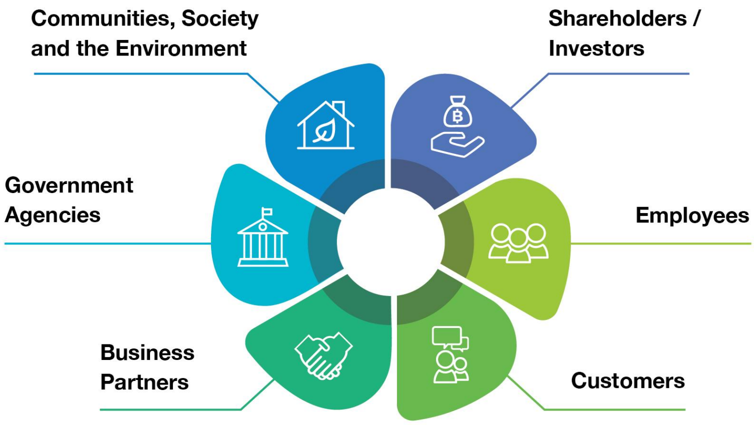
| Group of stakeholders | Stakeholders expectations | Responses to stakeholder expectations | Channels for engagement and communication |
|---|---|---|---|
| <u>Internal stakeholders</u> | | | |

| Group of stakeholders | Stakeholders expectations | Responses to stakeholder expectations | Channels for engagement and communication |
|---|---|---|---|
| • Employees | - Treat all employees equally, based on human rights principles<br>- Fair compensation, benefits, and welfare<br>- Good quality of life and safety at work<br>- Job security and career advancement | - Promote equal treatment for all employees<br>- Organize activities to foster harmonious participation among employees at all levels<br>- Implement systematic and transparent performance evaluation criteria to ensure fair employee compensation<br>- Arrange for annual workplace inspections by accredited external agencies<br>- Provide appropriate training for all employees to continuously develop their potential<br>- Establish channels for employees to submit feedback/suggestions/complaints | • Online Communication<br>• Internal Meeting<br>• Complaint Reception<br>• Satisfaction Survey |
| **External stakeholders** | | | |
| • Customers | - Provision of high-quality services, including social and environmental responsibility<br>- Ensure the security of customer's personal information<br>- Innovation development for application in event management | - Regularly meet with customers to survey their needs.<br>- Review operational procedures and event equipment to align with current situations and prioritize the protection of customer personal data.<br>- Support the use of environmentally friendly products. | • Visit<br>• Online Communication<br>• Complaint Reception |

| Group of stakeholders | Stakeholders expectations | Responses to stakeholder expectations | Channels for engagement and communication |
|---|---|---|---|
| • Suppliers | - Conduct business ethically, with good, transparent, and verifiable corporate governance<br>- Future business growth between partners and the company<br>- Timely payment as scheduled. | - Conduct business according to business ethics and good corporate governance policies.<br>- Treat business partners equitably and fairly to create long-term value between business partners and the company.<br>- Continuously Improve procurement processes to be more efficient. | • Visit<br>• Online Communication<br>• Complaint Reception |
| • Investors or investment institutions<br>• Shareholders | - Equal treatment of shareholders<br>- Sustainable growth of the company's performance<br>- Good corporate governance, transparency, and accountability<br>- Ability to repay debt | - Develop a wider range of communication channels, such as the company website, telephone, email, Facebook, TikTok, Instagram, and X.<br>- Disclose information and receive complaints/suggestions equally across all channels.<br>- Strictly comply with creditors conditions.<br>- Establish a dedicated unit to oversee shareholders/investors, namely the Investor Relations function.<br>- Continuously develop the business for growth, including expanding the new customer base. | • Visit<br>• Press Release<br>• Online Communication<br>• Annual General Meeting (AGM)<br>• Complaint Reception |

| Group of stakeholders | Stakeholders expectations | Responses to stakeholder expectations | Channels for engagement and communication |
|---|---|---|---|
| • Community<br>• Society | - Take responsibility for conducting business with regard to quality of life and the environment.<br>- Promote and support community development. | - Conduct business with good governance toward society and the environment.<br>- Build relationships with communities and society.<br>- Organize seminars and training sessions on event management for students and interested individuals.<br>- Provide opportunities for students to develop skills through internship programs. | • Social Event<br>• Online Communication<br>• Complaint Reception |
| • Government agencies and Regulators | - Strict and accurate compliance with relevant laws, regulations, and rules<br>- Sufficient and timely disclosure of information | - Provide annual training on laws and regulations related to business operations.<br>- Publicize and disclose information regarding rules and regulations through the companys website. | • Online Communication |

**Diagram of the stakeholder analysis in the business value chain**




Business Chain

## Information on organization's material sustainability topics

### Organization's material sustainability topics

| | | |
|---|---|---|
| The company has identified its sustainability materiality topics | : | No |
| Over the past year, the company has reviewed its sustainability materiality topics | : | |

### Details of organization's material sustainability topics

## Information on sustainability report

### Corporate sustainability report

| | | |
|---|---|---|
| Corporate sustainability report | : | Doesnt Have data |

### Company sustainability disclosure aligned with standards

## Sustainability risk management

## Information on risk management policy and plan

### Risk management policy and plan

**Risk Management Policy and Plan**

CMO Public Company Limited recognizes the importance of risk management and has established a risk management policy based on internationally accepted principles, namely the COSO (The Committee of Sponsoring Organizations of the Treadway Commission) Enterprise Risk Management Framework 2017, as a framework for managing risks within the company. This framework helps prevent damage and increases the chances of achieving business objectives and goals effectively. The company closely monitors and assesses risks related to business operations, including strategic, operational, financial liquidity, legal, regulatory, environmental, technological, and data security risks. The company has established a Risk Management Committee to oversee enterprise-wide risk management to ensure effective, timely, and acceptable risk management. The Risk Management Committee is responsible for assessing and controlling risks across the organization and regularly reporting the results to the Audit Committee to prepare for and find ways to prevent and manage risks in various areas that may affect future business operations.

