



Securities

# Let's Grow Together

Maybank Securities (Thailand)  
Public Company Limited

ONE  
REPORT  
2024

Annual Report 2024



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The global economic landscape in 2024 has presented a mix of gradual recovery and persistent obstacles. Developed economies, particularly in the U.S. and Europe, have faced slowing growth due to tighter monetary policies aimed at curbing inflation, which remains a concern despite some stabilization. While inflationary pressures have moderated in several markets, energy prices and ongoing supply chain realignments continue to influence global price levels. Emerging markets, especially in Asia, are seeing stronger growth rates, with China's recovery playing a significant role in driving demand and trade flows across the region.

In Thailand, our economy has shown resilience, benefiting from robust tourism and export sectors as well as a supportive government policy framework. The revival of tourism and steady growth in infrastructure investment have contributed positively to Thailand's GDP, creating opportunities across various sectors. At the same time, inflationary pressures have impacted household spending, and high interest rates have posed challenges for business investment. Nonetheless, Thailand's outlook remains positive, with digital transformation, green energy initiatives, and regional trade integration creating new paths for sustainable growth.

Despite ongoing economic adjustments, inflationary pressures, and geopolitical uncertainties, Maybank Securities Thailand has had an exceptional 2024; Double digit growth in profit, top 5 in brokerage market share, #1 margin lending business, and #1 primary market equity fund raising (IPO). End-to-end transformation program that commenced during covid-19 has created a company that is more resilient to market headwinds and more adaptable to clients' changing needs.

To maintain our positive momentum, we have sharpened our strategic focus to ensure that our company not only adapts to changes but also anticipates and leads in our sector. Our approach is guided by following core pillars.

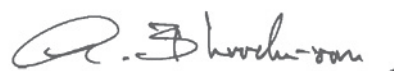
Maybank Securities (Thailand) is well prepared to tackle the economic challenges mentioned above. This can be seen from the following corporate strategy overview.

- 1. Business expansion:** Successfully launched the first partnership with Krungthai Bank on Depositary Receipt. Created new brokerage revenue for the company (local trading) and Maybank Singapore Prime desk (on foreign trading). The only local broker to launch structure products for offshore underlying stocks in Thai Baht. Number one Broker ranking for Thailand Equity League Table in 2024. Launch privilege program (Tiger Club) giving benefits to all segments and increasing stickiness to the company. Continue developing new products to diversify revenue streams; Expand distribution through partnerships with Asset Management firms. We also continue development of Forex function and design new feature of Maybank Invest (Mobile Trade Application).
- 2. Advancing Digital Transformation:** In response to rapid technological advancements, we have made digital transformation a key focus for growth. This year, we introduced fully digital onboarding which allows customers to open an account in just 5 minutes and reduces turnaround time by 95 percent. We also launched Thailand's first in-app pre-approved margin loan, making margin lending more accessible to a broader range of customers.



3. **Commitment to Sustainability:** we are dedicated to embedding sustainability at the heart of our operations. We have accelerated our efforts to reduce carbon emissions, improve resource efficiency, and enhance sustainability across our value chain. We are committed to supporting Thailand's renewable energy with global Environmental, Social, and Governance (ESG) standards. Our focus on sustainability is not only about compliance but creating long-term value and competitive advantage in a changing world.
4. **Awards:** We received 8 significant awards winning for
- Business Excellence, Best Securities Company Awards Institutional Investors from SET Awards 2024
  - Outstanding Security Company Awards, Business Excellence Institutional Investors from SET Awards 2024
  - Best Retail Broker in Thailand, Alpha Southeast Asia Awards 2024
  - Best Mobile Trading App in Thailand, Alpha Southeast Asia Awards 2024
  - Best IPO/Equity Deal of The Year in Thailand 2024, Alpha Southeast Asia Awards 2024
  - Best Perpetual Bond 2024, Alpha Southeast Asia Awards 2024
  - Best Local Currency Bond Deal of The Year in Thailand 2024, Alpha Southeast Asia Awards 2024
  - Wealth Visionary Award from Robb Report Thailand 2024
5. **Corporate Governance:** Continue to operate under good governance and take into account the impact on all stakeholders. Maybank Securities Thailand is a member of CAC (The Private Sector Collective Action Against Corruption). We also received an excellent rating 5 stars from the good corporate governance of the year 2024 from the Thai Institute of Directors Association and credit rating is AA(thai) for National Long-Term Rating and National Short-Term Rating at F1+(thai) from Fitch Ratings Thailand Limited.

On behalf of the Board of Directors, I would like to express my gratitude to our employees for their dedication and hard work, to our customers for their loyalty and trust, and to you, our shareholders, for your continued support. Together, we are building a future-ready company that is aligned with the needs of our stakeholders and responsive to the opportunities and challenges of a dynamic world.



Dr. Areepong Bhoocha-oom  
Chairman of the Board of Directors

## 1. Structure and Group's Business Operation



### 1.1 Policy & Business Overview

- **Vision, Objective & Business Strategy**

- **Vision:**

- Keeping pace with the world of investment with Maybank.

- **Mission:**

- Maybank's role is not just to advise clients on buying or selling stocks (Trading) but to be a partner ready to provide advice to clients in achieving financial goals by choosing to invest in a diverse range of assets (Multi-Asset) under acceptable risk management (Risk Appetite) and the total time horizon that investors must hold the securities (Time Horizon).

- **Business Strategy**

- The year 2024 represented another year of remarkable achievements for Maybank Securities (Thailand) Public Company Limited, underscoring its commitment to sustainable growth and enduring success. With a legacy spanning over three decades in Thailand's financial sector, Maybank has consistently aligned its business operations with the principles of Environmental, Social, and Governance (ESG). This approach reinforces the Company's competitive positioning while delivering value-driven solutions to clients.

By integrating sustainability into its strategic framework, Maybank continues to generate long-term returns for investors while mitigating risks. The Company's relentless pursuit of excellence has been recognized through multiple prestigious awards, further affirming its leadership in the industry.

### Key Achievements

#### 1. Business Excellence

Maybank Thailand demonstrated exceptional performance in 2024, earning significant recognition for its institutional investor services. The Company received two distinguished awards at the SET Awards:

- Best Security Company Awards for Institutional Investors (Business Excellence)
- Outstanding Security Company Awards for Business Excellence in Institutional Investors

These accolades highlight Maybank's unwavering dedication to providing superior services to its clients. Beyond these achievements, Maybank solidified its position as a leading Initial Public Offering (IPO) advisor, successfully managing five IPO projects—the highest number in Thailand this year. Furthermore, the Company advanced its market share ranking from 8th to 5th place, reflecting its strong competitive capability and commitment to fostering sustainable financial growth for its clients.

#### 2. Client-Centric Service Development

Maybank has continued to prioritize customer satisfaction through innovative technological advancements. The Maybank Invest (MBi) platform was enhanced with new features, simplifying account management and broadening access to diverse investment products, including international trading opportunities.

By leveraging cutting-edge fintech and personalized financial advisory tools, MBI delivers tailored investment insights, empowering clients to make well-informed decisions. This innovation has established MBI as a trusted and efficient solution for modern investors.

To further enhance customer engagement, the Tiger Club loyalty program provided wealth clients with exclusive lifestyle privileges and access to expert financial knowledge. This initiative successfully engaged over 50% of the Company's wealth clients, underscoring Maybank's ability to foster meaningful and enduring client relationships.

### **3. ESG and Sustainability Development**

As part of its ongoing commitment to Environmental, Social, and Governance (ESG) principles, Maybank undertook several initiatives aimed at promoting sustainable economic growth in Thailand. The Company launched Green Bonds and ESG-focused funds, encouraging responsible investments that align with global sustainability standards. These initiatives not only contribute to a more sustainable future but also reinforce Maybank's leadership in responsible investing.

In addition to investment initiatives, Maybank prioritized sustainable education, seeking to democratize access to investment opportunities for all Thais. By equipping individuals with essential financial knowledge, the Company aims to empower communities and support the development of a more inclusive and equitable investment ecosystem.

### **Overview of Key Strategies and Achievements in 2024**

Maybank Securities (Thailand) Public Company Limited continued to build upon its strong strategic foundations in 2024, achieving significant milestones and gaining widespread recognition. These accomplishments not only reflect the Company's dedication to excellence but also underscore its commitment to driving sustainable growth for the future.

### **Awards and Recognitions in 2024**

Maybank's exceptional performance in 2024 was recognized with numerous prestigious awards from renowned platforms, including:

#### **2 SET Awards 2024 : The honorable awards in Thai capital market industry.**

Recognized as the pinnacle of achievement in Thailand's capital markets, Maybank received two esteemed awards:

- Business Excellence Best Security Company Awards for Institutional Investors
- Outstanding Security Company Awards for Business Excellence in Institutional Investors

#### **5 Alpha Southeast Asia Awards**

- Best Retail Broker 2024
- Best IPO/Equity Deal of the Year in Thailand 2024
- Best Perpetual Bond 2024
- Best Local Currency Bond Deal of the Year in Thailand 2024
- Best Mobile Trading App in Thailand 2024

#### **2 Awards from International**

- Most Innovative Online Trading Platform - Thailand 2024 from Global Business Outlook 2024
- Best Invest Mobile Application Thailand 2024 from Brands and Business Magazine Awards 2024

#### **Robb Report 2024**

- Wealth Visionary Award

## **2 Awards from Maybank Investment Banking Group**

- Top Cross Selling Champion - Regional Retail Awards 2024
- Top Gross Brokerage Producer - Regional Retail Awards 2024

- **Value of employee**

With a belief that the significance factor for our business is human resource, the Company therefore has its policy to take good care of our employee, not only in the fringe benefit under the Securities and Exchange Commission's rules, but also supporting our employee in academic and research to create suitable investment opportunities for our customers. In 2024, the Company prioritized sustainability across all dimensions by leveraging the internal communications and organizing activities that focus on employee understanding and engagement with ESG dimensions such as knowledge, well-being and environment. The Company maintains standards to take good care of employee through welfare scheme that prioritises on health, hygiene and safety of the employees.

- **Technology development**

Maybank Securities (Thailand) Public Company Limited recognizes the rapid transformation of the securities industry driven by the continuous expansion of digital technology. As part of its commitment to innovation, the Company has implemented organizational restructuring to foster creativity and development, particularly through the application of a multi-asset investment platform.

This approach has culminated in the creation of the Maybank Invest Mobile Application, a platform that integrates investment ideas with personalized client behaviors to deliver tailored solutions. The app is designed to meet client investment needs with precision, speed, and ease, offering a user-friendly interface that simplifies the investment journey.

Key features of Maybank Invest include:

- AI-driven analytics: Providing clients with up-to-date daily market analyses.
- Portfolio management tools: Assisting investors in constructing and optimizing their portfolios.
- Comprehensive investment functions: Offering diverse tools to cater to the needs of all client groups.

This intelligent platform enables investors to make timely and informed decisions, aligning their investments with specific goals efficiently and effectively.

### **Achievements in 2024**

In 2024, the Maybank Invest Mobile Application earned significant international recognition, highlighting its innovative excellence:

- "Most Innovative Online Trading Platform - Thailand 2024" from Global Business Outlook (UK).
- "Best Invest Mobile Application Thailand 2024" from Brands and Business Magazine Awards 2024.

- **Research development**

Our Research Department provides company updates, analyses and recommendations on SET-listed companies in a timely matter to investors. We also offer investment strategies, both for long-term and short-term investors based on prevailing market conditions and outlook. Our research products include company and sector reports, strategy reports (quarterly, monthly, daily), and thematic reports focusing on recent developments for the industry/company as well as pertinent investment themes. We aim for our research products to be commercial and actionable. We continue to expand our research coverage to provide analyses and recommendations on greater number of SET-listed companies. We also plan to increase our focus on mid/small market capitalization stocks as key differentiation points for our research products. Additionally, we publish daily updates which contain breaking news, comments, and data set which help investors make their investment decisions.

Our live program of the Research consists of Tiger Talk (#ATO) which airs every Monday from 9:30 - 9:45 a.m. And Tiger Talk (#ATM) that airs every Monday to Friday at 1:15 - 2:00 p.m. which is broadcast via Facebook and YouTube. These are important channels for presenting and disseminating our research products. It also allows our team to communicate with Retail clients who watch live programs.

- **Knowledge for Investors**

The Company has established Maybank Academy, offering various training courses and seminars on several topics. A series of training courses and seminars were held continuously throughout the year to educate customers, investors and public, aiming to urge them to become a professional investor. In 2024, The Company organizes activities both online through electronic media which can reach a wide range of investors and interested parties and also returned to organize onsite activities by emphasizing on educating students, the public, new generations to have more knowledge and understanding of investment.

- **Developing the Investment Banking**

To be ready and become a leader in term of financial service to cover client's need in the scope of capital market, bond, IPO and listing, merging and acquisition, offering tailor made financial services to each corporate client, REIT and IFF investment opportunity for institution and retail clients. With a greatness on the development of knowledge and abilities of the investment banking team continuously.

- **Futures contract**

The Company has partnered with Thailand Futures Exchange (TFEX) in the TFEX Analyst Poll project to provide weekly quality analysis and also be part of the program "Open trading polls" with TFEX on a monthly basis to expand the investor base. Even this year, there will still be more underlying stocks to perform Single Stock Futures transactions to support more stocks that investors are interested in, the Company is also working with the FI club under the Association of Securities Companies to improve operating standards and risk management processes. In 2024, TFEX has supported investors to use market products as risk management tools, such as options contracts based on the SET50 index, launching an application called "Options Starter" under Settrade.com to give investors the confidence to use the product in the market more easily as well.

- **Structured Notes product**

Structured Notes product to give clients investing choices during uncertainty in the market. The Company offers Structured Notes products that link to strong fundamental stocks from the SET50 and SET100. Additionally, the investment scope is expanded to include high-quality equities from other countries.

- **Currently, the Company has total 18 branches** (excluding headquarters) nationwide, divided into 6 branches in Bangkok and surrounding areas and 12 branches in provinces.

- **Significant Change and Evolution**

Maybank Securities (Thailand) Public Company Limited (the “Company”) named previously “Kim Eng Securities (Thailand) Public Company Limited” formerly changed from “Nithipat Securities Company Limited” incorporated on April 3, 1996 with its first capital THB1,000 million. The separation of the business from capital business and securities business of Nithipat Capital and Securities Public Company Limited, Nithipat Finance Public Company Limited hold the 99.99% sold shares of Nithipat Capital and Securities Company Limited. On August 14, 1996 had gained the transferred of assets and liabilities related to securities business including the Stock Exchange of Thailand's membership No. 42 from Nithipat Capital and Securities Public Company Limited which had been agreed from Securities and Exchange Commission of Thailand (SEC) and started to operate securities business onwards.

Economic crisis in 1997, closing of 56 Financial Institutions following to government announcement on August 8, 1997 concerning to closing the business of Nithipat Finance Public Company Limited who was the parent Company of our Company. However, the Company still had its operation under the supervision of Financial Sector Restructuring Authority (FRA) before changing the major shareholders. Kim Eng Holdings Company Limited who was incorporated in Singapore and hold major shares in securities firms under Security of Exchange market in Asia and had its network across countries and finally, become listed Company in Security of Exchange in Singapore, won bidding to buy Nithipat Securities Company Limited (Nithipat) from FRA and became a shareholders and management of the Company.

On January 1, 2002 the Company had signed in the Transferred Asset Agreement for obtaining the assets from Yuanta Securities (Thailand) Company Limited which had been merged with Yuanta Securities (Thailand) Company Limited.

On October 17, 2002, the Company had converted itself into Public Company Limited, in the same time had changed its name to be “Kim Eng Securities (Thailand) Public Company Limited. The Company had registered in the Security Exchange of Thailand and our ordinary shares had been traded on December 3, 2003 afterward.

In 2007, the Company obtained the permission from Ministry of Finance (MoF) to set up the Asset Management Company and also launched the Exchange trade Fund (ETF) with refer to SET 50 index which was the first fund of Thailand under the name “TDEX”. On May 18, 2007, KEST Guardian Asset Management Company Limited was incorporated (after known as Kim Eng Asset Management Company Limited and Maybank Kim Eng Asset Management Company Limited, respectively). However, the Company sold the shares to Maybank Asset Management Group Berhad on March 21, 2013 and in August 2016, Maybank Asset Management Group Berhad sold the shares out which result presently Maybank Group has no asset management business in Thailand.

In 2011, Maybank IB Holdings Sdn. Bhd. (currently known as Maybank International Holdings Sdn. Bhd.) had bought 100% ordinary shares of the Kim Eng Holdings Company Limited (currently, Maybank IBG Holdings Company Limited) which was the major shareholders of the Company proposed buying ordinary shares of the Company in amount of 27.99% (excluded treasury stock) and restructure the shareholder structure. Maybank IBG Holdings Company Limited became our major shareholder which holds 83.25% shares.

2021 is a year of significant development in the change of corporate image. The Company has announced a change in corporate image under a new brand name and has changed its name to “Maybank Securities (Thailand) Public Company Limited” or “MST” on November 25, 2021, which is an important step change that shows the consolidation of strength in various fields of the Maybank group into one. This reinforces our business operations under the Maybank brand as the main brand. It reflects the image of leadership in a leading regional investment business group with the same goals and visions under the same brand.

In 2022, Maybank Securities (Thailand) Pcl. (MST) aspires to be the most trusted investment advisor for Thais. The Company raises a strategy aimed at creating equal investment opportunities, ready to accelerate the transition of work to a new generation of organizations, create new generation executives, and extend expertise with digital wealth services that allow customers to access investment information at any time and from any location. We have joined forces with BNY Mellon IM, a global investment advisory firm that manages a global investment portfolio worth over US\$ 2.3 trillion. This collaboration has strengthened wealth management expertise and increased the level of customer portfolios to investment without borders.

In 2023, the Company has partnered with leading insurance companies to present unit-linked and saving products as additional investment option for customers. The Company also built strength from within the organization by improving the management guidelines for retail business and enhancing communication.

In 2024, the Company expanded its business by launching a Depositary Receipt product in collaboration with Krungthai Bank, generating new revenue from domestic and international trading. It is the only securities company in Thailand that offers instruments in baht but is backed by foreign stocks. It ranked number one in the distribution of equity securities in 2024.

Launched a privilege program (Tiger Club) to increase customer engagement with the Company, developed new products and expanded distribution channels through collaboration with fund management companies. We also developed a forex function and designed new features in Maybank Invest (a mobile securities trading application).

Driving digital transformation on the Maybank Invest application In response to rapid technological advancements, the Company focused on driving digital transformation as a key growth point and reducing paper usage by developing a system from opening a complete digital account that takes only 5 minutes, reducing the processing time by 95 percent. We are also a leader in approving securities investment loans (Pre-approved margin loans) via a mobile securities trading application, allowing a wider range of customers to access loans to purchase collateral.

The use of initial public offering capital is in accordance with the initial public offering declaration form.