## Information on ESG risk factors management standards

### ESG risk factors management standards

| | | |
|---|---|---|
| Standards on ESG risk management | : | Yes |
| Standards on ESG risk management | : | COSO - Enterprise risk management framework (ERM) |

## Information on ESG risk factors

### Risk factors on business operation

**Operational risk associated with the Company or the group of companies**

**Risk 1 Risks arising from uncertainty in economic, social, and political conditions, and changes in government policies.**

| | | |
|---|---|---|
| Related risk factors | : | Strategic Risk<br>• Volatility in the industry in which the company operates<br>• Government policy |
| ESG risk factors | : | Yes |

**Risk characteristics**

Economic fluctuations stemming from inflation, interest rates, and taxes, coupled with political uncertainty and abrupt changes in government policy, not only impact confidence in large-scale projects but also lead to a contraction in domestic consumption, compelling the private sector to postpone advertising expenditures and promotional activities. This situation is further compounded by intense regional competition from rival nations such as Singapore, Malaysia, and Vietnam, which boast superior infrastructure and policies for attracting global events.

**Risk-related consequences**

- Reduction in marketing budgets by both public and private sector clients may lead to cancellations, postponements, or scaling down of events to preserve cash.

- Continuity of large-scale government projects. Projects such as international exhibitions or tourism campaigns may be suspended if there are changes in national administrative policies.

- Revenue volatility. The company's revenue may be inconsistent if it relies solely on a specific target group or area, such as Bangkok.

- Cost pressure. Inflation causes event organization costs, such as materials, labor, and venues, to surge, while service fees may be suppressed by economic conditions.

**Risk management measures**

- Risk diversification by not relying on any single client and expanding the customer base to regional levels nationwide.
- Generating recurring income by undertaking museum management or long-term projects to ensure cash flow stability.
- Strict cost control: improving internal work processes to reduce unnecessary expenses and maintain liquidity.
- Agility: Adjusting business operations to be flexible according to current situations.
- Enhancing Virtual/Hybrid Event services or utilizing Data Analytics to help clients clearly measure ROI (Return on Investment) will encourage clients to make hiring decisions even during economic downturns.
- Building partnerships with local suppliers to reduce transportation costs and personnel movement when undertaking projects in other provinces.
- Sustainability (ESG): Organizing "Green Events" or reducing Carbon Footprint, which is a trend that governments and multinational corporations are prioritizing, will help create a competitive advantage.
- Developing clear contingency plans for each type of work in case of unforeseen political events or epidemics to build confidence among clients.

**Risk 2 Changes that may impact the company's business operations in the next 3-5 years (Emerging risks) and technological advancements.**

| | | |
|---|---|---|
| Related risk factors | : | <u>Strategic Risk</u><br>• Changes in technologies |
| ESG risk factors | : | Yes |

**Risk characteristics**

The rapid changes in technology easily render traditional event formats obsolete, especially after the COVID-19 era, which accelerated the adoption of new technologies. Furthermore, the rapid spread of trends from the Western hemisphere to the East causes consumer demands to shift constantly, resulting in customers having more diverse choices and marketing communication channels, not limited to traditional on-site event formats. The uncertainty of future technologies necessitates accurate forecasting and preparation.

**Risk-related consequences**

- Competitive advantage decreases. If event formats are not modern or not in trend, it will affect customer confidence in choosing services.

- Investment burden. The constant need to keep up with new technologies may lead to higher costs in acquiring tools or developing personnel.

- Pressure to create new experiences. Customers' constant expectation for "novelty" and "modernity" forces the company to work harder in designing creative and distinctive events.

**Risk management measures**

- Proactive development of event formats, focusing on modern, innovative event organization that keeps pace with global trends.
- Building a network of partners, collaborating directly with technology owners to access new tools, and transferring knowledge for sustainability.
- Providing close consultation, not merely as an event contractor, but as a team offering strategic advice to generate maximum benefits for clients' businesses.
- Research and development, studying advanced technologies expected in the future to prepare response plans and create diverse solutions to meet client needs.
- Developing capabilities in seamless hybrid event organization to expand the participant base globally without geographical limitations.
- Utilizing event data collection technology to analyze participant behavior and deliver in-depth reports to clients, providing added value beyond merely completing an event.
- Adjusting internal work processes to be highly flexible to promptly adapt to rapidly changing global trends.

**Risk 3 Risks arising from changes in customer marketing plans and evolving consumer behavior.**

Related risk factors : Strategic Risk
• Behavior or needs of customers / consumers
ESG risk factors : Yes

**Risk characteristics**

Sudden changes in consumer behavior and the rapid transition to a demand for digital experiences post-pandemic have exposed traditional events to high risks from unexpected situations, such as epidemics or lockdowns that could disrupt activities. This leads to a concentration of work periods. If work is accepted from only one industry sector, there may be a problem of income loss during that industry's off-season. Furthermore, relying on a single source of income creates a risk from depending solely on short-term events, which could result in long-term income instability.

**Risk-related consequences**

- Loss of business opportunities: If customers require diversity, such as Hybrid or Virtual, they may switch to competitors with more supporting technology.
- Disruption of income: If a crisis occurs that prevents n-Ground events from being held, companies without other types of supporting work will immediately lack cash flow.
- Having traditional tools or work models results in reduced competitiveness, making it unable to meet the new lifestyles of consumers.

**Risk management measures**

- Hybrid strategy by establishing a Studio and utilizing Virtual Experience tools to transform the COVID-19 crisis into an opportunity to expand service offerings.
- Diversifying the customer base with over 40 years of experience in event management, handling a portfolio of both government and private sector clients across various industries, to ensure a consistent flow of projects throughout the year.

- Generating revenue from long-term projects by actively pursuing museum and learning center management projects, which are structural and continuous management tasks, thereby mitigating the impact when the event industry slows down.
- Expanding scope by not limiting operations to the domestic market but expanding the customer base internationally to mitigate risks arising from specific domestic factors.
- Utilize existing Studio and Virtual tools to collect participant behavior data for analysis and presentation of precise marketing plans to clients, thereby elevating the company's status from "event organizer" to "business partner."
- Technology changes rapidly, but "human skills" are more important. Provide training to employees to be proficient in both construction management and the control of modern technologies (Virtual Production) simultaneously.
- Incorporating the concept of Sustainability (ESG) into the design of museums, learning centers, and various events to attract funding from large organizations that prioritize environmental responsibility and promote sustainability.