1)     The capital from short period Bill of Exchange during 2024

The Use of Capital	Thai BMA Code	Sum of Capital (Million Baht)	Period of Capital Use	The Detail and Progress of Capital Use
1. The repayment of the previous debt due	MST24401A	50	The Capital is all used in 2024	The Capital is used in accordance with the objectives.
	MST24404A	1,150		
	MST24409B	740		
	MST24520A	1,000		
	MST24704A	450		
	MST24710A	200		
	MST24718C	100		
	MST24821A	50		
	MST24827A	1,000		
	MST24912A	900		
	MST24D25A	300		
	MST24D27A	400		
	MST24N18A	50		
	MST24N25A	15		
	MST24N28A	120		
	MST24O10A	300		



The Use of Capital	Thai BMA Code	Sum of Capital (Million Baht)	Period of Capital Use	The Detail and Progress of Capital Use
	MST25110B	600		
	MST25303A	20		
	MST25303B	10		
	MST25311A	15		
	MST25317A	10		
	MST25319A	10		
	MST25320A	70		
	MST25617A	10		
Total		7,570.00		
2. The use of working capital for business operation	MST24404B	300	The Capital is all used in 2024.	The Capital is used in accordance with the objectives.
	MST24409A	80		
	MST24417A	180		
	MST24417B	50		
	MST24418A	18		
	MST24426A	70		
	MST24528A	10		
	MST24610A	200		
	MST24618A	100		
	MST24627A	500		
	MST24709A	100		
	MST24717A	200		
	MST24717B	20		
	MST24718A	60		
	MST24718B	500		
	MST24719A	100		
	MST24725A	115		
	MST24726A	500		
	MST24808A	120		
	MST24809A	30		
	MST24903A	800		
	MST24D11A	250		
	MST24D24A	250		
	MST24N20A	250		
	MST24N24A	250		



The Use of Capital	Thai BMA Code	Sum of Capital (Million Baht)	Period of Capital Use	The Detail and Progress of Capital Use
	MST24002A	20		
	MST24003A	800		
	MST24004A	500		
	MST24010B	1,000		
	MST25108A	200		
	MST25110A	40		
	MST25227A	130		
	MST25528A	1,300		
	MST25528B	350		
	MST25529A	1,200		
	MST25703A	1,300		
<b>Total</b>		<b>19,463.00</b>		

2) During 2024, there is no issuance and offering of debentures.

Maybank Securities (Thailand) Public Company Limited, a securities brokerage licensed No. 0107545000314, Tel: 02658-5000, Website: www.maybank.co.th. The common shares of 2,861,250,000 Baht with paid up capital of 2,854,072,500.00 Baht.

#### IT Security Policy

The Company places great emphasis on IT Security, recognizing it as a critical factor in safeguarding its information and operational systems. As information and IT systems are essential resources driving the organization, the Company is committed to continuously developing and improving IT Security measures to effectively address current and future risks.

#### IT Security Development

The Company has continuously enhanced its IT Security systems by implementing a clear and comprehensive IT Security Policy. This policy covers regular monitoring, control, and improvement measures. It is reviewed and updated periodically to align with international standards and relevant legal requirements.

#### Testing and Security Assessments

The Company regularly conducts testing and assessments to ensure the security of its IT systems, including:

1. Vulnerability Assessment:
  - Identifying and analyzing potential weaknesses in the system.
  - These assessments are performed by both internal teams and external experts.
2. Penetration Testing:
  - Simulating attack scenarios to evaluate system security.
  - Tests are conducted from both internal (within the organization) and external perspectives.

### 3. Internal IT Audit:

- Conducting IT Security audits by internal audit teams.
- Preparing audit reports to be presented directly to the Audit Committee for review and further action.

### Raising Awareness Among Employees

The Company places a strong emphasis on improving IT Security awareness across all levels of staff. Regular Awareness Programs and Trainings are conducted, including:

- Phishing Simulations to assess employee responses to simulated phishing attempts.
- Distribution of secure IT usage guidelines and policies to promote safe practices.

These activities enhance employees' ability to recognize and respond effectively to cybersecurity threats, reducing the risks associated with human error.

### Outcomes and Future Direction

The Company's IT Security measures have significantly strengthened the resilience of its information systems, minimized risks from cyber threats, and built trust among stakeholders. Additionally, employee awareness programs have improved the organization's readiness to handle digital threats.

Moving forward, the Company is committed to further advancing its IT Security measures. This includes continuously updating awareness programs and adopting innovative approaches to address the evolving nature of cyber threats in the digital era.

## 1.2 Nature of Business

### • Revenue Structure

The Company's revenue structures for 2022, 2023 and 2024 are tabled below:

Source of Revenue	2022		2023		2024	
	Millions of THB	%	Millions of THB	%	Millions of THB	%
Securities Brokerage Revenue	1,492.00	50.97	1,009.73	36.88	907.99	33.09
Derivatives Agent Revenue	156.83	5.36	172.69	6.31	149.03	5.43
Fee and Service Revenue	251.68	8.60	148.46	5.42	197.24	7.19
Gain (Loss) from Investment	(150.41)	(5.14)	(752.85)	(27.50)	242.48	8.84
Gain from Derivatives	260.57	8.90	872.59	31.87	(68.27)	(2.49)
Interest and Dividend Revenue	184.24	6.29	361.88	13.22	395.50	14.42
Interest on Margin Loan	637.24	21.77	801.36	29.27	758.90	27.66
Other Revenue	95.33	3.25	123.99	4.53	160.79	5.86
Total	2,927.48	100.00	2,737.85	100.00	2,743.66	100.00

- **Securities Brokerage Business**

Average daily SET trading value in 2024 was THB 46,551.37 million, a decline from that in 2023 which was THB 53,331.30 million or a decreasing daily trading value of 12.71%. SET Index on the first trading day of 2024 started at 1,415.70 and it closed at 1,400.21 on 30 December 2023 which was the last SET trading day of 2024. The SET Index remained volatile throughout 2024, continuing the trend from 2023. This instability was largely due to concerns over uncertainty in economic and investment policies following the change in Prime Minister and the formation of a new Cabinet. Additionally, a slowdown in China's economic activities, stemming from a crisis in the real estate sector, negatively impacted international trade and tourism. Furthermore, liquidity issues and missed bond payments among listed companies led to a decrease in investor confidence.

The Company earned total securities brokerage fee of THB 907.99 million in 2024, a decrease by 10.08% from the year earlier. Its market share in the domestic securities brokerage business was 4.77% at rank No.5. The Company has still focused on the securities brokerage business and committed to continuously develop our services in this business with the aim to maximize our clients' satisfaction.

- **Debt Capital Market Business (DCM)**

The Company has underwritten and distributed debt securities of SET listed firms with sound business fundamentals and investment-grade credit ratings to its high and ultra-high net-worth clients. In 2024, the Company acted as the underwriter of debt issues of many well-known listed firms including TPI POLENE PUBLIC COMPANY LIMITED, TPI POLENE POWER PUBLIC COMPANY LIMITED, DUSIT THANI PUBLIC COMPANY LIMITED, JMT NETWORK SERVICES PUBLIC COMPANY LIMITED, GULF ENERGY DEVELOPMENT PUBLIC COMPANY LIMITED, INTERNET THAILAND PUBLIC COMPANY LIMITED, MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED, SRISAWAD CORPORATION PUBLIC COMPANY LIMITED, GUNKUL ENGINEERING PUBLIC COMPANY LIMITED, SENA DEVELOPMENT PUBLIC COMPANY LIMITED, Aurora Design Public Company Limited, PTT Global Chemical Public Company Limited and MAJOR DEVELOPMENT PUBLIC COMPANY LIMITED as well as a big-scale property firm in the CP Group. Those debt offerings were successful and well welcomed by our clients.

- **Financial Advisory and Equity Underwriting Businesses**

In 2024, fund -raising activities via domestic IPO offerings were not favorable as the domestic economy and capital market were still ravaged by many unfavorable domestic and international factors. Most institutional and individual investors lacked confidence to invest in and hold new IPO offerings. After-market performances of most IPOs which were launched during the year were sub-par. In 2024, the Company acted as a co-lead underwriter of IPOs of THAI CREDIT BANK PUBLIC COMPANY LIMITED (CREDIT), FOOD MOMENTS PUBLIC COMPANY LIMITED (FM) and PETCHSRIVICHAI ENTERPRISE PUBLIC COMPANY LIMITED (PCE) as well as newly issued trust units of CPN RETATIL GROWTH LEASEHOLD REIT (CPNREIT). It also acted as the lead underwriter of IPO of Interroyal Engineering Public Company Limited (IROYAL) and a co-underwriter of IPOs of Supreme Distribution Public Company Limited (SPREME) and CHAOSUA FOODS INDUSTRY PUBLIC COMPANY LIMITED (CHAO). As at 31 December 2024, the Company has acted as a co-IPO financial advisor of Alpha Capital Partners Group Public Company Limited (ACPG) and the sole IPO financial advisor of Y.S.S. (Thailand) Public Company Limited (YSS). In 2024, the Company was appointed as the IPO financial advisor of two non-listed firms and the financial advisor of a REIT to be set up for IPO offering. In 2024, the Company also provided necessary support to Maybank Group in granting short-term financing to a foreign affiliate of a SET-listed firm. In 2024, the Company worked closely with and provided necessary support to Maybank Group in Malaysia to complete an M&A transaction for a SET listed firm.

For the Year 2025, the Company still commits to provide value-added financial advisory and securities underwriting services to its IPO clients. The Company aims to achieve its revenue budget by providing value-added IPO and REIT advisory and underwriting services for its corporate clients.

### **Derivatives Agent Business**

The Company has been licensed by the Ministry of Finance to operate as a derivatives agent under the Derivatives Act B.E. 2546 (2003). It began offering derivatives trading services to retail and institutional clients when Thailand Futures Exchange (TFEX) was launched in B.E. 2549 (2006). As of December 31, 2024, key products in TFEX include SET50 Index Futures, Single Stock Futures, Gold Online Futures, Gold Futures (10 Baht and 50 Baht), Silver Online Futures, Currency Futures (USD/THB, EUR/THB, JPY/THB, EUR/USD, and USD/JPY), SET50 Index Options, Japanese Rubber Futures, Rubber Futures (RSS3D Futures and RSS3 Futures), Gold-D, Sector Index Futures, and Interest Rate Futures.

In 2024, Thailand Futures Exchange (TFEX) recorded a total trading volume of 118,040,404 contracts, a decline of 8.84% from 129,491,241 contracts in 2023. The average daily trading volume for SET50 Index Futures was 225,406 contracts, a decrease of 11.86% compared to 255,732 contracts per day in 2023. The average daily trading volume for SET50 Index Options was 9,360 contracts, down by 7.61% from 10,131 contracts per day in 2023. The average daily trading volume for Single Stock Futures was 152,538 contracts, a decrease of 12.37% compared to 174,070 contracts per day in 2023. However, the average daily trading volume for Precious Metal Futures increased by 9.55% to 50,250 contracts, compared to 45,869 contracts per day in 2023. The average daily trading volume for Currency Futures was 46,155 contracts, a slight decrease of 1.89% compared to 47,044 contracts per day in 2023.

In the overall Thailand Futures Exchange (TFEX), the investor groups consist of the following: domestic retail investors at 44.40%, a decrease of approximately 2.35%; domestic institutional investors at 24.90%, a slight decrease of approximately 0.71%; and foreign investors at 30.70%, an increase of approximately 3.06% of the total market trading volume.

In 2024, Maybank Securities (Thailand) PLC. ranked seventh in market share for derivatives trading, representing 4.03% of the total trading volume in TFEX, with a total trading volume of 9,514,209 contracts. Most of the Company's trading volume came from its derivatives brokerage business.

Maybank Securities (Thailand) PLC. prioritized sustainability in 2024, focusing not only on its business operations but also on its clients' investment portfolios. To this end, the Company organized regular beginner and intermediate trading training sessions via online activities and workshops using the Click2Win program. These sessions were held monthly for interested clients.

Additionally, Maybank Securities (Thailand) PLC. provided technical analysis reports on futures contracts three times a day—before the morning, afternoon, and evening sessions. Clients could access these reports through the Maybank Invest application.

The Company emphasised expanding the investor base in Thailand Futures Exchange (TFEX) by participating in activities with TFEX in Bangkok and other provinces. Furthermore, the Company was invited to be a keynote speaker at two major events this year, delivering educational presentations and participating in activities to enhance understanding of the derivatives market.

- **Derivative Warrants (DWs) Business**

As at 31 December 2024, the Company does not have outstanding Derivative Warrants.

- **Credit Rating**

Fitch Rating (Thailand) Company Limited has maintained the Company's long termed domestic credibility as at May 14, 2024 at AA (tha) by rating the credit as stable outlook and maintain the short term domestic credibility at F1+ (tha). However, Fitch may adjust the Company's domestic credit rating if the credit structure of the Company's parent company has decreased or if the parent company minimizes

the special support apart from the support provided as the business operation as usual. However, the decrease of the support may show from the significant decrease of the Company's shareholding or the decrease of the level of support. However, Fitch does not foresee any of this to happen.

#### **Symbol and Definition of Credit Rating**

Fitch Rating (Thailand Company Limited ("FITCH")) uses the symbols of the long term credit rating by starting from AAA which is the highest level to D which is the lowest level and short term credibility by starting from F1 which is the highest level to D which is lowest level. The symbols "AA" and "F1" have meaning as follows:-

**AA** Means the high credibility when compared with the issuer of the instrument or other instruments in which the level of credit of the money instrument at this level may slightly vary from the issuer of the instrument or other instruments which are rated with highest credibility.

**F1** Means the highest credibility which implies the ability to repay the short term financial burden on time.

The indicator for Thailand "tha" will indicate after the credit rating at all levels to differentiate itself from the international credit rating in which the ending symbol "+" or "-" may indicate extra after the credibility for a certain country to indicate the sub-level by comparing with the main credit rating internally. However, there will be no symbol ending for the credit rating "AAA(tha)" or lower level of "CCC(tha)" for the long term credit rating for a certain country and may indicate the ending symbol "+" for the short term credit rating for a certain country as "F1" in the event that it's extremely strong.

- **Risk Management**

#### **The purpose of issuing Derivative Warrants**

To add more investment choice for investors.

To diversify the Company's revenue structure in which the Company has stipulated the key objective of profit earning from the offering of the product and service in order to provide more investment choices in the money market with suitable return from value that has been set without profit earning in the way that only targeting price direction.

- **Hedging Strategy and the Company's risk management system**

#### **Price Volatility Risk Management**

To prevent risks that may arise from the issuance of Derivative Warrants. The Company shall manage the investment by using dynamic hedging with delta-neutral exposure target method. For example, in case of the call warrant, the Company shall purchase the underlying shares and keep in the portfolio in order to manage risk position in case of exercise events occur. However, in practice, the Company has determined the ability to maintain exposure from Delta-neutral position (Authorized off-neutral position limit or Authorized Delta Gap).

#### **Risk Management from Underlying Companies or Underlying Indices**

In the event that Derivative Warrants is referred with stock, there may be some incidents or corporate action from the underlying companies which affects the Derivative Warrant prices, Maturity Date, Exercise Price and Conversion Ratio and related terms and conditions which can significantly affect the Company with profit loss.

In order to manage the risk, the Company will adjust the exercise of right, price exercise or any actions as stated in the factsheet and Prospectus related with Derivative Warrants.

### **Risk Management System**

The company has established risk management that covers risk management throughout the organization. There is a risk management committee consisting of business Executives and support functions responsible for overseeing the risk management system. Responsible for setting risk management policies, Approval of new product releases, follow up on risk management within the scope that set by the company, including installing systems to control and manage both credit and market risks.

- **The role of senior management on risk management governance**

Risk Management Committee has responsibility and role in approving policies and operational plans for each transaction. Including analyzing and evaluating risks of new transactions of the Company to plan, define guidelines and tools for effective and concise risk management within the acceptable risk framework. In addition, risk Management Department Responsible for monitoring the status of various risks and prepare reports to present to the executives for regular acknowledgment

- **The Control of the Derivative Warrants or other instruments transactions which affects the financial position or liquidity not as stipulated.**

As the Company has the principle of maintaining the net capital and the net capital ratio as per the rule stipulated by the Stock Exchange Commission (SEC) for transactions of SET and Future Market by calculating the net capital and net capital ratio as stipulated by the SEC when the Company has the transactions in relation to the Derivative Warrants and/or Future contracts. However, the Company has the policy to limit the quantity of the Derivative Warrants transactions as per approved credit limit by the Board of Directors and/or approval by shareholder's meeting in which the risk management department will control the quantity of the transactions in order to maintain the net capital ratio lower than the Board of Directors stipulated in the policy and guideline of the Future contracts investment.

**The Company did not issue and offer derivative warrants during 2023-2024.** As of 31 December 2024, the Company does not have outstanding Derivative Warrants.

### **Other Related Information**

Investors can see additional information of the Company as referred in the 56-1 One Report from the following sources.

- [www.set.or.th](http://www.set.or.th)
- [www.sec.or.th](http://www.sec.or.th)

### **The Conflict of Interest of the Derivative Warrants**

As the Company and/or the related company has operated the business and has the other responsibilities as licensed such as the Financial Consultancy, Investment Advisory the Company's Investment and the other related Company's investment, the securities brokerage including the insider information which may lead to the conflict of interest from the issuance of the Derivative Warrants directly or indirectly. Therefore, in order to prevent the conflict of interest, the Company has the rule of the internal control to cross check and utilize as the insider information prevention which may impact the securities price or lead to any of the conflict of the interest especially the information that impact the securities price which has not been disclosed to the public. Each department will keep the insider information in which other departments will not be able to access such information (Chinese Wall). However, the Company will disclose the direct and indirect stake holding of the Company in the article or research of the Derivative Warrants and securities indices.

**The Supply of Product and Service**

**Source of Capital**

In terms of the source of capital for business operation, since the Company is the listed company in the Stock Exchange of Thailand (SET) which creates various channels in capital raising via capital and money market. The Company has the policy to raise the capital to support business operation by the use of the loan from commercial bank and the offering of debentures such as the debentures and Bill of Exchange to offer to the investors including the loan from major shareholders whereby the consideration of capital raising will consider the key factors such as the necessary and the period of the capital use including conditions and principle of the capital raising in order to choose the most appropriate source of capital for the certain period of time. As at 31 December 2024, the remaining loan from financial institution and major shareholder, including the issuance of debentures and other sources of loans per the Company’s financial position is THB 6,556.02 Million.

**The capital arrangement or the loan via related person with the Company’s executive or major shareholder**

During 2024, the Company arranged for the capital raising from major shareholder (Maybank Group) which offers the one stop financial services from Malaysia. As at 31 December 2024, the Company has the sum of loan remaining with major shareholders of THB 1,345.52 Million.

**The maintenance of the Net Capital Ratio (NCR)**

As at 31 December 2022, 2023 and 2024, the Company has NCR of 37.30%, 29.89% and 34.16% respectively, which is higher than the minimum requirement from the regulator by 7%.

**Asset for Business Operation**

**Total Sum of Asset for Business Operation**

The asset for business operation (Or Equipment) which shows in the financial Statement per the net book value as at 31 December 2024 is THB 106.15 Million. The Company’s total asset with no bindings has details as follows:-

Details of the Asset	Net Book Value (Baht)
1. Building Maintenance	24,607,258
2. Decoration and Office Supply	76,653,449
3. Work under Installation	4,885,183
<b>Total</b>	<b>106,145,890</b>

In addition, the Company still has the intangible asset namely Computer Software, Membership fee for Derivative Market which has net book value as at 31 December 2024 of THB 45.27 Million.