**Risk 4 Changes in the industry in which the business operates**

| | | |
|---|---|---|
| Related risk factors | : | Strategic Risk<br>• Volatility in the industry in which the company operates |
| ESG risk factors | : | No |

**Risk characteristics**

Currently, the event management industry faces increasingly intense competition due to the entry of new players in related business sectors, such as advertising agencies, print media, and television stations, who leverage their customer base and media resources to integrate into comprehensive service offerings. Concurrently, some client groups have begun to acquire knowledge and experience, enabling them to establish internal units (In-house Event Management) to manage events themselves for cost efficiency. This shift in market structure not only leads to fierce price competition but also introduces risks from the degradation of service quality by new operators focusing on price strategies, which could impact confidence and expectations regarding the overall standards of the event industry in the long term.

**Risk-related consequences**

- Market share is being seized by the entry of giants from the media sector or advertising agencies with substantial budgets and extensive customer bases, which may cause the company to lose revenue from its existing customer segments.
- Increased customer bargaining power. As customers gain knowledge in organizing events themselves or have more service provider options, the company may face price pressure (Price War).
- The necessity to accelerate potential development. If the company remains stagnant with only its existing expertise, it will not be able to differentiate itself from competitors who utilize new technologies or presentation formats.

**Risk management measures**

- Highlight the strength of specialized expertise, emphasizing work standards and over 40 years of experience that new competitors or clients' in-house teams cannot match.
- Continuously develop capabilities, constantly adopting new technologies and presentation formats to create experiences that clients cannot replicate themselves.

- Proactively manage risks by consistently monitoring, tracking, and reviewing both internal and external situations to promptly adjust business plans.
- Achieve demonstrable success by maintaining work quality to gain client recognition and referrals, which serves as the most crucial competitive shield.
- Elevate to a strategic consultant in event management, providing insights deeper than what clients' in-house teams can achieve on their own.
- Focus on highly complex events, such as international events, those requiring advanced technology, or museum construction, which represent a market with few competitors.
- Expand revenue streams as a specialized expert by fostering inter-organizational partnerships.

**Risk 5 Personnel dependency risk**

Related risk factors :

Operational Risk

- Reliance on employees in key positions
- Shortage or reliance on skilled workers

ESG risk factors : Yes

**Risk characteristics**

The risk of over-reliance on personnel is one of the main challenges for service businesses, particularly retaining high-potential employees to prevent 'brain drain' or the loss of skilled personnel to direct competitors in the same industry. Furthermore, skilled employees are also at risk of being recruited to join clients' in-house management teams or resigning to start their own businesses, leveraging their accumulated experience and business relationships. Without continuous policies for developing technological skills and adapting to new event management trends, personnel will lack the necessary skills to respond to changing market demands, which could lead to a long-term decline in the company's competitiveness.

**Risk-related consequences**

- Operational disruptions may occur, as event work relies on specialized expertise and on-site problem-solving. The loss of key personnel could lead to a decline in work quality or the occurrence of errors.
- Departing employees may take valuable customer relationships with them, potentially resulting in the loss of trade secrets and customer base.
- Increased costs for recruitment, selection, and training of new employees to meet the standards of existing personnel.
- The departure of skilled employees may affect morale and motivation, as well as the work environment, and create uncertainty among remaining employees.

**Risk management measures**

- Establish career advancement opportunities (Career Path) by considering position adjustments and providing stability based on skill levels, to boost morale and motivation.
- Develop skills by promoting both internal and external learning, and by integrating various technologies to enhance work efficiency.
- Foster employee engagement by organizing relationship-building activities and providing appropriate welfare benefits, to make employees feel an integral part of the organization.

- Implement work systems by utilizing information technology to manage tasks, thereby reducing reliance on individuals and establishing a system controllable by the company.
- Develop a succession plan for key roles to ensure that in the event of a resignation, a new generation of employees is ready to immediately step in without disrupting operations.
- Implement a performance-based compensation system tied to project success, so employees feel that "the company's success is their success," thereby incentivizing them to produce the highest quality work.
- Systematize the company's knowledge, including case studies, supplier lists, and problem-solving techniques, to ensure that expertise remains permanently within the company, rather than solely with individuals.
- Cultivate the organization's image as "the home for new-generation event professionals" to attract creative and technologically proficient Gen Z individuals to join the team.

**Risk 6 Risk of errors by employees/contractors in operations**

| | | |
|---|---|---|
| Related risk factors | : | <u>Operational Risk</u><br>• Human error in business operations<br>• Safety, occupational health, and working environment |
| ESG risk factors | : | Yes |

**Risk characteristics**

Operational accidents are considered risks that can occur at any time within the activity area, whether during the structural installation phase, dismantling, or actual operation. This is particularly true for outdoor events, which are susceptible to weather conditions, as well as large-scale events with a high number of participants, which are challenging to manage. Furthermore, the company also prioritizes risks from external parties and potential errors arising from subcontractors working within the area. These factors are all critical issues that the company must monitor and implement strict preventive measures for.

**Risk-related consequences**

- Damage to life and property will directly affect employees, contractors, event attendees, and third parties.
- Reputational damage. If a serious accident occurs at an event, it often becomes major news, which will destroy customer confidence in the company in the long term.
- Legal liabilities and expenses, including compensation for civil and criminal lawsuits, as well as remediation costs that may exceed the profits of the respective projects.
- The event may be temporarily or permanently suspended by government officials, affecting business operations and impacting the company's entire revenue and plans.

**Risk management measures**

- Establish stringent operational procedures to enhance strict work control, by requiring supervisors to closely monitor operations at every step.
- Partner selection (Vetting Process): Select only contractors with high work standards, professionalism, and a reliable safety record.
- Manage liability through insurance. Establish a policy for third-party insurance for high-risk work to transfer financial risk to insurance companies.