**Lease Agreement**

Maybank Securities (Thailand) Public Company Limited has entered into the lease agreement with Central World Tower Company Limited to lease 20<sup>th</sup>-21<sup>st</sup> floor at The Office @ Central World, Rama 1 Road, Pathumwan, Bangkok to utilize as the head quarter office.

In addition, the Company has also entered into the lease agreements to utilize the 19 branch offices in Bangkok and suburb areas in various regions all over the country in order to serve the Company’s business operation with 1-3 years lease term.

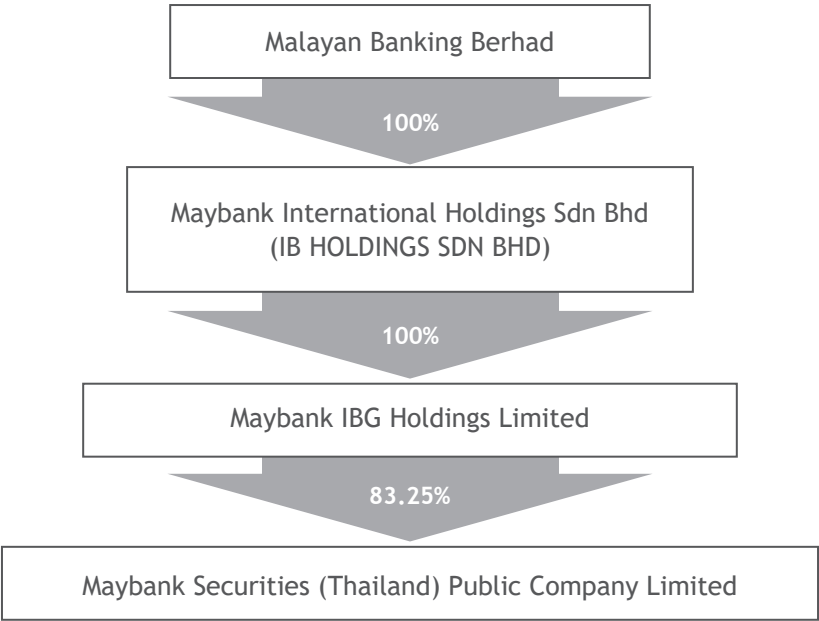


**Investment Policy in the Subsidiary and Joint Venture**

The Company has the investment policy to invest in the Company that has the type of business that deem fit with the Company’s business operation and will enhance the Company’s capability to provide all round services with more efficiency. At present, the Company has no investment in the subsidiary and the joint venture.

**1.3 Relation of Group Business of Major Shareholder**

Our securities business is a part of business in MALAYAN BANKING BERHAD who operates Finance Institutions in Malaysia by holding its shares on Maybank IBG Holdings Limited and its shareholder structure as of the latest book closing date of the Company on September 6, 2024 as follows:



The MALAYAN BANKING BERHAD Group has its professional management team. MALAYAN BANKING BERHAD had appointed its management to be Directors of the Company with the objective to jointly outline the various operational policies.



### Shareholder Structure

1. Share Capital of the Company

AAs at December 31, 2024, the Company had a total registered share capital of Baht 2,861,250,000 with total paid-up capital of Baht 2,854,072,500 comprised of 570,814,500 ordinary shares at par value Baht 5 each.

2. Shareholders

The Company’s major shareholder is Maybank IBG Holdings Limited which holds 83.25% of the Company’s total paid-up capital. The details on the Company’s shareholders as at September 6, 2024 being the latest book closing date are as follows:

No.	Name	No. of Shares Held	%
1.	MAYBANK IBG HOLDINGS LIMITED	475,182,790	83.25%
2.	MR. KANOK TANGCHAIRUKKARNDEE	2,920,000	0.51%
3.	MR. SOMCHAI SIITHINANONDPORN	2,450,000	0.43%
4.	MS. ANCHALEE TANGCHAIRUKKARNDEE	2,315,800	0.41%
5.	THAI NVDR CO., LTD	2,283,033	0.40%
6.	MR. PRASONG JONGUTHAIPASARN	1,749,100	0.31%
7.	MR. SUCHART KORTRAKOOL	1,532,100	0.27%
8.	MS. SIRIPORN TANGCHAIRUKKARNDEE	1,521,000	0.27%
9.	MAYBANK SECURITIES PTE. LTD.	1,440,800	0.25%
10.	MR. JONGJATE AOJANEPONG	1,200,000	0.21%
	OTHERS	78,219,877	13.70%
	<b>Total</b>	<b>570,814,500</b>	<b>100.00%</b>

As at December 31, 2024, Maybank IBG Holdings Limited is a wholly-owned subsidiary of Maybank International Holdings Sdn. Bhd.

Maybank International Holdings Sdn. Bhd (formerly known as Maybank IB Holdings Sdn. Bhd.) is a company incorporated in Malaysia and is a wholly-owned subsidiary of Malayan Banking Berhad.

As at December 31, 2024 Malayan Banking Berhad has 12,066,952,192 registered shares. Its top-10 major shareholders as at 31 December 2024 are as follows:

No.	Name	No. of Shares Held	%
1.	AMANAHRAYA TRUSTEES BERHAD AMANA SAHAM BUMIPUTERA	3,681,408,293	30.51
2.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD	1,443,266,977	11.96
3.	PERMODALAN NASIONAL BERHAD	787,190,548	6.52
4.	KUMPULAN WANG PERSARAAN (DIPERBADANKAN)	571,407,587	4.74
5.	AMANAHRAYA TRUSTEES BERHAD AMANA SAHAM MALAYSIA	293,391,300	2.43
6.	AMANAHRAYA TRUSTEES BERHAD AMANA SAHAM MALAYSIA 2 - WAWASAN	242,000,000	2.01
7	DB (MALAYSIA) NOMINEE (ASING) SDN BHD EXEMPT AN FOR STATE STREET BANK & TRUST COMPANY (WEST CLT OD67)	138,690,763	1.15
8.	CITIGROUP NOMINEES (ASING) SDN BHD CB SPORE GW FOR GOVERNMENT OF SINGAPORE (GIC C)	127,283,394	1.05
9.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR AIA BHD.	120,780,133	1.00
10.	AMANAHRAYA TRUSTEES BERHAD AMANA SAHAM MALAYSIA 3	116,500,000	0.97
Total of shares of Top 10 shareholders		7,521,918,995	62.33

Remark: AMANARAYA TRUSTEES BERHAD holds the legal title to the Malayan Banking Berhad share as trustee for several unit trust funds. Investors in those unit trust funds comprise the Malaysian public.

#### 1.4 The Capital Registration and Paid-Up Capital

The Company has registered capital of 2,861,250,000 Baht with paid-up capital of 2,854,072,000 Baht comprising of 570,814,500 common shares with par value of 5 Baht per share.

#### 1.5 The Issuance of other securities

The remaining sum of the securities which is the debentures as at 31 December 2024  
As at 31 December 2024, the Company has remaining of the securities as follows:-

Type of Securities	Short period Bill of Exchange (Baht)
Value (Million Baht)	5,214
Due date for redemption	Within 1 year
Guarantee	No
Pre due date Redemption	No
The requirement of the maintenance of Capital Ratio	No
The rating of the issue of short period debenture	AA (tha) The trend of credit rating is “Stable” by the Fitch Rating (Thailand) Company Limited as at 14 May 2024.

## 1.6 Dividend Payment Policy

The Company has the policy of making dividend payment at a rate not less than 40% of its net profit after deduction of all reserves as specified by the Company. Dividend payment made each year depends upon the Company’s investment plan, necessity and situation in the future. The Board of Directors can propose the final dividend payment during its board meeting and present to shareholders during a shareholders’ meeting for approval. The Board of Directors is authorized to decide an interim dividend payment, but need to inform the shareholders at the next shareholders’ meeting.

## 2. Risk Management



### 2.1 Risk Management framework and policy

The Board of Directors of Maybank Securities (Thailand) Plc. has set a risk management policy by aiming for the Company to supervise under the appropriate risk management structure by specifying the Company’s risk management framework (Enterprise Risk Management Framework) to cover various risks related to the business that the Company operates in writing and has been approved by the Board of Directors. And there is an annual review on various risks include Market risks, Credit risk, Operational risk, Liquidity risk, Reputational risk, Information Technology/cyber risk, Personal data protection risk, and the risk of Anti-Money Laundering and Counter Terrorism and Proliferation of Weapon of Mass Destruction Financing (AML/CTPF) etc.

The Company has a risk management procedure in accordance with international standards, which consists of specifying the risk, measurement, risk assessment, risk tracking and control management, whereby the components of organization’s risk management structure is set as the following;

- 1) Board of Directors
- 2) Management Risk Committee
- 3) Credit and Underwriting Committee Subcommittee
- 4) Risk Management Department
- 5) Internal Audit
- 6) Risk Owner

### Components of Enterprise Risk Management Framework

At the heart or foundation of the ERM structure is the risk culture. It is a vital component in strengthening risk governance and forms a fundamental tenet of strong risk management. Risk culture stems from the conduct of staff, businesses and the organisation as a whole in ensuring that customers, either internal or external, are treated fairly and their interest upheld at all times. To build and sustain a strong risk culture, the following key essentials are required.

#### 1) Risk Coverage

The Company has determined a business strategy i.e. to define what we want to achieve in term of markets, geographies, segments, products, earnings, etc. From there, we have assessed the risks that could arise to impact the goals and objectives and ensure that appropriate risk strategies are put in place to give greater level of assurance to achieving that business strategy, even under stress. MST's risk universe are captured in the picture below.



#### 2) Risk Appetite

The Company has set the acceptable risk level within the capacity to achieve overall strategic and business objectives and preventing risks that may affect the Company. It has been pushed down by the top executives to all relevant departments, to make sure all employees have a guideline with the same direction and within the approved risk framework.

#### 3) Risk Response

Risk response is the process of regulating inherited risk and potential risk event from MST's product offerings, investment decisions, operating processes as well as business strategies. There are generally four (4) possible responses to risk that have been identified and evaluated:-

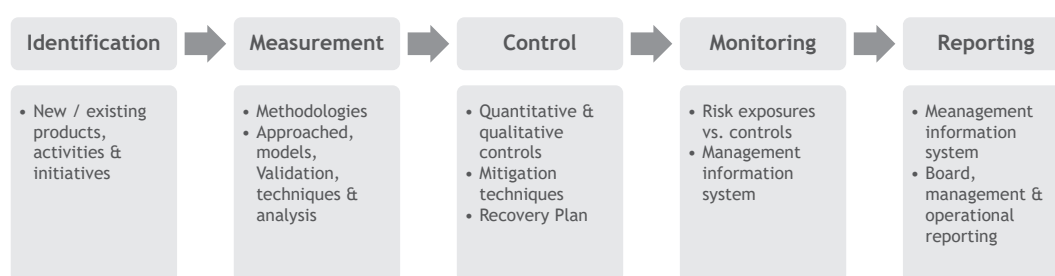
- a) Avoidance - exiting the activities that are giving rise to risk;
- b) Reduction - taking action to reduce the likelihood or impact related to the risk;
- c) Share - transferring or sharing a portion of the risk; and
- d) Acceptance - accepting inherited risk and willingness to absorb plausible implications due to a cost and benefit decision.

#### 4) Governance and Risk Oversight

The Company has a clear governance structure, efficiency and strong by including the role of the Board of Directors, Risk Management Committee and Senior Management, with a clear transparent and consistent line of responsibilities. It also places accountability and ownership while facilitating an appropriate level of independence and segregation of duties between the lines of defense.

#### 5) Risk Management Practices and Processes

A robust process should be in place to actively identify, measure, control, monitor and report risks inherent in all products and activities undertaken by the business. The practices and processes are to be reflective of the nature, size and complexity of the various business activities. The five (5) main stages of the risk management process which form a continuous cycle are depicted below:-



#### 6) Stress Test

The Company has performed a stress test to identify and quantify possible events or future changes in the financial and economic condition that could have unfavourable effects on MST's exposure. This involves an assessment of MST's capability to withstand such changes in relation to the capital and earnings to absorb potentially significant losses.

#### 7) Resources and System Infrastructure

The Company has established a good risk management infrastructure with a highly robust management information system as well as adequate resources as these is the foundation and enabler to an effective risk management practice and process. Hence, MST has equipped with the necessary resources, infrastructure and support to perform our roles efficiently.

The risk management system is developed on the basis of care and continual improvement, taking into account the best interests of shareholders, clients, employees and the society. Details are indicated in "Principle 6: Strengthen Effective Risk Management and Internal Control.

### 2.2 Three Lines of Defence

The Company's Enterprise Risk Management Framework defines the roles of the 1<sup>st</sup> line of defence is functions involves the execution of activities and ownership, while the 2<sup>nd</sup> line is functions are responsible for establishing policies, governance and compliance, and the 3<sup>rd</sup> line is function that responsible for providing independent risk assurance.

#### Key Roles and Responsibilities of 1<sup>st</sup> Line

- Owns and manages day-to-day risks inherent in its business and / or activities, including that of risk taking. This includes identifying, assessing, controlling, mitigating, monitoring and reporting its risk exposures and ensuring that these activities are within the established risk strategies, risk tolerance, risk appetite, internal control frameworks, policies and procedures.
- Executes activities within the end-to-end process, in accordance with the process design and controls.

- Drives and facilitates the management of risk by ensuring effective implementation and adherence to internal control framework, policies, procedures and controls, including the monitoring and reporting of risk exposures of the business / function.
- Provides clarity to risk owners in relation to risk management practices.

#### Key Roles and Responsibilities of 2<sup>nd</sup> Line

- Establishes and owns internal control frameworks, policies and procedures to identify, assess, control, mitigate, monitor and report a particular risk that the function is entrusted to govern.
- Provides overall risk governance and oversight over the internal control framework including monitoring and reporting overall risk exposures of MIBG.
- Reviews, analyses and challenges the 1<sup>st</sup> line's risk assessments and effectiveness in managing risk.
- Communicates risk strategies and create risk awareness within the organization.
- Ensures compliance to the applicable laws, regulations, internal policies, procedures, and limits (including risk limits). This includes maintaining policies and procedures to detect and minimize risk of non-compliances and to assess the adequacy and effectiveness of such policies and procedures on an on-going basis.

#### Key Roles and Responsibilities of 3<sup>rd</sup> Line

- Provide reasonable assurance via independent assessment, review and validation, which includes the following:
  - Internal control frameworks, policies and tools are sufficiently robust and consistent with regulatory standards.
  - Controls to mitigate risks are adequate and effectively executed by the 1<sup>st</sup> line.
  - Adequate oversight by the 2<sup>nd</sup> line over the 1<sup>st</sup> line.

## 2.3 Risk Factors

### 1. Fluctuations in the Conditions of International and Domestic Economies, Money markets

The securities business is a business that relies on both domestic and international economic conditions. In 2024, the Thai stock market adjusted downward from selling pressure in large stocks, especially banking stocks, which were pressured by concerns about lower Thai interest rates and the gradual reduction of target prices by foreign brokers. In addition, there was pressure from domestic political issues and a continuous decline in consumer confidence figures, resulting in thin trading volume and a downward trend in the stock index throughout the first half of the year. However, in the second half of the year, the Thai stock market began to adjust upwards after the Stock Exchange of Thailand initiated the Uptick Rule measure and set criteria for stocks that could be short-selling. In addition, political concerns decreased, coupled with better-than-expected GDP figures of +2.3% YoY, causing the SET Index to continuously adjust upwards since September.

SET's average daily trading value in 2024 was THB 46,551.37 million, a 12.71% decreased from that in 2023 resulting from the lower average brokerage commission rate, causing the Company's securities brokerage revenue was THB 1,057.02 million in 2024, as 10.61% decreased from 2023, was impacted by geopolitical conflicts in the Middle East and the prolonged Russia-Ukraine situation. Additionally, concerns arose over U.S. policies following Donald Trump's victory in the U.S. presidential election, which led to speculation about fiscal easing policies potentially accelerating inflation and delaying interest rate cuts. Furthermore, the administration's tough trade and foreign policies toward China added uncertainty to the economy and investor confidence in Asian stock markets, including Thailand.

However, the Company has taken measures to reduce the risk in this matter by adjusting the Company's operational strategy plan, to have sustainable growth by turning customer's trading portfolio into an efficient investment portfolio. In 2024, we continued to diversify our product offering by introducing new variations of structured notes to our customers. This ongoing strategic initiative allowed us to better meet the evolving needs of our customers. During the year, we issued structured notes with a total notional amount of approximately THB 1.5 billion. There has been an expansion of the institutional customer base. In 2024, the Company has income from the Institutional Sale in the amount of 222.76 million baht. Decreased 5.59% compared to 2023. In addition, the Company still focusing on the business of jointly distributing bonds with banks and securities companies. In 2023, the Company ranked as the 7<sup>th</sup> highest in the number of bond underwriters in the primary market among securities companies.

## **2. Risk due to Intense Competition in the Securities Business**

In 2024, the securities business has been a quite highly competitive business, especially in the area of securities brokerage that has long been the Company's major source of revenue. Since the Stock Exchange of Thailand (SET) has changed the brokerage fee structure, and many companies have developed technology to better meet customer needs. The Company itself has developed systems and encouraged customers to trade more securities on the internet. In 2024, Internet trading brokerage fee was 52.65% of total trading brokerage fee. The Company has a policy to focus on providing quality services to maintain the customer base of the Company, including the expansion of the current customer base by increasing the quality of research, increasing the potential of personnel in providing services, providing advice to customers, and development information technology systems to be modern and safe. In addition, new products and services are created to facilitate and meet the needs of customers.

## **3. In its securities brokerage business, the Company is highly dependent on a small number of large clients.**

The Company's top 10 big trading clients accounted for 42.84% of total securities brokerage fee income in the year 2023 and 42.03% in 2024. Had MST lost such big trading clients, its securities brokerage fees for 2023 and 2024 would have fallen by 13.38 % and 12.38%, respectively. However, the Maybank IBG Holdings Group is MST's major shareholder account for 10.57% and 9.45% of total securities brokerage fee income in the year 2023 and 2024 respectively. Thus, it is quite unlikely that it will lose such a client. As MST has long realized concentration risks, it has thus aimed to increase the number of trading accounts in order to expand its client base. In 2024, the number of new clients opening account was 2,853 clients. 77.76% of the Company's securities brokerage fees were from retail trading business and the remainder 22.24% from local and foreign institutions. Another source of the Company's operating revenue were from Investment Banking business and Structure Notes.

## **4. Clients may Default or Delay Payment for or Transfer of Securities and Collateral for Taking Position in futures.**

The securities business is a financial business where there is a risk of default on payment for the purchase of securities of customers, and may cause to non-performing loans. It is a risk caused by economic factors that affect the ability to repay debt of the customer. The default on payment of such debt will become the expenses of the Company, and may affect liquidity or the Company's profits. Therefore, in order to reduce such risks, the Company has set a more stringent criteria for credit limits than the announcement of the Thai Securities Association (ASCO), to ensure that customers who open a trading account with MST must have a stable financial position and have a reliable source of income.



In addition, the Company also provides loan services for purchasing securities to customers via Credit balance account, where the Company has set criteria for considering credit limits and strictly controlling credit risk, including concentration at the corporate level, customer level, and stock level. Clients are required to place collateral before trading and if the client's assets fall below the minimum margin rate required to be maintained, the Company will call for margin top up or force sell, depending on the case. There are also criteria for selecting marginable securities and effective initial margin rates setting. This is to be reviewed regularly as a quarterly basis.