- Manage occupational health and safety covering all stakeholders to create a safe working environment in accordance with international standards.
- Develop a clear crisis communication plan, outlining who will be the spokesperson in the event of an accident and how information on social media will be managed to prevent severe damage to the company's reputation.
- Increase emergency drill exercises with employees and contractors before actual work begins so that everyone knows evacuation procedures and basic first aid.

**Risk 7 Risks due to natural disasters**

Related risk factors : Operational Risk
- Climate change and disasters

ESG risk factors : Yes

**Risk characteristics**

In a climate where natural changes are increasingly volatile and unpredictable, the Company places significant emphasis on closely monitoring and assessing natural disaster situations to facilitate proactive operational planning. This is particularly crucial in high-risk areas, where efforts are concentrated on preventing and mitigating potential threats to life and property. Furthermore, the Company implements systematic risk prevention measures across all stages, from structural installation to actual operations. Concurrently, confidence is bolstered for both clients and participants through comprehensive insurance coverage for unforeseen events, thereby ensuring that all activities proceed seamlessly and with the highest degree of safety.

**Risk-related consequences**

- The event may need to be postponed, canceled, or terminated midway, affecting customer confidence and the experience of attendees.
- Damage to structures and equipment. Lighting, sound system equipment, and stage structures may be damaged by storms or rainwater, which are of high value.
- Personal safety. The highest risk is potential harm to the lives and bodies of employees, the installation team, and numerous attendees.
- Escalating costs. Repair costs, emergency equipment relocation, or opportunity costs if the event cannot be held as scheduled.

**Risk management measures**

- Closely monitor natural disaster situations to plan operations in advance and assess on-site conditions.
- Assess and analyze event site risks to identify ways to prevent or avoid potential hazards in all situations.
- Implement preventive measures during operations, emphasizing strict safety during installation and activity execution.
- Procure insurance that covers both the event and participants to build confidence and reduce financial burdens in unforeseen circumstances, effectively transferring risk to the insurance company.
- Design standard structures and select materials resistant to severe weather conditions.
- Prepare contingency plans for event venues or arrange for Virtual/Hybrid event formats to accommodate situations where weather conditions prevent physical events.

- Organizing events with environmental considerations (Sustainability) not only reduces risks from natural phenomena but also helps mitigate the root causes of natural fluctuations and builds a positive long-term sustainability image.

**Risk 8 Data Security or Computer Systems and Cyber Attacks**

Related risk factors :

Operational Risk
- Information security and cyber-attack

ESG risk factors : Yes

**Risk characteristics**

The expansion of interconnected devices and various functions through the internet may lead to risks of diverse cyberattacks, such as malware, ransomware, or novel forms of cybercrime. Furthermore, system vulnerabilities in both hardware and software, as well as deficiencies that may arise from unintentional errors by internal personnel, are all critical factors that could lead to data breaches, whether involving commercial data, financial data, or the personal data of customers and stakeholders. This will directly impact the company's trust and reputation in the long term.

**Risk-related consequences**

- Affects reputation, credibility, and customer trust, which are the most crucial aspects in the service business.
- Risk of violating personal data protection laws, which carries penalties in both civil and criminal cases, and high monetary fines.
- Operations may be disrupted if IT systems fail or data is lost. The company may not be able to operate or organize events as scheduled.
- Financial damage, such as system recovery costs, legal fines, and loss of business opportunities.

**Risk management measures**

- Install Firewall, monitor threatening behavior, conduct vulnerability assessment, and regular penetration testing.
- Define data access rights based on necessity (Access Control) to prevent unauthorized individuals from accessing critical information.
- Prepare for system recovery (Disaster Recovery Plan - DRP) by establishing an emergency plan to ensure business continuity even in unforeseen circumstances.
- Develop and update both hardware and software to be current, and have expert staff continuously monitor and resolve issues.
- Implement a clear Consent Management system for all activities to prevent lawsuits arising from the misuse of data.
- Provide training to educate employees about phishing and cyber scams to reduce the risk of being deceived by cyber fraud.
- Strictly verify the security standards of the service provider if a cloud system is used for event registration.
- Consider obtaining cyber insurance to cover remediation costs, data recovery, and legal fines in the event of an unforeseen incident.

**Risk 9 Corruption**

Related risk factors :

Operational Risk
- Corruption

ESG risk factors : Yes

**Risk characteristics**

The Company recognizes the risks of internal fraud (Internal Fraud) arising from the misuse of authority for personal gain, such as unfair procurement processes, as well as the risks of bribery and conflicts of interest (Bribery & Conflict of Interest) that may arise from interactions with government officials or business partners to facilitate project implementation. Furthermore, it also covers risks from corrupt practices in the supply chain which could continuously impact the Company's reputation, as well as risks stemming from personnel lacking knowledge or understanding of laws or business ethics, leading to unintentional misconduct. These factors are all critical issues for which the Company focuses on implementing stringent oversight measures.

**Risk-related consequences**

- Reputational damage: A single act of corruption can destroy trust built over more than 40 years and may result in blacklisting by both government and private sector clients.
- Severe penalties, both civil and criminal, including the liability of directors and executives.
- Corruption leads to inflated operating costs and undermines fair competition within the company, as well as affecting operational efficiency.
- An unfair and non-transparent work environment will drive away capable and ethical employees from the company.

**Risk management measures**

- Tone at the Top & Policy: Clearly announce anti-corruption and anti-bribery policies from top management to foster an organizational culture of integrity, fairness, and transparency.
- Internal Control Framework: Design an appropriate internal control system with segregation of duties and checks and balances.
- Whistleblowing: Establish effective and secure channels for reporting tips and complaints, serving as the company's eyes and ears.
- Send personnel for training and preparation to join the Thai Private Sector Collective Action Against Corruption (CAC).
- Supplier Code of Conduct: Implement a supplier code of conduct to extend transparency throughout the entire supply chain.
- Increase ethical due diligence on partners and consultants before commencing contracts for large-scale projects.

**Risk 10 Risks from potential future crisis events**

Related risk factors : Strategic Risk
- Other : Risks from potential future crisis events

ESG risk factors : Yes

**Risk characteristics**

The Company recognizes that 'risk' represents the uncertainty of events that may lead to future losses, which are challenging to control and predict in terms of their potential extent. Such events may impact the achievement of business goals and objectives. Consequently, the Company prioritizes comprehensive risk management that addresses both internal and external factors.

**Risk-related consequences**

-

**Risk management measures**

The Company systematically prepares contingency plans and assesses risks arising from various crisis situations, encompassing strategic, operational, financial liquidity, legal, regulatory, and compliance aspects, as well as environmental, technological, and data security considerations. This is to ensure alignment with evolving circumstances and to guarantee the Company's ability to conduct business continuously without interruption.

**Risk 11 Financial Risk**

Related risk factors :

Financial Risk

• Liquidity risk

ESG risk factors : No

**Risk characteristics**

The risk arising from the company's inability to secure sufficient funding or convert assets into cash to meet financial obligations as scheduled, particularly in the event industry where multiple projects are operated simultaneously. This necessitates high working capital for equipment deposits, venue bookings, and hiring a large number of external personnel (outsourcing) at once, especially during periods when several large-scale projects are organized concurrently amidst uncertain economic conditions.

**Risk-related consequences**

- Lack of circulating cash flow to drive important projects or inability to reserve funds for bidding on new projects.
- Affects business credibility and relationships with partners if payments are delayed.
- Necessity to secure urgent short-term funding sources, which may incur higher-than-normal interest rates or financial costs.
- Loss of business opportunities, loss of competitive capability, and inability to undertake large-scale, high-return projects.

**Risk management measures**

- Regularly prepare cash flow forecasts to consistently monitor and analyze deviations of actual cash flow against forecasts, and establish a liquidity contingency plan to address emergency situations.
- Improve the credit term policy by focusing on collecting an appropriate proportion of deposits before commencing work.
- Enhance the efficiency of Accounts Receivable (AR) management through a rapid invoicing system and close debt collection monitoring to reduce the collection period.
- Secure and maintain revolving credit facilities (O/D or PN) from multiple financial institutions to diversify risk.

**Risk 12 Financial Risk**

Related risk factors :

Financial Risk

• Fluctuation in exchange rates, interest rates, or the inflation rate

ESG risk factors : No

**Risk characteristics**

Due to the company's continuous import of specialized technical equipment and technology from abroad, as well as the expansion of its client base to international customers and the organization of regional activities, the company conducts transactions in foreign currencies, encompassing both revenues and expenses. Consequently, exchange rate fluctuations represent an external factor that directly impacts the company's cost management and profitability.

**Risk-related consequences**

- Uncertainty regarding the cost prices of equipment, consumables, and fees for foreign artists or speakers, which may exceed the allocated budget if the Thai Baht depreciates.
- Revenue from international services, when converted back to Thai Baht, may decrease in value, impacting revenue recognition and net profit in the financial statements.
- The recognition of losses from exchange rate fluctuations during the accounting period may impact the gross profit margin and shareholder confidence.

**Risk management measures**

- Consider entering into a foreign exchange forward contract (Forward Contract) to lock in costs for large-scale projects involving high-value equipment procurement or artist fees.
- Closely monitor and analyze exchange rate trends to assess the appropriate timing for exchange or payment.
- Establish conditions in employment contracts or agreements for adjusting prices of goods and services in cases where exchange rate fluctuations exceed a specified level, to share risks with contracting parties.

**Risk 13 Financial Risk**

Related risk factors :

Financial Risk

• Fluctuation in exchange rates, interest rates, or the inflation rate

ESG risk factors : No

**Risk characteristics**

As the Group's business requires working capital and loans from financial institutions or other sources to support investments in modern technological equipment, as well as to reserve funds for large-scale project operations, changes in policy interest rates and commercial bank reference interest rates directly impact the company's financial costs, particularly in an economic environment where interest rates tend to rise.

**Risk-related consequences**

- Operating costs increase due to higher interest expenses, directly impacting the net profit margin of each project.
- Higher interest expenses may diminish cash flow that should be used for business expansion or investment in new innovations.
- Financial covenant risks may affect the ability to maintain financial ratios (Financial Covenants) as stipulated in loan agreements, such as the Debt Service Coverage Ratio (DSCR).

**Risk management measures**

- Consider allocating the proportion of borrowings between fixed interest rates (Fixed Rate) and floating interest rates (Floating Rate) to align with project durations and market trends.
- Evaluate, monitor, and closely analyze interest rate trends from the Bank of Thailand and money market conditions.

- Enhance efficiency in cash flow management by utilizing surplus cash to manage early repayment of short-term loans to reduce the accumulated interest burden.
- Accelerate the process of work acceptance and collection from customers to ensure sufficient circulating liquidity and reduce unnecessary reliance on short-term credit lines.
- Consider fundraising through other financial instruments, such as capital increases or bond issuance, to reduce the debt-to-equity ratio (D/E Ratio) and decrease reliance on loans from a single financial institution.

**Risk 14 Financial Risk**

Related risk factors :

Financial Risk

- Other : Credit Risk

ESG risk factors : No

**Risk characteristics**

The company extends trade credit to both government and private sector clients. This involves the risk that counterparties or clients may be unable to fulfill the payment terms stipulated in the service agreements, particularly during an economic slowdown that could impact client liquidity. Consequently, the company is required to pre-finance resources, equipment, and labor costs in advance, commensurate with the work's progress.

**Risk-related consequences**

- Issues of overdue receivables and bad debts arise, directly impacting the circulating cash flow used in the company's business operations.
- Increased administrative costs for debt collection through legal processes.
- The provision for expected credit losses, in accordance with accounting standards, may impact operating results in the income statement.
- Affects the company's ability to repay debts to financial institutions and trade creditors due to a lack of scheduled income.

**Risk management measures**

- Establish a system for evaluating and rating customer creditworthiness by analyzing their financial status, past payment history, and business stability before accepting work, and regularly review the credit ratings of key customers annually.
- Establish policies for credit granting and credit limits appropriate to the risk level of each customer, including regularly reviewing and updating risk assessments.
- Establish conditions for collecting an advance deposit in a proportion that covers the initial project costs.
- Structure payment schedules to align with work progress and customer risk, in order to reduce the period during which the company bears the expenses itself.
- In the case of large-scale projects with high risk, it may be considered to request a payment guarantee (Bank Guarantee) or the issuance of a letter of guarantee from a bank.