For the year ending December 31, 2024, excluding allowance for expected credit losses, the Company's securities brokerage receivables totaled THB 15,577.95 million, consisting of clients' Cash accounts of THB 750.15 million, Credit Balance account of THB 114,457.98 million, Securities Borrowing and Lending accounts of THB 13.54 million, and other receivables of THB 287.11 million, with unearned interest revenue of THB 69.18 million. In addition, the Company had derivatives business receivables amounting to THB 0.03 million and other receivables of THB 133.53 million. Such securities and derivatives brokerage receivables are classified as non-performing debts in the amount of THB 420.63 million, accounting for 2.70% of its total securities and derivatives brokerage receivables. Non-performing of THB 251 million.

For such non-performing debts of THB 420.36 million mentioned above, the Company established an allowance for expected credit losses of THB 410.08 million. 100% allowance was provided to outstanding debts exceeding their collateral.

#### **5. Risk Associated with Margin Account under the Credit Balance account**

In extending margin loans to securities trading clients, the Company may face the risk that margin clients may default their repayments, especially in the case that value of securities put as collateral falls below their outstanding margin amount. Normally, such repayment default will not occur under the credit balance system as margin clients are required to maintain their maintenance margin in accordance with conditions as prescribed by the Company and relevant regulators. If the proportion of collateral to outstanding margin amount falls below the prescribed ratio, the procedures related to call margin and force sell will apply respectively. Nevertheless, some adverse abnormal situation may occur, thus leading to a sharp decline in the value of securities put as collateral, such that the system of maintenance margin cannot cope with it. To manage this risk, the Company formulates and applies clear and stringent policies in selecting securities allowed to be traded under the margin system as well as prescribing initial margin for such securities. The Company does not allow its clients to trade risky/speculative securities under the margin system. The Company also prescribes ceiling margin amounts for each client in trading particular securities.

Margin loans amounts as of December 31, 2022, 2023 and 2024 were THB 14,867.55 million, 14,052.04 million, and 14,457.98 million respectively. Margin loans amount outstanding may vary each year, depending upon trading activities on the SET. For the period that margin loans amount outstanding sharply increases, the Company realizes the potential risk associated with margin account. The Company complies with policies/measures in dealing with this risk as described in the previous paragraph stringently.

#### **6. Any failure in Computer Systems may Disrupt the Company's Securities Brokerage Business operations.**

To operate its securities brokerage business, the Company relies heavily on its computer systems. Business impact analysis has been carried out to identify critical business functions, which in turn will determine critical IT systems that have to be carefully taken care of.

Resiliency and stability have been implemented for identified critical IT systems in many ways as follows:-



- Data backup of critical IT systems has been performed on a daily basis.
- High Availability (HA) is established for key IT components.
- Disaster Recovery (DR) capability has been prepared where required backup servers and software components are prepared and running at a different data center site. DR test to make sure the recovery is within expected duration are carried out at least twice annually.
- Data network redundancy has also been implemented between data centers and between branches to reduce impact if there is problem with one particular network provider.

## 7. Cybersecurity Risk Factors for Business

According to the Company's business relating to customer information and providing services through the use of various technologies, such as opening an account via online, Trading stocks, depositing, withdrawing money online system. The chances of facing cyber threats are therefore quite high. Cyber threats can come from external actors in variety ways such as attacking on the system vulnerabilities, conducting social engineering, spreading malwares, etc., or from internal staff either with malicious intentions or just lacking of security awareness. It leads to various risks for example:

- Data loss or data leak
- Data integrity risk
- Financial loss
- Reputational and trustworthy risks
- Service availability risk
- Regulatory and compliance risks
- Legal risk

However, the Company attaches great importance to this matter, by coordinating with the Maybank Group in bringing various machines to use and formulating guidelines to deal with cyber threats effectively, such as;

- 1) Implementing multiple layers of defense to protect corporate network and systems from being attacked by using technologies and security tools such as Firewall, Intrusion Prevention System, Advanced Persistent Threat detection, Email Security Gateway, Network Access Control, Antivirus, etc.
- 2) Controlling access to network and applications with proper authentication and authorization, and regular review of access granted.
- 3) Implementing Data Leak Prevention (DLP) to detect confidential data being sent out to unauthorized persons.
- 4) Preventing staff to browse dangerous and unwanted websites
- 5) Educating staff to have awareness and understanding in cybersecurity
- 6) Hiring professional service to setup Security Operation Center to monitor and detect cyber security threat events to ensure timely response.
- 7) Patching system software regularly and hiring professional to do system-wide penetration test annually
- 8) Having regular IT audits from both internal and external auditors to ensure high standard of internal controls
- 9) Business continuity preparation for the disaster or computer system failure events by distributing data centers in multiple locations, backing up important data offsite, performing disaster recovery and business continuity exercise regularly.
- 10) Securing data communication to prevent data tapping using industry standard encryption
- 11) 11 Strict controlling of remote access with trusted devices and multi-factors authentications
- 12) Controlling usage of unauthorized software to prevent potential threats from malwares

**8. As an Underwriter, the Company is Required to Subscribe for Unsubscribed Securities that may Expose it to Large Losses.**

When the Company commits to underwrite any securities including equity & debt securities, IFF and REIT, it assumes an underwriting risk. This requires the Company to purchase any unsubscribed securities for its own account. This may be caused by inappropriate (too expensive) securities pricing, unfavorable economic conditions and volatile capital market, all of which eroding investor confidence to invest in such securities. When the Company has to subscribe for any unsubscribed securities, this may expose the Company to significant underwriting losses if their performances in the secondary market are sub-par. This will of course affect the Company's result of operation and financial condition.

To mitigate this risk, prior to committing to underwrite any securities, the Company will conduct a preliminary study and analysis of business fundamental of the securities issuer as well as potential subscription interest / demand from investor clients. The Company will commit to underwrite only securities that will expose it to minimal underwriting risk, strictly following internal underwriting guidelines and relevant regulatory requirements. Before the Company commits to underwrite any securities with significant offering amounts, securities underwriting approval from the internal underwriting committee is to be sought prior to its entering into the underwriting agreement.

**9. The Company's Business may be Affected by an Error or the Misconduct of an Employee that is Difficult to Check and Prevent.**

The Company's business is highly dependent upon its reputation and the trust of its clients. Employees are regularly in direct contact with clients and have knowledge of, or access to, the clients' assets or information. Accordingly, when an employee does not carry out his or her duties in accordance with a client's orders or acts beyond his or her authority or does not act in compliance with the Company's rules and regulations including its compliance manual or commits misconduct in managing client's assets or uses the client's information without permission or other actions that may harm client interests, the Company's reputation and the trust of other clients may be adversely affected. The Company may also become liable for the losses incurred by the clients in question.

Therefore, the Company has pay attention on operational risks, whereby the policy and procedures are clearly defined. In addition, the work of employees is regularly inspected by Internal Audit, and setting clear penalties for offenses at various levels to increase caution in the work of employees. A disciplinary committee has been established to consider punishing employees according to the severity of the incident as well as increasing inspection and supervision measures to prevent the same problems from occurring again.

**10. The Company Operates its Businesses under Stringent Laws and Regulations, including Regulations that Impose Liability on its Operations that Could have an Adverse Effect on its Results of Operations and Financial Condition**

The securities business is strictly controlled by laws and regulations from government authorities, the Office of the SEC and the SET. As a result, any establishment or change of government policy or of the supervisory roles of the relevant regulatory bodies may affect the Company's goals, competitiveness and business and could have a materially adverse effect on the business, financial condition and result of operations of the Company. Moreover, the Company may incur liabilities resulting from the operation of its business, such as from mistakes arising from the performance of its duties as financial advisor or underwriter or from its failure to comply with steps in accepting securities purchase or sales orders from clients. The Company cannot ensure that if the Company became liable, it would not face serious liability or a possible business license risk, either of which could have serious a material effect on its business and its reputation.

To mitigate this risk, the Company's Compliance Department has closely monitored changes in laws and regulations relevant to the Company's businesses, and will closely control and check operations of each department in the Company to ensure they are in conformance with applicable laws and regulations. It will inform of changes in relevant regulations to all involved departments.

#### **11. The Company is Highly Dependent on Staff**

The Company relies on experienced, knowledgeable and skilled employees in its business operations. At present, in a highly competitive business, with a limited number of experienced and skilled staff, there is intense competition to recruit appropriate qualified staff. Should the Company be unable to retain these staff, the Company's business continuity may be affected to the detriment of its financial condition and result of operations.

To counter this risk, the Company has provided its staff with good employee welfare, and long put emphasis on providing training courses for employees with the aim of enhancing employee skills.

#### **12. The Company's operations are under the control of the major shareholder**

As at September 6, 2024, Maybank IBG Holdings Limited (formerly known Maybank Kim Eng Holding Limited), the Company's major shareholder, held an 83.25% equity stake in the Company's total paid-up shares. Thus, Maybank IBG Holdings Limited, with more than 50% share held, remains able to control shareholders' resolutions in relation to key matters that are required by laws or articles of association of the Company to be passed by a majority vote of shareholders attending the meetings and entitled to vote, except for matters that are required by laws or articles of association of the Company to be passed by a three-fourths vote of shareholders. Therefore, other shareholders may not obtain sufficient votes to balance those of Maybank IBG Holdings Limited. Nevertheless, the Company has appointed 4 independent directors who are members of audit committee, representing 66% of the 6 Company's Board of Directors. They are responsible for monitoring and providing advice on the Company's operations to ensure it has operated transparently and accurately. Moreover, as a subsidiary of Maybank IBG Holdings Limited that has long been well known for its securities business with subsidiaries in Asia, Europe and the United States, MST has been widely accepted by retail and institutional trading clients for its expertise and experience in the securities business.

#### **13. The Effect from the Emergency Situations**

The Company, however, has put emphasis on managing any casualties that might occur with its branches and clients. The Company developed and implemented plans related to safety standards. It also purchased casualty insurance that could cover any casualties resulted from many disasters with the amount of THB 907million.

In addition, the Company has set Business Continuity Plan (BCP) and alternate site to support continuous operation, in case there is any crisis situation that may affect normal process. Currently, the Company has set up an alternate site at Bang Khae branch where we provide computer equipment, programming system and minimum resources that may be needed for immediate use and conduct testing with various scenarios on an annual basis.

We also leverage as much as we can on technology to support the working environment, practicing strict hygiene on working area, thanks to our robust business continuity plan and continuous guidance and support from Maybank Group, we are able to manage effectively the Operations and continue servicing our clients in a very challenging environment.

## 14. The Risk factors of Derivative Warrants

### 14.1 Risks relating to the Derivative Warrants

#### A. Risks from Price Changing of Derivative Warrants

##### I. Market supply and demand

The price of Derivative Warrants depends on the demand and supply of the derivatives warrants at that time, i.e. in trading of Derivative Warrants on the Stock Exchange of Thailand which there are a large number of buyers and sellers, each buyer and seller may decide to place an order by different methods and decisions which could affect the price of derivatives warrants at that moment.

##### II. Factors affecting price of the Derivative Warrants

###### ▪ Price of Underlying

The dynamic of Underling price will effect Derivatives Warrant price depend on the following:

- Derivatives Warrant which the issuer gives the investors the right to buy (Call Warrant)  
If the underlying asset price increases, the price of Derivative Warrant will increase accordingly. On the other hand, if the underlying asset price declines, the price of Derivative warrants will decrease.
- Derivatives Warrant which the issuer gives the investors the right to sell (Put Warrant)  
If the underlying asset price increases, the price of Derivative Warrants will decrease accordingly. On the other hand, if the underlying asset price declines, the price of derivative warrants will increase.

###### ▪ Exercise Price

The changing of Exercise Price will effect Derivatives Warrant price depend on the following:

- Derivatives Warrant which the issuer gives the investors the right to buy (Call Warrant)  
If the Exercise Price increases, the price of Derivative Warrant will decrease. On the other hand, if the Exercise Price decreases, the price of Derivative Warrants will increase.
- Derivatives Warrant which the issuer gives the investors the right to sell (Put Warrant)  
If the Exercise Price increases, the price of Derivative Warrants will increase. On the other hand, if the Exercise Price decreases, the price of Derivative Warrants will decrease.

###### ▪ Volatility of the return on underlying asset

Volatility is the uncertainty of an asset's price. Therefore, the higher the Volatility of the underlying asset, the greater the chance of Underlying Asset price movement. This will give investors the opportunity to take profit from the Derivative Warrant price differentiation or from the increasing of exercise of rights under the Derivative Warrants. The value of the Derivative Warrants increases when the Volatility increases and decrease as the volatility decreases.

###### ▪ The Remaining period of Derivative Warrants

According to the fact that Derivative Warrants have a limited life time, which is different for each issuance. Therefore, if the time remaining of the Derivative Warrant is long, the probability that the underlying price will go up or down will increase accordingly. This will give investors the opportunity to take profit from the price movement or from the exercise of derivative warrants. The value of Derivative Warrants with a longer remaining period will have a higher value than a shorter remaining period, in the case that other specifications such as the exercise price are the same.

- **Interest Rate**

The risk-free interest rate will affect the price of derivative warrants as follows:

- Derivative warrants (Call Warrant)

According to the fact that the purchase of Derivative warrants (Call Warrant) takes less payment than the purchase of the underlying shares directly. Therefore, if risk-free interest rate is higher, the opportunity cost to buy shares directly would be higher. Therefore, investors are willing to pay more for the purchase Derivative Warrants. This makes the Derivative Warrants have more value, and if the risk-free interest rate is lower, the value of Derivative Warrants will decrease.

- Derivative warrants (Put Warrant)

According to the Derivative warrants (Put Warrant) in general, if the risk-free interest rate is higher, the present value of the exercise price would be lower. It implies selling in advance through the exercise of selling right would result in lower sales in future. Therefore, the value of the right to sell Derivative Warrants will decrease and if the risk-free interest rate is lower, the value of Derivative Warrants would increase.

- **Dividend or return on holding of Underlying Securities**

Dividend payment on Underlying securities or return on holding of underlying assets would inevitably result in a decrease in the price of the Underlying Securities or the Underlying Asset. If the right from dividend payment or return from holding the underlying asset will not affect the value of the Derivative Warrants which is in accordance with the prospectus. However, in the event that the designation differs from the prospectus, or there is no adjustment of rights or partial adjustment of rights, such as adjustment of rights only in the case of special dividends will affect the price of derivative warrants as follows:

- Derivative warrants (Call Warrant)

When the underlying securities price or the underlying asset has declined, the price of Derivative Warrants would decrease accordingly.

- Derivative warrants (Put Warrant)

When the price of the underlying asset or the underlying Asset declines, the price of Derivative Warrants would increase accordingly.

## **B. Liquidity Risk**

For trading Derivative Warrants on the Stock Exchange of Thailand, there is a market maker to provide liquidity follow the Terms and Conditions requirements of the market maker. However, the market maker's requirements would be different depending on the issuance of the Derivative Warrants issuer. Investors can seek the information on market maker conditions from the issuer of Derivative Warrants information published by the Stock Exchange of Thailand.

## **C. Risk from Expenses Related to Exercise the Rights under Derivative Warrants**

I. In the event that the exercise of rights under Derivative Warrants is cash settlement, if not specified in other cases, all exercises under Derivative Warrants will be automatically exercised. The investors of Derivative Warrants shall receive the cash settlement from the issuer of the Derivative Warrants. If the net cash value that the holder of Derivative Warrants is entitled to receive under the Terms and Conditions after deducting the exercise cost is greater than zero. However, investors of Derivative Warrants should inquire their securities companies for additional expenses incurred from the exercise of rights that are charged by their own securities companies because there may be a risk that the net cash value is insufficient to cover the additional expenses incurred from the exercise of the rights charged by the brokerage firm (if any). In addition, the investors of derivative

warrants are also obliged to declare the difference in cash value as their annual taxable income. Nonetheless, in case investors sell the Derivative Warrants to the Stock Exchange of Thailand before the end of the last trading day of the derivatives warrants, the investors would not be subject to any tax burden because they are not automatically exercised.

II. In the event that the exercise of rights under the Derivative Warrant is physical settlement, in this case there will be no automatic exercise, Derivative Warrants investors will decide whether to exercise their rights or not. Investors of derivative warrants should inquire their securities companies to the expenses incurred from the exercise of rights that are charged by the securities companies that are their own brokerages. Including to consider expenses from other rights exercises such as the exercise fee including fees for the delivery or acceptance of the underlying assets (if any) to assist in the decision to exercise the rights.

#### **14.2 Risks relating to Underlying Companies/ Underlying Securities or Indices of Underlying Securities**

##### **A. Adjustment of rights of Derivatives Warrants (adjustment of the Exercise Ratio per unit and/or Exercise Price)**

In the case of the issuer of the Underlying Securities (“Underlying Company”) takes some action (Corporate Action) that affects the price of Derivative Warrants. The issuer of the Derivative warrants will adjust the rights of the Derivative Warrants in accordance with the Terms and Conditions. The following cases as stipulated in prospectus.

- Allocation of new shares to the existing shareholders of the Underlying Company
- Stock Dividend Payment of the Underlying Company
- Dividend payment to shareholders of the Underlying Company
- Changes in the value of shares by splitting or merging shares of the Underlying Company

However, in the case where the rights are exercised and the underlying securities are delivered or accepted, there may be a requirement for a minimum number of trading units to be delivered or accepted.

##### **B. Suspension in Calculation of Underlying Indices/Suspension or Cessation in Trading of Underlying Securities and Derivative Warrants**

In the event that the calculation of the underlying indices is suspended or the Underlying Securities are suspended or halted trading by the Stock Exchange of Thailand. As a result, Derivative Warrants would be subject to suspension or halt trading following the suspension of the underlying stock indices calculation or suspension or cessation in trading of the Underlying Securities during the same period.

##### **C. Delisting of Underlying Securities from the SET**

In the event that the underlying securities are delisted from the SET before the expiration date of the Derivative Warrants as ordered by the SET or the shareholders' meeting of the Underlying Company, the issuer of the derivative warrant would adjust the expiration date of the Derivative Warrants and result in the remaining life of the Derivative Warrants being reduced. This will result in a decreasing in the value of Derivative Warrants, for example, Derivative Warrants with cash settlement will be before fourth (4) business day of the last trading day of the Underlying Securities as specified in the Terms and Conditions.

##### **D. The Underlying Company liquidation**

In the event that the shareholders' meeting of the Underlying Company has a resolution to dissolve or appoint a liquidator or the court has a final order to dissolve the Underlying Company or give absolute protection Issuers of Derivative Warrants will proceed as follows:



- In the case of Derivative Warrants have the right to purchase (Call Warrant)
  - a) Unexercised Derivative Warrants will be canceled and cannot be exercised. The Derivative Warrants will be canceled on the date that the shareholders' meeting of the Underlying Company has a resolution or by the date prescribed by the court or having an order, as the case may be.
  - b) Derivative Warrant Issuer will notify the holders of the Derivative Warrants of such cancellation as soon as possible after such cancellation and disclose information according to the regulation of the Stock Exchange of Thailand.
- In the case of Derivative Warrants Type of right to sell (Put Warrant)
  - a) Derivative Warrant Issuer will announce the fair price of the underlying securities to the holders of the Derivative Warrants to be informed within fifty (50) days after the date that the shareholders' meeting of the reference Company has passed a resolution to dissolve the reference Company or appoint a liquidator or the court has a final order to dissolve the reference Company or give absolute protection.
  - b) "Fair price" means a fair price made by an independent financial advisor in an account approved by the SEC Office. The said fair price must be made no later than fifty (50) days prior to the date of the issuance of Derivative Warrants. The fair price is assumed to be the reference price.