**Risk 15 Regulatory and Legal Risks**

Related risk factors :

Compliance Risk

- Other : Personal Data Protection Act, 2019

ESG risk factors : Yes

**Risk characteristics**

This law establishes principles and regulatory measures for the protection of personal data, including that of customers, partners, and employees, to prevent rights violations and ensure the company's operations are conducted correctly. Therefore, the company has appointed an organizational Personal Data Protection Committee responsible for overseeing and preparing various plans by analyzing and improving work processes, defining policies and procedures in accordance with legal requirements, and strictly controlling and supervising to keep personal data of customers, partners, and employees safe, stable, and transparent, in preparation for the enforcement of the Personal Data Protection Act B.E. 2562 (2019).

The company has established various measures to define the objectives, conditions for notification, consent requests, data collection, data usage, and disclosure of personal data in accordance with legal requirements. Furthermore, the company employs high-standard security systems in both technology and processes to prevent the theft of confidential information and develops personnel at all levels to ensure that the company maintains standard data security through various measures such as firewall installation and intrusion detection software, data encryption technology, effective antivirus software installation, and access rights assignment based on levels. Further details can be found in the company's Personal Data Protection Policy on its website.

The nature of risks related to personal data protection within the company can be categorized into several types, considering their sources and potential impacts, as follows:

**1. Compliance Risk**

• Non-compliance with the Personal Data Protection Act (PDPA) or relevant laws in countries where the company operates.

• Lack of standardized personal data management processes, such as consent requests, data collection, usage, and disclosure.

• Failure to prepare necessary documents or reports, such as a Privacy Policy or Data Processing Records.

**2. Technology Risk**

• Cyberattacks, such as data hacking, malware distribution, or ransomware attacks.

• Inadequate data protection systems, such as encryption or access control.

• Vulnerabilities in software or network systems used for data storage or processing.

**3. Operational and Human Risk**

• Employee errors, such as sending data to the wrong person or unauthorized data sharing.

• Insufficient employee training on personal data protection policies and requirements.

• Unauthorized use of personal data or breach of confidentiality by authorized personnel.

**4. Third-Party Risk**

• Non-compliance with data protection requirements by service providers or partners (Third-party Vendors).

• Contractual terms with third parties do not adequately cover personal data protection issues.

• Transferring data internationally without appropriate protective measures.

**5. Reputational Risk**

• Personal data breaches affecting the trust of customers, investors, or partners.

• Dissemination of news regarding personal data breaches that may reduce the company's credibility in the eyes of the public.

**6. Financial Risk**

• Fines or lawsuits in cases of legal violations, such as penalties under the PDPA or other countries' personal data protection laws.

• Costs associated with managing data breach incidents, such as expenses for investigations or compensation for affected parties.

**Risk-related consequences**

**1. Legal Impact**

• Fines or legal penalties: The company may face substantial fines under laws such as the Personal Data Protection Act (PDPA) or similar laws in other countries, such as GDPR in Europe, where fines can amount to millions of Baht or be based on the company's revenue.
• Civil lawsuits: Affected parties may file lawsuits seeking damages against the company.
• Strict scrutiny: Regulatory bodies may closely examine the company's systems and operations, leading to increased costs and operational delays.

**2. Financial Impact**

• Incident management costs: Costs arise from investigating data breaches, compensating affected parties, hiring cybersecurity experts, and improving security systems.
• Loss of revenue: Customers or service users may lose trust and switch to competitors' services.

**3. Reputational Impact**

• Customer trust: Personal data breaches will erode the trust of customers and business partners, potentially leading to the loss of existing customers and an inability to attract new ones.
• Negative publicity: Data breaches or violations may become media issues, affecting the company's image both in the short and long term.
• Difficulty in finding partners: Other companies may be hesitant to do business with a company that has a poor data management record.

**4. Operational Impact**

• System disruption: Cyberattacks, such as ransomware, can cause the company's IT systems to shut down, leading to an inability to provide services to customers.
• Increased workload: Investigating and resolving data breach incidents will increase the burden on internal company teams.
• Loss of resources: Policy changes and internal system improvements may be time-consuming and resource-intensive.

**5. Impact on Employees and Organization (Internal Impact)**

• Decreased employee morale: Employees may feel pressured and insecure in their jobs, especially if the risk arises from employee errors.
• Internal organizational conflicts: Conflicts may arise between teams or departments responsible for the incident.
• Resignation of key employees: If the company faces recurring problems, talented employees may choose to resign.

**6. Social and Partner Impact**

• Personal data of third parties being compromised: Such as customers, shareholders, or business partners, which may lead to disadvantages or misuse of information.
• Loss of industry trust: The incident may reduce the credibility of the entire industry to which the company belongs.

**Risk management measures**

Measures for managing and mitigating risks related to personal data protection within the company that have already been implemented are as follows:

**1. Legal and Compliance Measures**

• Development of a Privacy Policy: Specifying guidelines for the collection, use, and disclosure of personal data in all cases, to serve as correct practice and to inform customers and employees of their legal rights.
• Appointment of a Data Protection Officer (DPO): To oversee compliance with personal data protection laws.

**2. Technical and Security Measures**

• Data Encryption: Requires encryption for confidential data to prevent unauthorized access.
• Access Control System: Assigns access rights to critical data only to individuals who require access for its use.
• Firewall and Threat Detection System Installation: To prevent cyberattacks such as hacking or ransomware.
• Data Backup: Regular data backups are performed to ensure timely data recovery in case of an emergency, preventing damage to the company.
• Penetration Testing: Involves checking for vulnerabilities in cybersecurity systems, testing phishing email or various deceptive spam attack methods, and providing education to test against various cyber threats.

**3. Process and Management Measures**

• Clear Definition of Rights and Duties: By defining the roles of employees in personal data management.