Derivative Warrant Issuer will pay the net difference in cash (if any) to the holders of the Derivative Warrants by paying to the bank account of the holders of the Derivative Warrants or a check with a crossed name payable to the holder of the Derivative Warrant whose names are listed in the register book on the date of automatic exercise of rights and delivered by registered mail within nine (9) business days from the date of the fair price announcement or reference price, as the case may be.

#### **14.3 Risk of disruption in settlement and delivery**

Settlement Disruption Event means an event which prevents the issuer of Derivative Warrants from settling and delivering the underlying asset to/accepting the underlying asset from the exercised Derivative Warrant holder. This is an event that is beyond the control of the issuer of derivative warrants and not caused by the fault of the issuer of the Derivative Warrants such as wars or riots in the country or abroad or any other reason resulting in inability to trade warrants or underlying securities on the Stock Exchange of Thailand as usual, the Stock Exchange of Thailand has suspended trading on the underlying securities for any reason. There are statutory requirements or orders of relevant authorities that affect the trading of derivatives warrants and/or affect the trading of underlying securities to the extent that the underlying price cannot be found. However, the occurrence of an event of failure to settle the price does not constitute a suspension of the exercise of the rights of the warrant holders and does not constitute an event of default under the terms and conditions. The issuer of Derivative Warrants will pay the difference in cash according to the conditions stipulated in the terms and conditions or deliver the underlying asset to/take delivery of the underlying asset from the holder of the exercised derivative warrants in the case of the exercise of right and the underlying asset is delivered/received according to the conditions stipulated in the terms and conditions.

#### **14.4 Risk of the ability to deliver securities according to the obligations of the warrant issuer Derivatives (Credit risk)**

Derivative Warrants are instruments that are contractual obligations between the holders of Derivative Warrants and the issuer of Derivative Warrants. In the event that Derivative Warrant is a type with partial secured or unsecured. Risk of derivative warrant holders depends on the credibility of the issuer of derivative warrants. If the issuer of Derivative Warrant is unable to pay debts or default on debt payment under derivative warrants, Holders of derivative warrants have the same position as unsecured debt holders. The holders of derivative warrants are exposed to risks related to the ability to pay the net difference in cash, delivery of securities including the payment of the exercise price in accordance with the obligations of the issuer of the Derivative Warrants. However, Derivative Warrant holders should seek the credit rating, financial status and performance of operations of the issuers of Derivative Warrants. As of May 14, 2024, Fitch Rating (Thailand) Company Limited has maintained the Company's long term domestic credibility at AA (tha) with a Stable Outlook. The Company's short term domestic credit rating is maintained at 'F1+(tha)'. The Company's credit rating reflects the Company's strong domestic brokerage network as well as the support of its parent Company namely Maybank IBG Holdings Limited in Singapore ("MIBGH") and the acquisition of shares of Maybank Group in Malaysia. The proportion of doing business with high risk and volatility is relatively small. This helps the Company to maintain a stable performance. The Stable Outlook is underpinned by the Company's market strength and the Company's sustained capital and liquidity profile. Credit downside risks could arise from weaker-than-expected capital market conditions or from the expansion of most of our business into riskier sectors.

#### **14.5 Currency risk**

This is a risk specific to derivative warrants referencing foreign securities. The exchange rate may affect the cash settlement amount as a result from exercising the derivative warrants referencing foreign securities. Factors affecting the exchange rate include, but not limited to, global economy situation, basic economic factors within the country, financial stability at home or abroad, fiscal policy etc. Exchange rate at the time the derivative warrants are issued should not be used to determine or be used as a reference to calculate the value of the derivative warrants at any given time.

### **15. Risk from society or environment (Climate risk)**

The steadily increasing average global temperature is causing the world to suffer severe climate change, such as droughts, floods, and dust pollution, etc. Such changes come with risks and business opportunities such as the risk of rising energy costs, the risk to human health is increasing, or business opportunities where consumers demand more environmentally friendly products. We view the risks from such climate change as there may be a risk to the performance of employees, or affecting the ability to the business and debt repayment of customers. Therefore, in order to prepare the Company to cope with the possible impacts, MST has established guidelines for mitigating risks as follows:

- 1) Improve the BCP plan to enable employees to work from home (WFH) in the event that arising from severe climate change, and employees are unable to travel to perform their duties normally.
- 2) Always update the work manual to be up-to-date, whereby employees can work instead of each other in the event that some employees are unable to work.
- 3) There is an environment risk management policy, which covers the consideration of environmental risks that may arise from the customer's business operations, and environmental risks that may affect the business operations of customers for considering the credit limit set to the customers.



# SUSTAINABILITY REPORT 2024



## 3. Sustainability Development Report



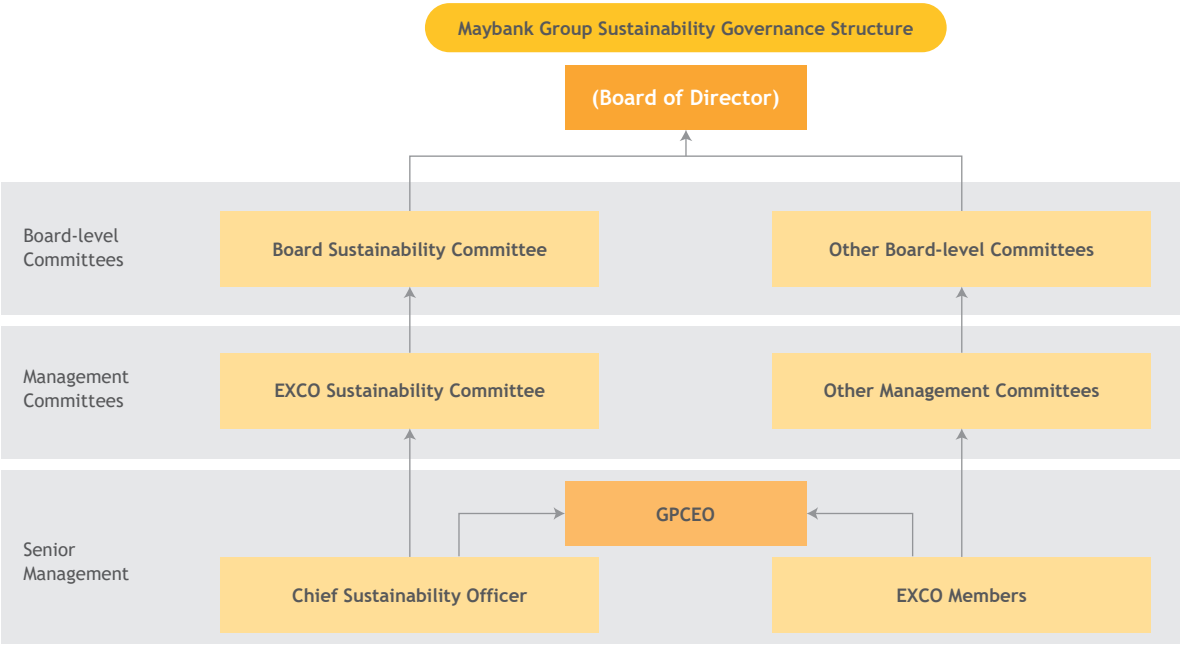
Maybank Securities (Thailand) Public Company Limited (“MST”) Sustainability Report details our sustainability strategy, approaches, initiatives and highlights on performance in 2024 that impacted our business operations, including economic, environmental, social and governance.

Furthermore, we elaborate on our achievements in relation to our overarching sustainability strategy, and aligned with Maybank Group’s mission of Humanising Financial Services, in accordance with the Group’s M25+ strategy.

### 3.1 Sustainability Development Policy and Goal

#### 1. Sustainability Governance

Maybank Securities (Thailand) Public Company Limited (“the Company”) is guided by Maybank Group’s sustainability governance structure, as highlighted below:



With clear direction and strong leadership from the top, the Company executes sustainability initiatives and integrates sustainability considerations into its business and operations. While the ultimate governing body is the Maybank Group Board, the Company has its own internal governance that supports the overall sustainability objectives and strategies of the Maybank Group. The Company internal governance is detailed in Page 85 of ONE Report.

#### 2. Sustainability Policy

Maybank Securities (Thailand) Public Company Limited (“the Company”) is determined to be a leading financial institution in Thailand while fostering sustainable growth for the good of society. The Company has focused on social responsibility activities along with business operations, while taking into account the creation of social responsibility values, with the aim of benefitting society, community, environment and all related parties. It has established policies and strategic frameworks in 3 core areas, focusing on sustainable investment, a livable and sustainable society and sustainable environment for future generations aligned to Maybank Group policies and the Sustainable Development Goals (SDGs) of the United Nations (UN).

3. Sustainability Growth Strategy and Goal

The Company has established strategic sustainability frameworks and goals by taking into account Maybank Group’s sustainability pillars and commitments as follows:

A. Maybank Group’s Sustainability Pillars

Maybank Group’s ambition is to be a Sustainability Leader in Southeast Asia that is committed to serving the community as a Force for Good and making a positive impact on our society and the environment, with focus on executing outcome-driven projects that will make a tangible difference. This is supported by our three core pillars, namely

1.	The 1 <sup>st</sup> pillar is Responsible Transition. It aims at enabling transition to a low-carbon economy by balancing environmental and social imperatives with stakeholders’ expectations.
2.	The 2 <sup>nd</sup> pillar is Enabling Our Communities. It aims at building community resilience across ASEAN and undertaking responsive action to promote economic development and social well-being.
3.	The 3 <sup>rd</sup> pillar is Our House Is in Order & We Walk the Talk. It aims at leading by example with good management practices and ensuring that Maybank’s ESG strategy is based upon a strong foundation.

Sustainability strategies under each of Maybank Group’s pillars are illustrated below:

 <b>RESPONSIBLE TRANSITION</b> Enabling transition to a low-carbon economy by balancing environmental and social imperatives with stakeholders’ expectations. ..... <ul style="list-style-type: none"><li>• Supporting the Transition to a Low-Carbon Economy</li><li>• Developing Sustainability-Focused Products and Services</li><li>• Systemic Risk Management</li><li>• ESG Integration in Financial Analysis</li><li>• Engaging our People in Sustainability</li><li>• Business Ethics</li></ul>	 <b>ENABLING OUR COMMUNITIES</b> Building community resilience across ASEAN and undertaking responsive action to promote economic development and social well-being. ..... <ul style="list-style-type: none"><li>• Empowering Communities</li><li>• Financial Inclusion</li><li>• Climate Resilience</li><li>• Transparency and Trust</li><li>• Diversity, Equity and Inclusion</li></ul>	 <b>OUR HOUSE IS IN ORDER &amp; WE WALK THE TALK</b> Leading by example with good management practices and ensuring that Maybank’s ESG strategy is based upon a strong foundation. ..... <ul style="list-style-type: none"><li>• Governance and Compliance</li><li>• Privacy</li><li>• Our Supply Chain</li><li>• Our Environmental Impact</li></ul>
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### The Pillar 1: Responsible Transition

The **first pillar** emphasises on supporting our stakeholders in gradually transitioning towards more sustainable practices and providing financial services that support their transition. This includes the development of products and offering of services that provide positive environmental impact while adequately addressing social considerations. The pillar is guided by our risk management policies and practices with due attention given to specific sectors as well as the risks and opportunities associated with these sectors.

Areas of strategic focus include:

- Engagements with clients in transitioning towards more sustainable practices, including strategic collaborations and knowledge partnerships.
- Providing access to value based solutions - this includes access to financial services that support the transition as well as integrating ESG criteria into product offerings and the development of a sustainable products and services in line with Sustainable Product Framework and the Transition Finance Framework.
- Tapping into opportunities in the ESG space;
- Management of ESG risk and climate as reflected in the respective framework and policies, including the assessment and management of our physical and transition risks and ESG positions for specific sectors.

### Pillar 2: Enabling Our Communities

The **second pillar** covers areas such as community empowerment, financial inclusion as well as inclusive practices. This includes expanding our community empowerment programmes, providing products that are simple, intuitive and accessible, providing social protection mechanisms and deploying social financial initiatives. Such initiatives include financial literacy programmes, provision of education and financing assistance programmes to small and medium enterprises (SMEs), home ownership and vehicle financing to underprivileged, lower income customers as well as micro insurance.

### Pillar 3: Our House Is in Order and We Walk the Talk

The **third pillar** focuses on the Maybank Group's internal operations and practices. This includes strengthening our governance processes and ensuring sustainability considerations are clearly incorporated across the relevant functions and committees within Maybank Group, managing our own environmental and social impact by way of our emission and water consumption and waste management, as well as incorporating environmental and social considerations across our supply chain.

To ensure that we create tangible impact with our sustainability initiatives, Maybank Group has established clear commitments that are aligned to these three pillars which build upon the steps taken in its sustainability journey over the years. The following are Maybank Group's sustainability commitments, two of which were revised as a result of the progress made in the first two years:

1.	Mobilising THB 611.61 billion (RM80 billion) in Sustainable Finance by 2025
2.	Improving the lives of two million households across ASEAN by 2025
3.	Achieving a carbon neutral position of our own emissions by 2030 and net zero carbon equivalent position by 2050
4.	Achieving one million hours per annum on sustainability and delivering one thousand significant United Nations Sustainable Development Goals (UN SDGs)- related outcomes by 2025

Maybank Group's commitments are reflected in the investment in human resources, procedures and systems to meet the needs of stakeholders and to be aligned with the UN SDGs. Maybank Group's overarching pillars and commitments are further strengthened by the M25+ strategy that was launched in 2022. M25+ aims to drive leadership in sustainability with an expanded scope to embrace ethical banking principles, deepening social impact and execution of a decarbonisation strategy. The Company has adopted Maybank Group's sustainability ambition, principles, policies and guidelines as part of its own ESG strategy. The board of directors are engaged in developing and overseeing the implementation of the strategy, closely monitoring to provide guidance and ensuring overall achievement is obtained. This can be seen from the fact that operation systems have been improved, different types of services have been added for competitive advantages and to offer clients new services as their alternative investment options for added benefit. All aspects have been developed for the Company to be successful and move towards the era of sustainable and digital transformation.

#### Policies & Practices

At Maybank Group and within the Company itself, we strive to conduct our business responsibly and this requires comprehensive internal controls and robust risk management practices. We work diligently under the Maybank Group to safeguard the integrity of our operations as we pursue efforts to create lasting value for all our stakeholders. We have established a robust governance framework that includes policies, procedures, and comprehensive controls to manage and mitigate risks as well as upholding high standards of business conduct and complying with legal and regulatory requirements. This also includes areas covering data privacy and protection, integrity, diversity & inclusiveness and human rights.

Maybank Group and the Company are committed to meeting all legal and regulatory requirements and protecting our customers and ourselves against risks by upholding good business practices. We seek to operate based on a strong set of core values, with conduct that is aligned to positive ESG outcomes.

As a responsible institution, we strive to ensure that all our business dealings are conducted in an ethical manner, with the highest standards of integrity. This includes, but is not limited to, our dealings with our customers, business partners, employees and members of the public.

### 3.2 Sustainability Development Policy and Goal

In FY2024, Maybank Group conducted an updated materiality assessment to ensure our material matters remain relevant to our business, its impacts, and align with stakeholder interests and concerns. This assessment was enhanced by adopting the double materiality principle, addressing two perspectives: financial materiality, which examines how external factors affect our business performance (outside-in) and impact materiality, which considers how our activities influence the environment and society (inside-out).

This year, Maybank Group consolidated 19 material matters into 15 to sharpen our focus and better address the Group's critical areas and stakeholder priorities. A new material matter, Biodiversity and Nature, was identified to reflect its increasing importance in supporting ecosystem resilience and long-term sustainability. These material matters were streamlined and redefined based on key frameworks, standards, and industry trends, including Bursa Malaysia's sustainability reporting requirements (Common Sustainability Matters), Global Reporting Initiative (GRI) Standards, Sustainability Accounting Standards Board (SASB), the United Nations Sustainable Development Goals (UNSDGs), as well as global analyst reports from CDP, FTSE ESG, S&P Global, and MSCI ESG Index.

The highest priority material matters span nearly all key stakeholder groups, including employees (Employee Well-being and Future Fit Talent and Culture), customers (Customer Excellence), regulators (Good Governance and Conduct, and Business Integrity and Ethics), and the broader community (Community Empowerment). This alignment highlights Maybank Group's commitment to addressing stakeholder expectations holistically.

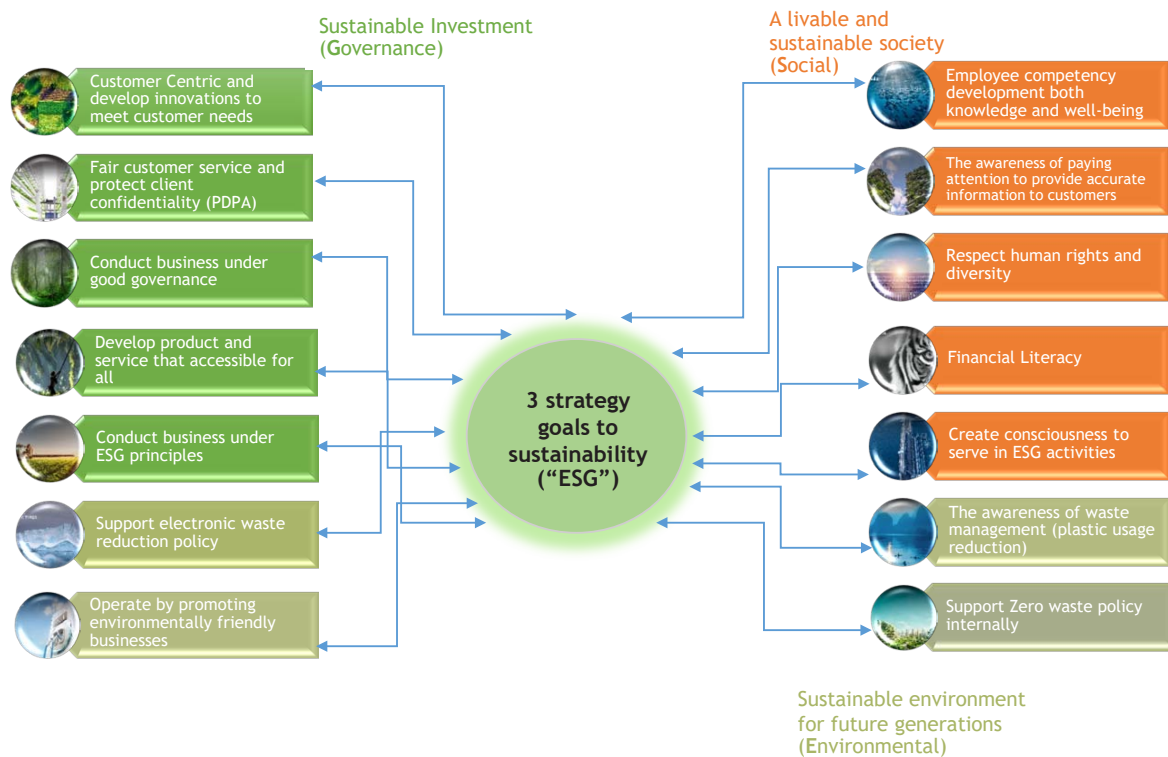
3.2.1 Business Value Chain

Stakeholders in Business Value Chain



The Company is well aware that good and effective sustainability management comes from true corporate commitment and responsibility, together with an effective management process. It aims to encourage all related parties to create continual engagement with stakeholders throughout its value chain, comprising customers, employees, shareholders, society, environment and regulators. The Company focuses on sustainability management in 3 main dimensions to Environment (E), Social (S) & Governance (G) specifically below:





<b>Environment dimension</b>	<ul style="list-style-type: none"> <li>- Raising awareness and campaigning for plastic reduction and waste separation in the organisation</li> <li>- Supporting zero waste policy within the organisation</li> <li>- Supporting the policy to reduce e-waste</li> <li>- Operating by promoting business that is friendly and caring for the environment</li> </ul>
<b>Social dimension</b>	<ul style="list-style-type: none"> <li>- Developing the potential of employees in terms of increasing their knowledge as well as taking care of their health and well-being</li> <li>- Awareness and care about providing the right knowledge to customers</li> <li>- Respect for human rights and diversity</li> <li>- Creating access to investment knowledge for the public</li> <li>- Creating a good culture centered on taking care of customers, employees, society, community and environment.</li> </ul>
<b>Governance dimension</b>	<ul style="list-style-type: none"> <li>- Customer-centricity and innovation that meets customer needs</li> <li>- Providing fair customer service and maintaining the security and privacy of customer data.</li> <li>- Conducting business under good governance principles</li> <li>- Developing products and services to the public so that they can access and diversify their investments.</li> <li>- Conducting business responsibly for society, community and environment, guided by the sustainability principles</li> </ul>

### 3.2.2 Stakeholder Engagement

Our stakeholders play an important role in enabling MST's continued business growth and development. Therefore, it is crucial that we make progressive efforts to understand the issues and concerns that are relevant to them. It is our aim to proactively nurture all of our stakeholder relationships and build trusted and long-lasting connections with them, in order to adequately meet their needs and expectations of our business. In tandem with these goals, we hope to mitigate the impact of our activities and operations to ensure a sustainable and environmentally-friendly future moving forward.