• Incident Response Plan Development: To enable rapid management and mitigation of data breach impacts.

• Internal Audit: An internal audit unit regularly reviews compliance with relevant policies, rules, regulations, and bylaws.

• Third-Party Management: Establishes terms and conditions in contracts with business partners, such as data processing according to standards.

• Continuous Evaluation and Improvement: Risks are regularly assessed by the Risk Management Committee to review processes and risk prevention measures, ensuring they are appropriate for rapidly evolving threats.

• Learning from Past Incidents: By analyzing causes to improve processes for greater efficiency.

• Monitoring New Laws and Practices: To adapt to new laws and standards that may emerge in the future. The implementation of these measures can foster trust from customers, partners, and shareholders, as well as build a positive long-term image for the company.

**Risk 16 Regulatory and Legal Risks**

| | | |
|---|---|---|
| Related risk factors | : | Compliance Risk<br>• Other : Stamp Duty and the Stamping of Instruments according to the Provisions of the Revenue Code, Chapter 6: Stamp Duty |
| ESG risk factors | : | Yes |

**Risk characteristics**

Stamp duty law is established to collect tax from documented agreements called "instruments," as specified in the schedule of stamp duties at the end of Chapter 6, which currently comprises 28 categories (e.g., lease agreements, contracts for work, loan agreements, powers of attorney, etc.). The method of tax payment differs from other tax types, using the affixation of physical stamps, which involves purchasing paper stamps to affix to the contract and "cancelling" them as legally required, or using monetary payment, which requires presenting the instrument for payment at the Area Revenue Office (using form A.S.4). Currently, a tax payment system has been added, allowing payment via the internet (e-Stamp) for electronic instruments (A.S.9) and certain types of instruments mandated by law.

The company has established policies and operational manuals. The company's legal department has arranged training for employees on the provisions of the Revenue Code, Chapter 6, Stamp Duty, to ensure understanding of responsibilities and operational procedures as a guideline to prevent fines for late stamping of instruments.

Characteristics of risks related to the provisions of the Revenue Code, Chapter 6, Stamp Duty, including potential risk issues and details of their impacts, are as follows:

**1. Risk from misinterpreting the "type of instrument."**

The schedule of stamp duties has 28 categories, but many types of business contracts are involved, which can lead to incorrect duty payment or incomplete duty payment according to the law, such as:

1.1 In the case of contracts for work and sales contracts.

If it is custom-made product manufacturing (Customize), it is considered a "contract for work" (subject to duty of 1 baht per 1,000 baht). However, if it is the purchase of general ready-made products, it is a "sale" (not subject to stamp duty).

Risk: If the taxpayer interprets it as a sale, but the Revenue Department finds it to be a contract for work, the company will have to pay retrospective duty along with a 6-fold surcharge.

1.2 In the case of property lease agreements and service agreements.

Lease agreements for space (subject to duty) versus service office agreements (not subject to stamp duty but subject to VAT) have very similar distinctions. If not clearly specified in the contract, a risk will immediately arise.

**2. Risk from the "tax base" used for calculation.**

2.1 Inclusion or exclusion of VAT.

Stamp duty must be calculated only from the contract value "before Value Added Tax." If calculated from the net amount including VAT, the company will overpay unnecessarily.

2.2 Contracts with uncertain value, such as employment contracts based on actual work volume (Unit Rate).

Risk: The law requires an estimated value to be declared and duty paid in advance. If the final value after completion of work is higher than the estimate, additional duty must be paid within 15 days of knowing the exact value.

**3. Risk concerning "time" and "surcharge" (Penalty Risk).**

Stamp duty carries more severe penalties compared to other types of taxes relative to the tax proportion, as follows:

3.1 The 15-day rule: If an instrument is stamped even one day beyond the prescribed period, a fine will be imposed immediately.

3.2 High penalty ceiling. If tax payment is made late beyond the legal deadline, an additional surcharge of 2-5 times the original amount must be paid.

Risk: However, if the Revenue Department discovers it, a 6-fold surcharge on the deficient duty will be imposed.

**4. Litigation Risk (Admissibility Risk).**

If a company needs to sue a business partner, but the contract has incomplete stamp affixation or is "not cancelled" as legally required, the court will not admit such evidence until the fine is paid. This could lead to delays that jeopardize the case or miss opportunities for temporary court protection.

**5. Risk from "cancellation" (Cancellation Risk).**

The law stipulates that affixed stamp duties must be crossed or cancelled to prevent their reuse.

Risk: Many companies affix stamps but do not cancel them, or they are cancelled by unauthorized persons/non-contracting parties (as defined in Section 103). Legally, this is considered "duty not paid," which is equivalent to not affixing stamps at all.

**Risk-related consequences**

**1. Financial Impact**

Impact of "multiplicative" penalties according to Sections 113 and 114.

- Surcharge up to 6 times. If the Revenue Department discovers that stamp duty has not been paid or has been underpaid, the company must pay a surcharge of up to 600% of the deficient duty.
- No time limit. Unlike some taxes with a cap on additional charges, stamp duty is calculated based on multiples of the unpaid duty. If it is a high-value service contract (e.g., construction work worth 100 million baht, duty is 100,000 baht), the 6-fold penalty would immediately amount to 600,000 baht.

**2. Legal & Litigation Impact**

The most severe business impact, according to Section 118.

- Documents are inadmissible in court. Should a dispute arise and legal action be taken, the opposing party can object to the court accepting such evidence (contractual documents) because the stamp duty was not paid correctly.
- Disadvantage in litigation. Although the law allows for retrospective payment of duty and penalties for court acceptance, this process will result in significant time loss and substantial penalty payments before the case can truly proceed.

**3. Operational & Audit Impact**

- Retrospective audit (Tax Audit). The discovery of a single error regarding stamp duty could be a "Red Flag" that causes the Revenue Department to suspect the company's accounting system and lead to audits of other tax types, such as corporate income tax or value-added tax.
- Transactions with government agencies. Many government agencies will not accept documents or proceed with contracts until the stamp duty has been affixed and cancelled correctly according to regulations.