Customers	
Engagement Channels	<ul style="list-style-type: none"> <li>• Digital touchpoints &amp; platforms on Maybank Invest Application (Thailand)</li> <li>• Physical branches. Deliver services through branches to enhance customer convenience.</li> <li>• Customer Service Centres, sales representatives (e.g. Investment Consultant, Relationship Managers, Personal Financial Advisors, Client Relationship and Client Coverage Teams)</li> <li>• Social media platforms</li> <li>• Marketing campaigns and events</li> </ul>
Objectives for Stakeholders	<ul style="list-style-type: none"> <li>• Improve customer experience with fast, simple, secure and convenient service in real time.</li> <li>• Develop integrated and hyper-personalised solutions that meet customers' priorities, including sustainable financing, and connect clients to growth opportunities across the region while assisting them in their transition journey.</li> <li>• Provide competitive pricing and fair terms.</li> <li>• Educate customers about market risk, fraud and scams, while ensuring fraud and scam prevention.</li> <li>• Provide education and drive community empowerment initiatives leveraging digital capabilities to promote financial inclusion and literacy.</li> </ul>
Metrics and Data We Track	<ul style="list-style-type: none"> <li>• Number of customer complaints received and resolved; times taken to resolve for customer complaints</li> <li>• Number of customers utilising our various products and services</li> </ul>
Our Response	<ul style="list-style-type: none"> <li>• Maybank Invest - an investment digital platform has been developed to cater on-time and personalised services to our clients. There is a dedicated team comprising of customer service, IT and product owner to solve technical problem for customers.</li> <li>• Customer complaints are received, shared to stakeholders and recorded by customer service team to resolve and find solutions.</li> <li>• Promote sustainable knowledge and equal investment opportunities through social media initiatives, including the "Mastering Your Investment" program, the "Jump Start" project, and the "BUFF TALK: Edutainment Financial Talk Show."</li> </ul>

## Investors

Engagement Channels	<ul style="list-style-type: none"> <li>• Conferences and organising online opportunity days</li> <li>• One-on-one and group meetings with EXCO members</li> <li>• Dissemination of information and disclosure of materials on our website at <a href="http://www.maybank.co.th">www.maybank.co.th</a></li> <li>• Annual General Meetings (AGMs) and Extraordinary General Meetings (EGMs)</li> <li>• Annual integrated and sustainability reports</li> </ul>
Objectives for Stakeholders	<ul style="list-style-type: none"> <li>• Ensure sustainable earnings and stable dividend stream through revenue growth and strategic long-term investments, capital optimization, sweating of assets, diligent management of asset quality and liquidity and prudent risk management.</li> <li>• Proactively manage risks as a result of macroeconomic volatility.</li> <li>• Embed sustainability considerations into investment practices.</li> <li>• Prudent and effective technology investments and partnerships, to remain ahead of emerging competition</li> </ul>
Metrics and Data We Track	<ul style="list-style-type: none"> <li>• Key annual financial guidance.</li> <li>• Long-term sustainability commitments under M25+.</li> <li>• Long-term financial outcomes under M25+</li> </ul>
Our Response	<ul style="list-style-type: none"> <li>• 2024 financial performance shall be disclosed via Electronic Listed Companies Information Disclosure (ELCID) within the specified period.</li> </ul>

## Regulators

Engagement Channels	<ul style="list-style-type: none"> <li>• Point of contact, annual compliance reporting, meetings, roundtable discussions and periodic updates</li> <li>• Active participation and contribution to industry and regulatory consultation papers, forums and working groups</li> </ul>
Objectives for Stakeholders	<ul style="list-style-type: none"> <li>• Adhere to relevant laws and regulations, manage cyber risks, ensure monetary and financial stability, professional business conduct and fair market conduct practices to customers, PDPA Act</li> <li>• Embedded Compliance and ethical risk-awareness culture that comply with regulations.</li> <li>• Lead the industry and corporates in promoting and integrating emerging trends (e.g. fintech and sustainability).</li> </ul>

Metrics and Data We Track	<ul style="list-style-type: none"> <li>• Conformance and compliance with regulatory expectations</li> </ul>
Our Response	<ul style="list-style-type: none"> <li>• Compliance Monitoring and testing conduct based on significant activities and align with regulatory requirements</li> <li>• Establishment of customer on boarding process on the Know Your Customers: KYC and Customer Due Diligence: CDD Policy related to AML/CFT, risk management and mitigation plan, suspicious transaction reporting, record keeping.</li> <li>• Second renewal for joining Member of the Thai Private Sector Collective Action Against Corruption (CAC) certification program on Anti-Corruption</li> <li>• Conduct training/e-learning on Cyber Security Awareness for employees to raise awareness on IT emerging risk during December 2024 for 750 staff.</li> <li>• Conduct training/e-learning to staff on Anti-Bribery and Corruption Policy and Procedure during November - December 2024 for 767 staff</li> <li>• Conduct training/e-learning to staff on Anti-Money Laundering and Counter Terrorism and Proliferation of Weapon of Mass Destruction Financing (AML/CFT/CPF) during December 2024 for 750 staff.</li> <li>• Conduct awareness training to staff on the PDPA laws.</li> </ul>

Communities	
Engagement Channels	<ul style="list-style-type: none"> <li>• Capacity-building and economic empowerment initiatives</li> <li>• Strategic partnerships, outreach and educational programmes</li> <li>• Websites, social media channels and virtual communication platforms</li> <li>• Community engagement surveys</li> </ul>
Objectives for Stakeholders	<ul style="list-style-type: none"> <li>• Maximise the positive impact of our community initiatives towards a sustainable future for all.</li> <li>• Support initiatives that address unemployment, low financial literacy and empower disadvantaged communities.</li> <li>• Promote the availability, innovation and development of personalised financial solutions for the unbanked and underbanked.</li> </ul>
Metrics and Data We Track	<ul style="list-style-type: none"> <li>• Number of individuals impacted by our community initiatives and flagship programmes</li> <li>• Financial and non-financial benefit to individuals or communities impacted by our community programmes and initiatives</li> </ul>

Our Response	<ul style="list-style-type: none"> <li>• There are 3 projects that impact sustainable future for our community;             <ol style="list-style-type: none"> <li>1. Waste Segregation Project into the regular recycling process. Throughout 2024, the Company has participated in bringing 2,223.85 kilograms of materials back or equivalent number into the recycling process to reduce greenhouse gas emissions by 10,790.84 kgCO<sub>2</sub>e. These can be comparable to planting 1,130 trees. Moreover, on 21 December 2024, the Company have additionally delivered 6,859 items of IT and non-IT equipment to the Project. While our goal for waste collection of the year 2024 was set 1,500 kg. but in 2024, MST could gain in total 2,223.85 kg. over than expected.</li> <li>2. Prudent resource management by swapping out the equipment utilized in head office and nationwide branches to energy saving appliance continually. In 2024, 1,700 LED lightbulbs were replaced by fluorescent lightbulbs at branches across the nation, and inverter systems were replaced by air conditioners at some branches. This resulted in a reduction of electricity consumption by showing as follows:                     <ul style="list-style-type: none"> <li>• In 2023, save 7.79% when compared with the year 2022; and</li> <li>• In 2024, save 8.61 % when compared with the year 2023</li> </ul> </li> <li>3. Office rental area received the LEED standard (Leadership in Energy and Environmental Design) certification. MST considered global warming reduction when deciding whether to lease the office space at Park Silom Building in June 2024. The building must be certified by the U.S. Green Building Council (USGBC) to ensure that its design and construction are met with the standards of the LEED Gold Certificate. This is to serve as a guideline in assessing green buildings by emphasizing the efficient use of resources within the building and reducing negative environmental impacts.</li> </ol> </li> </ul>
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Suppliers	
Engagement Channels	<ul style="list-style-type: none"> <li>• Check History/Background, Business operations, financial status, Company policies, and various activities. Including news from all suppliers carefully before deciding to work together.</li> </ul>
Objectives for Stakeholders	<ul style="list-style-type: none"> <li>• Maybank is committed to working with suppliers who follow the law, respect fair employment practices, and align with our Group Human Rights Policy. We encourage suppliers to be honest and trustworthy, while considering both the environment and individuals' interests. Protecting data and information and conducting business sustainably in an ethical manner are also top priorities.</li> </ul> <p>We expect our suppliers to operate responsibly, respecting human rights, maintaining transparency, and reducing their environmental impact. Suppliers should meet Maybank's standards for sustainable practices and environmental stewardship, including energy and water use, emissions reduction, waste management, climate risks, deforestation, biodiversity, and labour practices.</p>

Metrics and Data We Track	<ul style="list-style-type: none"> <li>Suppliers working with Maybank are required to comply with our standards by completing an ESG Assessment. This includes providing information about the company, such as its policies, vision, sustainable practices, financial status, and anti-corruption measures.</li> </ul>
Our Response	<ul style="list-style-type: none"> <li>Maybank's Supplier Code of Conduct (SCoC) sets out the expectations for all suppliers to operate legally and ethically, while respecting individual rights and reducing environmental impact. To ensure compliance, we conduct a Supplier ESG Assessment for all new suppliers, those renewing contracts, and those involved in tender processes. This helps raise awareness among suppliers and promotes sustainable practices across our value chain. After the assessment, we perform an ESG Risk Evaluation to identify which suppliers meet our criteria and which need further review. Maybank is dedicated to supporting our suppliers' sustainability efforts and will offer help to those needing guidance to improve their ESG practices.</li> </ul>

## Employees

Engagement Channels	<ul style="list-style-type: none"> <li>Dialogue sessions with EXCO and other engagement initiatives (e.g. town halls, roadshows, coffee talk sessions)</li> <li>Regular electronic communication (e.g. emails, newsletters and portals), as well as virtual and social media channels</li> <li>Feedback platforms</li> </ul>
Objectives for Stakeholders	<ul style="list-style-type: none"> <li>Ensure a safe, caring and engaging work environment to enable work-life integration and successful navigation through the pandemic and beyond.</li> <li>Enable greater flexibility in performing daily functions via access to tools and arrangements that allow employees to work remotely with minimal interruption.</li> <li>Advocate diversity, equity and inclusion (DEI).</li> <li>Power a bionic workforce equipped with the right skills, capabilities, competencies and mindset to remain relevant.</li> <li>Build next-gen capabilities.</li> </ul>
Metrics and Data We Track	<ul style="list-style-type: none"> <li>Employee training and development, including number of training hours logged</li> <li>Workforce diversity, equity and inclusion metrics</li> </ul>
Our Response	<ul style="list-style-type: none"> <li>In 2024, 2,164 participants attended key training and development programs including technical skills and soft skills.</li> <li>The number of employees in 2024 comprised 41% as Male and 59% as Female. The Company's workforce is diverse and consists of various nationalities, i.e. 5 employees from Malaysia.</li> </ul>

### 3.3 Managing Sustainable Environment

#### 3.3.1 Policy and Guideline for Sustainable Environment

Nowadays, environmental problems are a big concern that needs to be resolved quickly. Especially the problem of climate change, PM 2.5 pollution, which has intensified and has a wider impact and can cause effects on the economy and ecosystems. If we want the next generation to live in a pleasant environment, we all need to help each other. Even just helping each other a little can produce excellent results in the future. The Company has initiated the 3 R (Reduce, Reuse & Recycle) project, which is a continuous project for 5 years to instill awareness among employees to reduce and use resources efficiently. We continue to reduce the use of paper and stop using plastic bottles. There is also a waste separation project where we provide waste sorting bins for service at the head office and branches as well.

Furthermore, the Company consistently carries out prudent resource management by swapping out the equipment utilised in head office and nationwide branches. In 2023, 1,700 LED lightbulbs replaced fluorescent lightbulbs at branches across the nation, and inverter systems were replaced for air conditioners at some branches. This allowed the Company to save 7.79% on electricity consumption in 2023 and in 2024, the Company reduced electricity costs by 8.61% in comparison to the previous year.

#### 3.3.2 Activities for Sustainable Environment (Waste sorting, recycling and upcycling)

##### 1) Waste Segregation into the recycling process regularly.

The Company collaborates with Recycle Day to reduce residual waste and help to reduce the carbon footprint by properly recycling paper, plastic, and aluminum that are no longer in use. The unused material will be processed into new products, thereby creating a circular economy and generating income for the community and society. "Reduce, Reuse, and Recycle" is easy and simple to implement by utilizing resources efficiently for maximum benefit.

Throughout 2024, the Company participated in bringing 2,223.85 kilograms of materials back into the recycling process, or equivalent number to reduce greenhouse gas emissions by 10,790.84 kgCO<sub>2</sub>e. and these can be comparable to planting 1,130 trees.



## 2) Waste delivery project with Recycle Day



บริษัท รีไซเคิลเดย์ จำกัด  
115/10 ถนนสุขุมวิท 21 (สุขุมวิท) แขวงคลองเตยเหนือ เขตวัฒนา กรุงเทพมหานคร 10110  
โทรศัพท์ : 0105564088955 โทรสาร : 095-090-8899

### รายงานผลการดำเนินงานโครงการ

ชื่อสมาชิก : Maybank Securities (Thailand) Public Company Limited เบอร์สมาชิก : 081 - 408 - 9935  
ช่วงเวลา : มกราคม - ธันวาคม 2567 มีการรับทั้งสิ้น : 2,223.85 กิโลกรัม  
เทียบเคียงการลดคาร์บอนไดออกไซด์ : 10,790.91 Kg CO2 eq เทียบเคียงการปลูกต้นไม้ : 1,135 ต้น

ประเภทของปริมาณ (กิโลกรัม)	มกราคม	กุมภาพันธ์	มีนาคม	เมษายน	พฤษภาคม	มิถุนายน	กรกฎาคม	สิงหาคม	กันยายน	ตุลาคม	พฤศจิกายน	ธันวาคม	ปริมาณรวม
กระดาษ/กระดาษแข็ง	2.00	0.00	0.00	0.95	0.35	1.20	1.20	1.05	1.60	1.90	4.55	0.95	15.75
พลาสติก	46.10	67.05	19.65	132.80	0.00	27.80	0.00	0.00	0.00	0.00	0.00	0.00	293.40
กล่องกระดาษแข็ง	8.40	4.60	36.45	34.25	40.25	37.35	88.50	59.05	54.20	60.95	60.75	72.60	557.35
กระดาษคราฟท์	0.00	83.00	0.00	16.50	21.65	0.00	0.00	0.00	36.15	74.80	26.50	0.00	258.60
พลาสติกบรรจุภัณฑ์และพลาสติกอื่นๆที่ไม่ใช่	2.80	3.00	1.30	2.00	1.55	0.20	2.25	2.10	4.05	9.80	3.95	2.50	30.80
ขวดแก้ว	6.20	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	6.20
พลาสติก HDPE	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	2.70	0.00	0.00	1.40	4.10
พลาสติก LDPE (ใส)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	3.75	2.55	6.30
โลหะ/อลูมิเนียม/สแตนเลส	2.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	2.00
กระดาษรวม	106.45	93.00	119.40	47.45	90.40	56.15	65.80	115.75	10.50	39.50	233.45	72.30	1,050.15
พลาสติกรวม	0.30	0.00	1.45	0.45	3.85	5.70	3.70	3.00	17.95	4.65	11.70	7.05	59.80
ขวดอื่นๆที่ไม่ใช่ PET	0.00	0.00	0.00	0.00	0.00	5.30	0.00	0.00	0.00	0.00	0.00	0.00	5.30
ขวด PET	3.90	3.20	4.65	13.35	16.25	19.20	24.70	23.40	21.15	25.10	19.65	14.40	188.95
เครื่องดื่มอื่นๆที่ไม่ใช่	0.60	8.50	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1.65	0.00	10.75
ปริมาณรวม	132.65	195.30	163.25	112.95	174.30	152.70	186.15	204.35	148.30	216.70	365.95	171.25	2,223.85



On 21 December 2024, we delivered IT and Non-IT equipment with 6,859 Item to recycle by disassembling them to remove or recycle properly aiming for reducing environment impact and also complying with the electronic waste regulation.



RECYCLEDAY CO., LTD.  
155/10 Sukhumvit 21 (Asoke) Rd. Khlong Toey Nuea, Watthana, Bangkok 10110  
Tel : 095-090-8899 E-mail : recycledaythailand@gmail.com  
Website : www.recycledaythailand.com



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155/10 Sukhumvit 21 (Asoke) Rd. Khlong Toey Nuea, Watthana, Bangkok 10110  
Tel : 095-090-8899 E-mail : recycledaythailand@gmail.com  
Website : www.recycledaythailand.com

Certificate of Waste Collection

January 7, 2025

To: MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED  
999/9 Rama 1 Road, Pathumwan, Bangkok 10330

Subject: Confirmation of Waste Pickup & Distribution

This document certifies that Recycleday Co., Ltd. has successfully collected and appropriately transported waste from MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED

Date	Category	Destination	Weight	Unit
21.12.2024	Used appliances	Recycle Factory	6,589	Item
Total Used appliances			6,589	Item

All collected waste has been transported and disposed of in accordance to requirement and standard with Department of Industrial Works (DIW).