**4. Reputational Impact**

- Governance Score (ESG/Governance). For listed companies or companies subject to external auditor review, outstanding stamp duty is considered a deficiency in internal control.
- Relationship with business partners. If a company is obligated to affix stamp duty but fails to do so, preventing its partners from legally utilizing the contract, it will affect trust in future business collaborations.

**Risk management measures**

**1. Preventive Measures**

This is to prevent errors from the outset (before signing the contract).

- Establishment of Stamp Duty Matrix: Create a summary table of frequently used contract types by the company, compared with the 28 categories of stamp duty rates, so that non-legal staff can immediately identify "how much stamp duty this contract requires."
- Standard Clause in Contracts: Define the wording in standard contract drafts (to clearly state "which party is responsible for paying stamp duty") to reduce delays in assigning responsibility.
- Centralized Contract Management: Control the issuance of contract numbers through a single point to ensure that all contracts issued are always subject to stamp duty assessment.

**2. Detective Measures**

This involves verifying accuracy after the contract has been executed.

- Post-Signature Audit: Mandate the accounting or internal audit department to randomly inspect signed contracts to check if stamp duty has been affixed or an e-Stamp code has been requested.
- The Cancellation Check: Verify the "cancellation" marks in cases where physical stamps are used, to ensure compliance with Section 103 (requiring a date, name, or crossing out to prevent reuse).
- Reconciliation: Reconcile between expense accounts (service fees/rent) and the amount of stamp duty paid to check if any contracts have payments but no stamp duty has been paid.

**3. Mitigation Measures**

If errors or outstanding payments are found (e.g., old contracts without affixed stamp duty).

- Self-Disclosure Policy: If an error is discovered, promptly pay at the area revenue office along with the surcharge (2-5 times the original amount) before an official detects it, to avoid the maximum penalty of 6 times.
- E-Stamp Migration: Accelerate the conversion of contracts from paper format to electronic instruments and make payments through the Revenue Department's e-Stamp system as much as possible, as the system will automatically calculate and cancel the stamp, reducing the risk of calculation errors (Human Error).

**4. Systemic Measures and Technology Utilization (Systemic Measures )**

- Tax Calendar Alert: Set up a notification system in the ERP system or team calendar. When a date is specified in a contract, the system must count down 15 days to remind for stamp duty payment.
- Staff Training: Provide training to sales, procurement, and administrative departments, as these individuals are the "frontline" who first encounter contracts. If they have a clear understanding, the risk will be reduced by over 80%.

**Risk 17 Risks Related to Laws and Regulations**

Related risk factors : Compliance Risk
- Other : Legal Disputes and Litigations

ESG risk factors : No

**Risk characteristics**

The event organizing business requires managing people, venues, and time, which creates opportunities for various legal disputes, such as

- **Contract and Agreement Aspects:** Delayed work delivery, work not conforming to specifications (Scope of Work), outstanding payments, or sudden cancellation of work.
- **Intellectual Property Aspects:** Unauthorized infringement of music, images, fonts, or creative concepts.

- **Safety and Liability Aspects:** Accidents from structures (stage/lighting systems) and force majeure events causing injury, death, or property damage to attendees.
- **Government Regulation Aspects:** Violation of building control laws, excessive noise, and improper use of space permits.

**Risk-related consequences**

- **Financial aspects:** Burden of compensation, penalties for breach of contract, and litigation expenses.
- **Reputational aspects:** Loss of confidence from clients, partners, investors, shareholders, and may also affect future project acquisition.
- **Operational aspects:** Project suspended midway or event permit revoked.

**Risk management measures**

- **Draft a robust written contract:** Clearly define the scope of work, payment installments, terms and conditions, and force majeure clauses. The contract must undergo thorough review by the legal department.
- **Verify intellectual property rights:** Establish procedures Checklist for verifying copyrights of music and various media, including contracting with artists to cover public dissemination.
- **Procure third-party liability insurance:** Purchase third-party liability insurance and accident insurance for the team and collaborators to transfer risks to insurance companies.
- **Safety standards:** Ensure structural engineers inspect the structure or safety officers inspect the site, and select standard-compliant suppliers.
- **Dispute resolution:** Establish guidelines Pre-litigation mediation process to save time and costs

## Information on business continuity plan (BCP)

**Business Continuity Plan (BCP)**

Business Continuity Plan (BCP) : No

## Sustainable supply chain management

### Information on sustainable supply chain management policy and guidelines

#### Sustainable supply chain management policy and guidelines

| | | |
|---|---|---|
| Companys sustainable supply chain management policy and guidelines | : | No |

### Information on sustainable supply chain management plan

#### Sustainable supply chain management plan

| | | |
|---|---|---|
| Companys sustainable supply chain management plan | : | No |

### Information on new suppliers undergoing sustainability screening criteria

#### New suppliers undergoing sustainability screening criteria

| | | |
|---|---|---|
| Does the company use sustainability screening criteria with new suppliers? | : | No |

### Information on supplier code of conduct

#### Supplier code of conduct

| | | |
|---|---|---|
| Supplier code of conduct | : | Yes |

### Information on key suppliers acknowledging compliance with the supplier code of conduct

#### Key suppliers acknowledging compliance with the supplier code of conduct

| | | |
|---|---|---|
| Does the company require key suppliers to acknowledge compliance with the supplier code of conduct? | : | No |

# Innovation development

## Information on innovation development policy and guidelines in an organizational level

### Research and development policy (R&D)

Companys research and development (R&D) policy : No

### Research and development (R&D) expenses over the past 3 years

| | 2023 | 2024 | 2025 |
|---|---|---|---|
| Research and development (R&D) expenses over the past 3 years (Million Baht) | 0.00 | 0.00 | 0.00 |

### Additional explanation for research and development (R&D) expenses over the past 3 years

## Information on organizations innovation culture development and promotion process

### Process of developing and promoting the company's innovation culture

Process of developing and promoting the company's innovation culture : No

## Information on innovation development benefits and research and development (R&D) expenses

### Benefits of innovation development

Financial benefits

Does the company measure the financial benefits from innovation development? : No

Non-financial benefits

Does the company measure the non-financial benefits from innovation development? : No