(Channun Chawachit)

Chief Executive Officer & Co-Founder



RECYCLEDAY CO., LTD.

155/10 Sukhumvit 21 (Asoke) Rd. Khlong Toey Nuea, Watthana, Bangkok 10110

RECYCLEDAY CO., LTD.

155/10 Sukhumvit 21 (Asoke) Rd. Khlong Toey Nuea, Watthana, Bangkok 10110

### 3) The Bottle Caps Donation for Upcycling to Study tables

In commemoration of World Environment Day, the Company partnered with Silpakorn University to address waste management issues by repurposing reusable materials and kicked off an initiative in raising environmental awareness called, “The Bottle Caps Donation for Upcycling to Study tables” on 5 June 2024 which was World Environment Day. The campaign started from 5 June to 15 November 2024 whereby we deliberately promoted to all MST employees countrywide.

With the unwavering support from our Maybankers, the donation brought us 68 Kilograms of plastic bottle caps. These will be upcycled to 8 sets of study tables for donation to underprivileged children.



### 3.3.2 Leasing of LEED-Certified Green Building Office Space

We recognize the urgent need to mitigate climate change, MST has sought and considered to lease office space at Park Silom since June 2023. The building has been certified by the U.S. Green Building Council (USGBC) about construction and design according to standard of LEED Gold Certificate, a globally recognized benchmark with focus on resource efficiency and minimizing negative environmental impacts.

The building incorporates the following LEED and WELL Certificate design features:

- Reduce greenhouse gas emissions
- Conservation of construction materials by prioritizing environmentally friendly options
- Energy and water conservation, as well as minimizing wastewater discharge
- Promotion of occupant well-being through the provision of drinking water to all staff
- Installation of PM 2.5 air filters
- Implementation of a VAV (Variable Air Volume) system to maintain optimal temperature
- System of insulated glass for the building's facade
- Green spaces surrounding the building



## 3.4 Managing Sustainable Society

### 3.4.1 Policy and Guideline for Sustainable Society

The Company promotes good culture for employees and customers by ensuring that we take care of society, community and environment and respect human rights and equality. This is in compliance with applicable laws, best practices and Maybank Group's policies.



### 3.4.2 Activities for Sustainable Society

In 2024, the Company conducted several activities in support of a sustainable society, covering the following aspects:

#### A. Enhance internal and external corporate communication to foster a deeper understanding of sustainability.

##### • Newsletter

To foster a deeper understanding and awareness of ESG principles in all dimensions—environmental, social, and governance. The Company has implemented consistent communication of ESG-related information to employees through its weekly electronic newsletter, "Catch Up."

The "ESG Tips" section, a key feature of the newsletter, is carefully curated to be concise, clear, and engaging. It offers diverse content, including guidelines on personal income tax planning, updates on the Company's ESG initiatives, and actionable tips for sustainable living, ensuring relevance and accessibility for all employees. According to employee feedback, this initiative has played a crucial role in enhancing their knowledge, awareness, and application of ESG principles in both their professional and personal lives, thereby aligning the workforce with the Company's sustainability objectives.



In 2024, the Company expanded its communication channels to online platforms to ensure that information about the company is accessible to customers and the general public comprehensively and consistently.



- **Fostering the Agile way through Agile Quick Start Pocket Book**

In fostering the Agile way, Human Resources Department distributed ‘Agile Quick Start Pocket Book’ to all employees nationwide. Our 8-page pocket book is to unlock the power of effective Agile frameworks and ceremonies like Daily Stand-ups, Kanban, and Retrospective. These will enhance each team in Collaboration & Communication, Issue Resolution and Project Visibility.



- **Auction Fundraising to support Maybankers who were flood victims in Chiang Mai and Chiang Rai province**

According to the flood situation in the northern region, the incident affected people living in the areas of Chiang Mai and Chiang Rai provinces. This included our employees who live in the area.

Human Resources department organized an auction fundraising on 31 October 2024 to support Maybank employees who were affected by floods in Chiang Mai and Chiang Rai.

The donation amount is THB 64,128 which is sent to our Maybankers as Flood relief support.





## B. Educating Clients, Investors, youth and public

### 1. Regular investment education activities for clients and investors

- **Tiger Talk**

The Company is committed to promoting knowledge and understanding of financial products, services, and emerging technologies for customers, investors, and the general public. It believes that accurate knowledge and understanding enable individuals to effectively apply insights for efficient investment practices. In 2024, the Company enhanced its social media content on Facebook and YouTube by introducing live programs to reach a wider audience. "Tiger Talk Weekly" airs every Monday from 9:30 to 9:45 a.m., and "Tiger Talk - ATM" broadcasts Monday to Friday from 1:15 to 2:00 p.m. These programs are designed to provide free educational content for investors and interested viewers, focusing on financial goal-setting, investment planning, risk assessment, investment timelines, and an understanding of the diverse range of investment products available today (Multi-Asset), such as mutual funds, offshore investments, TFEX, Thai and international stocks, and derivatives.

The initiative aims to empower viewers to achieve their financial goals through sustainable and efficient investment practices, fostering a deeper understanding of the modern financial landscape.





- **Be the Change**

The Company has partnered with The People program, which advocates for sustainability under the concept "Be the Change." Mr. Arapat Sangkarat took the stage to share his vision for sustainable investing, focusing on development across three key dimensions:

- Transferring investment knowledge from within the organization to the public.
- Achieving investment goals for all investor groups to ensure long-term wealth and security.
- Starting with internal cultural transformation to become trusted financial advisors, developing and selecting diverse investment products, and expanding opportunities for Thai people to access investments under the concept of Democratizing Investment.

This initiative emphasizes providing accurate and safe investment knowledge to both investors and the general public equally, fostering a more inclusive and sustainable investment environment.



- **Tiger Club**

The Company organized special activities for Tiger Club members. In addition to basic financial knowledge, the Company places significant emphasis on educating Maybank customers who are members of the Tiger Club, particularly those interested in derivative products, which are complex and require a thorough understanding before investing. To address this, the Company organized Exclusive Online Classes to provide foundational knowledge on derivative products, available online at no cost. Throughout 2024, a total of 11 sessions were conducted.



## 2. Organized educational activities for existing customers and target customer groups of Maybank.

- The Mastering Your Investment program was organized to provide financial education to both existing Tiger Club members and target customer groups of Maybank, reaching over 100,000 individuals nationwide. The program consisted of five specialized seminar sessions covering key investment topics, including: “Begin Your Financial Freedom”, “Connect the Dots for Big Opportunity”, “Discover the Hidden Gems of the Thai Stock Market”, “Expand Your Investment Horizon”, “Master Your Port with Multi-Assets”



- The Jump Start: Seize Every Opportunity in the New Investment Era project and the BUFF Finance Talk Show were designed as live talk shows held at EARTHLAB Cinema, 9th Floor, CentralWorld. The sessions were also made available for on-demand viewing through various platforms, including Facebook, social media channels, Key Opinion Leaders Network, and other online platforms. These initiatives align with Maybank Thailand's vision to provide financial education combined with entertainment, making complex investment concepts accessible and engaging while promoting equal investment opportunities. With a focus on simplifying financial knowledge for a broader audience, the events attracted over 600 in-person participants and garnered more than 5 million views across social media and online platforms.



## 3. Organized investment education activities for academic institutions.

- **Financial Literacy to Young Investors:**

The Company collaborated with educational institutions to provide knowledge to students and young individuals, fostering awareness of the importance of financial planning, preparation for secure future investments, and effective investment strategies. In 2024, the Financial Literacy to Young Investors initiative, as part of the Cahaya Kasih - Maybank Volunteerism Program 2024, was conducted at the University of the Thai Chamber of Commerce, King Mongkut's Institute of Technology Ladkrabang, and Thai-Nichi Institute of Technology.

## Cahaya Kasih - Maybank Volunteerism Program 2024 “Financial Literacy to young investors”



13 September 2024, at University of the Thai Chamber of Commerce (UTCC)



2 October 2024, at King Mongkut's Institute of Technology Ladkrabang (KMITL)



4 October 2024, at Thai-Nichi Institute of Technology (TNI)



- **Cashville Kidz Programme:**

This program aims to cultivate positive financial management practices among future leaders aged 9-12 years. It has been implemented across the ASEAN region, benefiting over 370,000 students to date. For its inaugural launch in Thailand, the program was introduced in five schools, engaging approximately 764 students.





- **eMpowering Youths Across ASEAN (eYAA) Cohort 4 - 2024**

The eYAA programme has impacted close to 60,562 community members via 293 youth volunteers and 25 Civil Society Organizations/Social Enterprises since 2018.

Leading up to the ASEAN Day celebration on 8 August 2024, the ASEAN Foundation and Maybank Foundation recently launched its latest 5-day regional capacity-building workshop for its eMpowering Youths Across Asean (eYAA) Programme at the ASEAN Studies Centre at the Chulalongkorn University in Bangkok. The workshop was a critical element of the eYAA programme structure which provides an experiential and educative learning platform for youth through social volunteerism, allowing them to implement ideas and advocate solutions to grounded issues in local communities across ASEAN.



4. **Organized a seminar in collaboration with the Deputy Prime Minister and Minister of Finance.**

- Maybank organized the national seminar "Thailand Outlook: Where Policy Meets Progress" at the InterContinental Bangkok, providing a platform for the Deputy Prime Minister and Minister of Finance to outline the direction of Thailand's economy. The event aimed to create a space for exchanging economic knowledge and perspectives between policymakers, business leaders, and investors.



The seminar was graced by Mr. Phichai Chunhavajira, Deputy Prime Minister and Minister of Finance, who presided over the opening ceremony and participated in the discussion. It also attracted 26 leading institutional investors and retail investors from across the country, with a total asset under management of over 6 trillion baht. This event highlighted the power of the investment community in driving Thailand's progress toward a stable and sustainable future.

- In 2024, Maybank is focused on providing equitable and ongoing investment opportunities for all individuals, whether professional investors or retail investors. Guided by its vision and commitment, the bank strives to make investment accessible to all groups. This vision emphasizes the development of three core areas: the provision of investment knowledge, the conduct of business in accordance with principles of good governance, and the promotion of sustainability within society.

### C. Fair Employment Practice

The Company has its fair employment practices that are in line with all relevant policies and guidelines according to the Group Human Rights Policy. It encourages employees to be good, honest, considerate, trustworthy and respectful to all stakeholders. They must focus on working righteously, being transparent and taking into account the environment and benefits for all. The Company is focusing on encouraging employees to strive to achieve at work, binding on the success of the organisation and unity at work. It continues to promote and develop employees to be experts and specialise in their tasks. The Company provides fair and appropriate compensation and welfare for the employees so that they have a good quality of life, stable and safe, with career opportunity and progress in working according to their ability. Details of these practices are mentioned below:

#### Remuneration

In line with Maybank Group, Maybank Securities (Thailand) or MST's total rewards management remains core to our remuneration approach and practices and is strongly aligned with our business strategies and values, and serves to foster a performance-oriented culture that delivers long-term sustainable returns for our stakeholders. We have in place a comprehensive Total Rewards Strategy which forms a holistic and strategic component of our integrated Talent Management Framework, which enables differentiated rewards for talent retention and attraction by providing the right remuneration, benefits and career development/progression opportunities at the right time for our people to achieve personal and professional aspirations. At the same time, it ensures we are positioned to increase staff engagement, drive positive outcomes and deliver exponential business results responsibly.

The frameworks are anchored in the principles of pay for performance and affordability, ensuring our workforce is rewarded equitably, reasonably and in line with relevant indices. We are driven to remaining competitive against our peers in the market, while embracing the principle of differentiation to contribute positively to diversity, balance and relevance.

Our commitment to fairness, respect and equality in all our business practices, including remuneration of our employees, fosters a work environment where all employees are valued and rewarded fairly for their unique and invaluable contributions.

MST's remuneration policies and practices are governed by sound principles and reviewed periodically to ensure alignment with regulatory requirements to reinforce risk sensitive remuneration practices. The aim is to attract, motivate and retain talents by enabling differentiated rewards to drive high performance culture that deliver exponential business result responsibly.

### Benefits & Well-being

The company believes in promoting employees' well-being through the provision of financial security, healthcare coverage, paid time off, employee loans at preferential rates, and other perks and benefits to support work-life integration. The benefits, which blend all elements including cost optimisation and employee/job needs, are reviewed regularly in order to remain competitive in an increasingly dynamic business landscape.

Our approach is holistic, intertwining sustainability principles with the well-being of our employees. This is to cater to our employees' physical, mental and emotional well-being, as well as their financial, social and career needs, underscoring our dedication to fostering a supportive and well-rounded work environment.

### Providing Appropriate Welfare for Employees

We offer extensive support to our employees through benefits that help to alleviate burden of expenses and foster wellbeing. The benefits offered include:

- Subvention, such as subvention for funeral of employee's spouse or parents and other allowances.
- Loans, such as housing loans, auto loans and etc.
- Funds, such as provident funds, workmen's compensation fund and social security fund.
- Health and life insurance. The Company provides life insurance for all employees and health insurance for both employees and their family members.

### Development and Career Opportunities

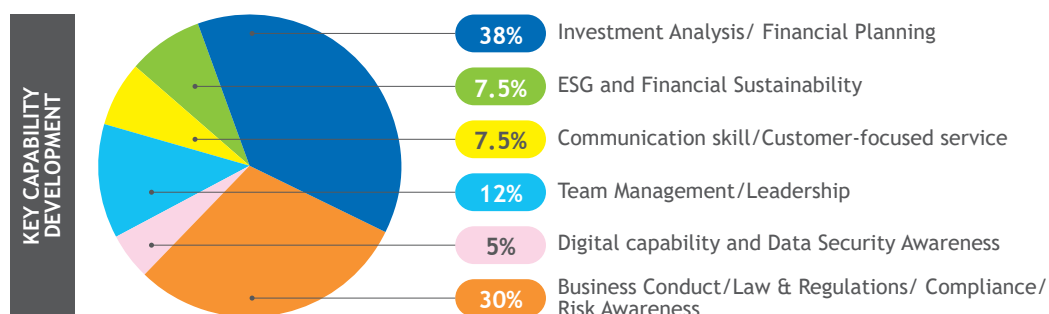
MST continues to invest in the current skills and capabilities necessary as well as the personal and professional growth of MST's employees. Opportunities are provided to employees to chart their careers across different businesses and geographies. Our strong learning culture is grounded in a multitude of flexible and customisable learning and development programmes for employees' long-term relevance, competitive advantage and growth. Employees are also encouraged to assume personal ownership of their development by upgrading their skills and taking on stretch assignments as well as expanded responsibilities.

For the year 2024, the Company has organised the following important activities to build good employment relations and training for business operational enhancement:

1	Certifies Financial Planner (CFP) training, from February to October 2024
2	Upskill Investment licenses training, from February to November 2024
3	Policy Awareness for new employees, from February to November 2024
4	M25 Unlimited Potential (M25UP) Program, from May to July 2024
5	PDPA Awareness, September 2024
6	Proper business conduct for Investment Consultant, September 2024
7	Credit Risk Management and Operation Risk Management for all ICs, November 2024
8	Civil and Criminal sanctions related to the improper conduct of ICs, September 2024
9	Strategy Day, November 2024
10	The Management of Client's properties when Clients becomes an Incompetent Person or Passed Away, December 2024

### Development and Career Opportunities

Key Capability Development	Learning type	Avg. training hours/year	%
1. Investment Analysis/ Financial Planning	Online	15	38%
2. Business Conduct/Law & Regulations/Compliance/ Risk Awareness/Policy Awareness	Online	12	30%
3. Digital capability and Data Security Awareness	Online	2	5%
4. Team Management/Leadership	Online/Workshop	5	12%
5. Communication skill/Customer-focused service	Online/Workshop	3	7.5%
6. ESG and Financial Sustainability	Online	3	7.5%





### Benefits from Key Capability Development

Key Capability Development	Benefits to Employees
1. Investment Analysis/ Financial Planning	Understand new investment products and able to cater financial products appropriate with clients
2. Business Conduct/Law & Regulations/Compliance/ Risk Awareness/Policy Awareness	Understand proper business conduct and able to comply with Law/Regulations
3. Digital capability and Data Security Awareness	Develop digital skills and equip with data security awareness
4. Team Management/Leadership	Upskill with effective team management skill and leadership competency
5. Communication skill/Customer-focused service	Develop interpersonal skills and upskill with professional service mindset
6. ESG and Financial Sustainability	Upskill with ESG knowledge as required by SEC

### Respect for human rights

The Company realises and pays attention to the principles and fundamentals of human rights. The principles of human rights are the cornerstone of peaceful coexistence which is an important part of adding value to human resources and an important factor for businesses. It enhances value and increases efficiency of employees without discriminating while promoting equality within the organisation. It gives importance to the rights of personal information, freedom of expression and non-discrimination of gender and status. Our guidelines are as follows:

- Support and respect human rights by not condoning to human rights violations, such as child labour and illegal labour as well as all forms of sexual harassment.
- Providing the highest standards and equal rights to people of all genders, ages, statuses, nationalities and religions.
- Providing equal employment opportunities for employees, including the employment of people with disabilities.
- Implementing policies and measures regarding the security of personal information of customers, including the internal control system
- Give employees and other stakeholders the opportunity to raise concerns or report any human rights violations through secure whistleblowing channels.

Since 2015, the Company has collaborated with Social Innovation Foundation for the Empowerment of Persons With Disabilities Act, B.E. 2550 (2007) to provide funds for people with disabilities with an aim to (1) develop the quality of life of people with disabilities (2) provide budget for them to make a living, earn income and be independent.

The Company has a clear policy to prevent sexual harassment within Maybank. Sexual harassment is regarded as a serious offense, and the Company maintains zero tolerance for such behaviour. This includes unwanted verbal sexual comments, sexual intimidation, the sharing of pornographic content, or any form of sexual harassment.

In this regard, the Company has stipulated penalties for offenders in such matters and provides channels for whistleblowing. The complaints will be kept confidentially.

**Occupational safety and health and working environment**

The Company has put the importance of security as well as occupational health and safety in the working environment in the same level as other business objectives. Therefore, the Company has set up the Ergonomics Committee in which the roles and responsibilities are in compliance with Labour Protection Act.

The Company announced the policy on occupational safety and health and working environment as follows:

- Safety, occupational health and working environment is considered to be the duty of every employee to perform.
- The Company supports regulations, rules and guidelines regarding safety, occupational health and working environment that are appropriate in accordance with relevant standards and laws.
- The Company follows up, monitors, assesses, controls hazards and provides improvements in the work environment, including in the workplace.
- The Company disseminates knowledge and continuously raises awareness on safety, occupational health and working environment for executives and employees.
- All employees must strictly comply with regulations regarding safety standards, occupational health and working environment and various related requirements.
- The Company continues to follow up, evaluate performance and develop safety, occupational health and working environment systematically and continuously.

MST operates in adherence to good corporate governance as well as the sustainability principles to foster confidence in stakeholders. This is achieved by a collaboration of all employees towards sustainable and balanced economic, social, and environmental development in accordance with ESG principles.

## 4. Management Discussion and Analysis



Summaries of Auditor Report for the Years 2023 and 2024 are as follows:

Financial statements of the Company for the Year ended 31 December 2023	Ms. Wanwilai Phetsang, Certified Public Accountant No. 5315 of EY Office Limited, express the opinion that the audited financial statements present fairly, in all material respects, the financial position of Maybank Securities (Thailand) Public Company Limited as at 31 December 2023 and its financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.
Financial statements of the Company for the Year ended 31 December 2024	Ms. Somjai Khunapasut, Certified Public Accountant No. 4499 of EY Office Limited, express the opinion that the audited financial statements present fairly, in all material respects, the financial position of Maybank Securities (Thailand) Public Company Limited as at 31 December 2024 and its financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

### Overview of the Company's Operation

Maybank Securities (Thailand) Public Company Limited (formerly known as “Maybank Kim Eng Securities (Thailand) Public Company Limited”) (the “Company”) is a member of the Stock Exchange of Thailand No.42. It has been granted 4 types of securities business licenses, namely securities brokerage, securities dealing, investment advisory and securities underwriting licenses. The Company has also engaged in other kinds of business that relate to and support securities business such as investment banking (financial advisory), securities registrar and securities borrowing and lending. In addition, the Company was also granted by the Ministry of Finance a license to engage in the business of derivatives agent in accordance with the Derivatives Act B.E. 2546 (2003). The Company was selected to be a member of Thailand Futures Exchange (TFEX) as well as a member of Thailand Clearing House (TCH) to engage in the business of derivatives trading. Over the last several years, a major portion of the Company's revenue came from securities brokerage business.

The Company's market shares in the domestic securities brokerage business in the Years 2023 and 2024 were 4.62% and 4.77% of total trading value in each respective year. As at 31 December 2023, the Company's total assets, liabilities and shareholders' equity as showed on the Company's statement of financial position were THB 19,998.50 million, THB 15,142.93 million and THB 4,855.57 million, respectively. As at 31 December 2024, the Company's total assets, liabilities and shareholders' equity as showed on the Company's statement of financial position were THB 19,485.31 million, THB 14,417.53 million and THB 5,067.78 million, respectively. A major component of the Company's assets is securities and derivatives business receivables, the amount of which directly relates to trading volume during the last 2 trading days prior to the end of the year. In case total trading volume significantly rises during such period, so does the amount of securities and derivatives business receivable. Thus, significant rise/decline in the Company's assets as a result of rise/decline in the amount of securities and derivatives business receivables does not truly reflect material change in the Company's financial performance and position during the year. As of 31 December 2024, major components of the Company's liabilities include securities and derivatives business payables, loans from financial institutions and debt issued and other borrowings amounted to THB 1,364.61 million, THB 5,285.00 million and THB 6,556.02 million, respectively.

## The Company's Competitive Strengths

- The Company has long been one of the leading securities brokerage houses in Thailand, thanks to the followings:
  1. Total branches in Thailand (excluding the head office) are 19 as of 31 December 2024, the Company's total securities trading accounts were 238,810 thus allowing the Company to manage operating costs efficiently.
  2. As of 31 December 2024, the Company's total securities marketing officers were 441, and this is one of the largest securities brokerage teams in Thailand.

As at 31 December 2024, total shareholders' equity on the Company's statement of financial position was THB 5,067.78 million and the Company's NCR stood at 34.16%. The Company has an investment banking team which is responsible for executing financial advisory and securities underwriting tasks, including advising on initial public offerings (IPOs), the privatization of state-owned enterprises, the issuance of equity and debt instruments, conducting tender offers to acquire control of listed companies, and offering independent financial advisory services for transactions in accordance with the regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC). The company has earned high levels of trust from various organizations and has been continuously entrusted with mandates. Additionally, the company operates a securities research team that conducts in-depth fundamental analysis, technical analysis, and macroeconomic research.

- The Company has a research team which has covered fundamental, technical and economic analysis.
- The Company's management team consists of knowledgeable executives with proven track record and over 20-year experience in the securities brokerage business.

Source of income of the Company consists of brokerage fee, fee and service income, gain (loss) on investments and derivatives, interest and dividends, interest on margin loans and others which were tabled the ratio as follows:

Revenue	2022		2023		2024	
	Million Baht	%	Million Baht	%	Million Baht	%
Securities brokerage fee	1,492.00	50.97	1,009.73	36.88	907.99	33.09
Futures brokerage fee and others	156.83	5.36	172.69	6.31	149.03	5.43
Fee and service income	251.68	8.60	148.46	5.42	197.24	7.19
Gains (losses) on investments	(150.41)	(5.14)	(752.85)	(27.50)	242.48	8.84
Gains on derivatives	260.57	8.90	872.59	31.87	(68.27)	(2.49)
Interest and dividends	184.24	6.29	361.88	13.22	395.50	14.42
Interest on margin loans	637.24	21.77	801.36	29.27	758.90	27.66
Other income	95.33	3.25	123.99	4.53	160.79	5.86
<b>Total</b>	<b>2,927.48</b>	<b>100.00</b>	<b>2,737.85</b>	<b>100.00</b>	<b>2,743.66</b>	<b>100.00</b>

## Operating Result

- **Total Revenue**

The Company's revenue consists of brokerage fee, fee and service income, gain (loss) on investments and derivatives, interest and dividends, interest on margin loans and other income (e.g. share transfer fee, interest on loan to employees). Main source of the Company's revenue comes from brokerage fee. For the Year 2023, brokerage fee (from both securities and derivatives businesses) accounted for 43.19% of the Company's total revenue. For the Year 2024, brokerage fee (from both securities and derivatives businesses) accounted for 38.52% of the Company's total revenue. In the year 2024, the Company's securities trading clients are mainly retail investors. Their trading value accounted for 56.09% of the Company's total trading value. Institutional investors accounted for 43.91% of the Company's total trading value.

For the Year 2023, the Company's total revenue was THB 2,737.85 million, decreased by THB 189.64 million compared to that of the preceding year, mainly due to the decreased in brokerage fee of THB 466.40 million, as a result from the average daily trading value decreased by 30.53%, from Baht 76,772.85 million per day to Baht 53,331.30 million per day.

For the Year 2024, the Company's total revenue was THB 2,743.67 million, which was an increase by THB 5.82 million compared to that of the preceding year, mainly due to the increase in Fee and Service income of THB 48.78 million, as a result of increase in underwriting fee. On the other hand, the average daily trading value decreased by 12.71%, from Baht 53,331.30 million per day to Baht 46,551.37 million per day.

Ratio (%)	2022	2023	2024
Income Growth Rate	(18.51)	(6.48)	0.21
Expense Growth Rate	(18.91)	6.29	(4.97)
Net Profit Margin Growth Rate	(17.42)	(41.92)	26.65
Gross Profit Margin	84.34	74.05	75.97
Net Profit Margin	21.46	13.33	16.74
Return on Equity (ROE)	12.78	7.39	9.31

In the Year 2023, the Company's gross profit margin was 74.05%, net profit margin was 13.33% and ROE was 7.39%, which were decreased from year 2022 mainly due to decrease in brokerage fee and fee as mentioned earlier.

In the Year 2024, the Company's gross profit margin was 75.97%, net profit margin was 16.74% and ROE was 9.31%, which were increased from year 2023 mainly due to increase in fee and service income mentioned earlier.

- **Brokerage Fees Income**

Brokerage fees income decreased by 125.41 million Baht or 10.61%, or from 1,182.42 million to 1,057.02 million Baht, the reasons were as follows:

- Brokerage fee income from Securities Business decreased by 101.74 million Baht, from 1,009.73 million Baht to 907.99 million Baht, a decrease of 10.08%. as a result of the average daily trading value decreasing from 4,564.15 million Baht/day to 4,146.75 million Baht/day, a reduction of 8.77%. This is in line with the average trading value of the stock exchange, which decreased from 53,331.30 million Baht/day to 46,551.37 million Baht/day, a decrease of 12.71%. The average trading value of individual investors decreased from 18,033.25 million Baht/day to 14,590.72 million Baht/day, a decrease of 19.09%.
- However, brokerage fees from Derivatives Business decreased by 13.71% or Baht 23.67 million, from Baht 172.69 million to Baht 149.02 million.

- **Fee and Service Income**

Fee and service income increased by Baht 48.78 million, or 32.85%, from Baht 148.46 million to Baht 197.24 million derived from increase in underwriting fee by Baht 43.58 million and increased in financial advisory fee by Baht 21.46 million. On the other hands, other service fees income decreased by Baht 13.26 million and SBL fee income decreased by Baht 2.71 million.

- **Other Income**

Other income increased by 6% or Baht 82.46 million, from Baht 1,406.96 million to Baht 1,489.40 million. It was derived from increase in interest income on bank deposits and government bonds by Baht 69.92 million, increase in gains and returns on financial instruments by Baht 18.77 million and increase in other income by Baht 36.79 million. However, interest income on margin loan decreased in Baht 42.46 million.

- **Total expenses**

Total expenses decreased by 4.97% or Baht 113.30 million, from Baht 2,277.69 million to Baht 2,164.39 million. It was derived from expected credit losses 61.22 million, employee benefit expenses decreased in Baht 27.61 million, other expenses by Baht 12.04 million, interest expense decreased in Baht 9.37 million, decrease in fee and service expenses by Baht 3.05 million.

- **Corporate Income Tax**

Corporate income tax increased by Baht 21.89 million or 22.98%, from Baht 95.25 million to Baht 117.14 million due to higher in profit before income tax.

Due to the above reasons, the operating result of the Company for the year ended December 31, 2024 increased from the last year by 26.64%.

## **Financial Position**

- **Assets**

Total assets at the end of the Year 2024 and 2023 were THB 19,485.31 million and THB 19,998.50 million, respectively. A major portion of the Company's assets are securities and derivatives business receivables which varies in accordance with trading volume during the last 2 trading days of each fiscal year, which are 78.53% and 80.71% of total assets as at 31 December 2024 and 2023, respectively.

- **Securities and Derivatives Business Receivables**

As of 31 December 2023, the Company's net securities and derivatives business receivables (plus accrued interest receivables) totaled THB 16,141.62 million, decrease from that at the end of the Year 2022 which was THB 18,674.39 million.

As of 31 December 2024, the Company's net securities and derivatives business receivables (plus accrued interest receivables) totaled THB 15,301.42 million, decrease from that at the end of the Year 2023 which was THB 16,141.62 million.

As of 31 December 2024 and 2023, securities and derivatives business receivables consisted of the following:

- o As of 31 December 2023, the Company has securities business receivables-cash accounts in the amount of THB 1,968.64 million, accounting for 12.20% of net securities and derivatives business receivables (plus accrued interest receivables). The outstanding balance of securities business receivables-cash accounts decrease by 45.35% from that at the end of the preceding year because total trading value during the last 2 trading days of the Year 2023 was lower than that during the last 2 trading days of the Year 2022.

As of 31 December 2024, the Company has securities business receivables-cash accounts in the amount of THB 750.15 million, accounting for 4.90% of net securities and derivatives business receivables (plus accrued interest receivables). The outstanding balance of securities business receivables-cash accounts decrease by 61.90% from that at the end of the preceding year because total trading value during the last 2 trading days of the Year 2024 was lower than that during the last 2 trading days of the Year 2023.

- o As of 31 December 2023, the Company has credit balance accounts in the amount of THB 14,052.04 million, accounting for 87.05% of net securities and derivatives business receivables (plus accrued interest receivables). The outstanding balance of credit balance accounts decreased by 5.49% from the end of the Year 2022. In addition, for other receivables which were overdue receivables on the process of following, composition or installment, at the end of the Year 2023, the outstanding balance was THB 310.36 million. Most of such overdue receivables are receivables under the old margin loans system.

As of 31 December 2024, the Company has credit balance accounts in the amount of THB 14,457.98 million, accounting for 94.49% of net securities and derivatives business receivables (plus accrued interest receivables). The outstanding balance of credit balance accounts increased by 2.89% from the end of the Year 2023. In addition, for other receivables which were overdue receivables on the process of following, composition or installment, at the end of the Year 2024, the outstanding balance was THB 287.11 million. Most of such overdue receivables are receivables under the old margin loans system.

- o The outstanding balance of receivables under securities borrowing and lending business was THB 13.54 million as of 31 December 2024, decreased from the outstanding balance at the end of the Year 2023, which was THB 38.38 million.

- o The outstanding balance of net derivatives business receivables was THB 0.03 million as of 31 December 2024, decreased from the outstanding balance at the end of the Year 2023, which was THB 0.24 million.



- **Investment in Securities**

The Company's net investment in securities as of 31 December 2023 totaled THB 1,746.32 million. Such investment in securities consists of marketable equity instruments of THB 1,733.15 million and non-marketable equities instruments of THB 13.17 million.

The Company's net investment in securities as of 31 December 2024 totaled THB 2,205.71 million. Such investment in securities consists of marketable equity instruments of THB 2,192.35 million and non-marketable equities instruments of THB 13.36 million.

Most of the Company's investments are for the purpose of hedging for derivative warrants issued and Single Stock Futures, Block Trade.

- **Receivables from Clearing House**

As of 31 December 2023, the Company had receivables from clearing house balance of THB 901.73 million, decreased from THB 1,202.18 million as of 31 December 2022.

As of 31 December 2024, the Company had receivables from clearing house balance of THB 855.05 million, decreased from THB 901.73 million as of 31 December 2023.

- **Equipment**

As of 31 December 2024, the Company's net equipment totaled THB 106.15 million, decreased from THB 113.52 million at the end of the Year 2023. During the Year 2024, there were investments in fixtures and computer equipment of THB 29.79 million and depreciation charge of THB 36.84 million.

- **Other Assets**

The Company's other assets include clearing fund, unearned revenue, prepaid expenses and others. Total net book value as of 31 December 2024 was THB 401.68 million, decreased from THB 408.39 million as at the end of the Year 2023. Such decrease was mainly due to decrease in deposit and unearned income.

- **Liquidity**

For the Year 2023, the Company had a net cash flow from operating activities of THB 2,034.88 million and a net cash flow used in investing activities of THB 58.38 million. The Company invested in equipment and intangible assets totaled THB 46.49 million and THB 14.85 million, respectively.

For the Year 2023, the Company had a net cash flow used in financing activities of THB 2,157.84 million. Major source of the Company's financing cash inflow is borrowings from domestic and overseas financial institutions. Major use of the Company's financing cash flow was borrowings repayments and dividend payment.

For the Year 2024, the Company had a net cash flow from operating activities of THB 833.91 million and a net cash flow used in investing activities of THB 35.25 million. The Company invested in equipment and intangible assets totaled THB 29.79 million and THB 6.02 million, respectively.

For the Year 2024, the Company had a net cash flow used in financing activities of THB 790.18 million. Major source of the Company's financing cash inflow is borrowings from domestic and overseas financial institutions. Major use of the Company's financing cash flow was borrowings repayments and dividend payment.

In assessing the Company's liquidity, we should take into account its capability to maintain NCR in accordance with the rules as stipulated by the Office of the SEC. Over the last 3 years (2022-2024), the Company was able to maintain NCR at the rate of higher than 7%, which is the minimum requirement by the Office of the SEC. This demonstrates that the Company was able to generate and maintain sufficient liquidity for its operation. For the Years 2022, 2023 and 2024 the Company's NCR fell in the range of 37.47% - 46.74%, 28.77% - 44.01% and 30.28% - 43.53%, respectively. Note that NCR may vary from time to time due to changes in securities trading volume, securities underwriting commitment and etc.

- **Sources of Capital**

As of 31 December 2024, the Company's source of capital is from debt of THB 14,417.53 million and from equity of THB 5,067.78 million. The Company's D/E ratios as of 31 December 2023 and 2024 were 3.12 times and 2.84 times, respectively. Major portions of the Company's debt are securities and derivatives business payables that may vary from time to time in accordance with securities trading volume during the last 2 trading days of each year and borrowings from financial institutions, debt issued and borrowings. Readjusted D/E ratios of the Company (excluding securities and derivatives business payables) as of 31 December 2023 and 2024 were 2.82 times and 2.58 times, respectively. Decrease in the Company's total debt in the Year 2024 was due to the decrease in debt issued and borrowings.

The Company's ROEs for the Years 2023 and 2024 were 7.39% and 9.31%, respectively. For the Years 2023 and 2024, the Company made total dividend payments of THB 559.40 million and THB 279.70 million, respectively.

- **Factors that may significantly affect the Company's financial performance and position in the future**

Domestic economic and political situations may affect the Company's financial performance and position. Factors such as change in interest rates, fluctuation in oil prices, political uncertainty, monetary policy as prescribed by the Bank of Thailand as well as domestic and global economic situations, all of which may jointly work to affect investment confidence in domestic and international markets.

Risk due to change in price of securities the Company has held may affect the Company's performance. Investment diversification would help to reduce this risk, i.e. settlement risk, trading error risk as well as financial risk, all of which will jointly work to affect the Company's financial position. The Company controls those risks to be at an acceptable level.

- **Future Trend**

Domestic political unrest as well as uncertain and fragile global economic recovery will affect long-term domestic economic recovery, new business opportunities and profitability of domestic listed firms in the medium and long-run, thus making investments in SET-listed firms less interesting. This will adversely affect trading activities on the SET as well as performances of the Company and other securities brokerage firms. To ensure its long-term competitiveness, the Company has a policy to continuously develop its human resources to ensure its readiness for new businesses and apply new technology to achieve operating efficiency and effective cost management. The Company has a policy to maintain its leadership in the domestic securities business by providing fully-integrated securities brokerage services and to support continuous development of the Thai capital market.

## 5. General Information and Other Important Information



### Company Information

#### List of the Board of Directors

1. Dr. Areepong Bhoocha-oom
2. Ms. Sopawadee Lertmanaschai
3. Mr. Hans Johan Patrik Sandin
4. Mr. Ricardo Nicanor Jacinto
5. Mr. Arapat Sangkharat
6. Mr. Oh Lau Chong Jin

#### Corporate Secretary

Mr. Yuttana Suwanpradit

#### Head Office

999/9 The Offices at Central World,  
20<sup>th</sup>-21<sup>st</sup> Floor Rama I Rd.,  
Pathumwan Sub-district,  
Pathumwan District,  
Bangkok 10330  
Tel: 66 (0) 2 658 5000  
Fax: 66 (0) 2 658 6301

#### Company Registration Number

Bor Mor Jor. 0107545000314

#### Company Website

www.maybank.co.th

#### Auditor

##### **EY Office Limited**

Ms. Somjai Khunapasut  
(Certified Public Accountant  
Registration No. 4499)

Lake Rajada Office Complex,  
33<sup>rd</sup> Floor, 193/136-137,  
New Rajadapisek Rd., Khlong Toei  
Sub-district, Khlong Toei District,  
Bangkok 10110  
Tel: 66 (0) 2 264 0777  
Fax: 66 (0) 2 264 0789-90  
Email: EY.Thailand@th.ey.com

#### Securities Registrar

##### **Thailand Securities Depository (Thailand) Co., Ltd.**

93, The Stock Exchange of Thailand  
Building, A Building, 14<sup>th</sup> FL.,  
Rachadapisek Rd., Din Daeng  
Sub-district, Din Daeng District,  
Bangkok 10400  
Tel: 66 (0) 2 009 9379

### Company Offices

#### Bangkok and Vicinities

##### Head Office

999/9 The Offices at Central World,  
20<sup>th</sup>-21<sup>st</sup> Floor, Rama I Rd.,  
Pathumwan Sub-district,  
Pathumwan District,  
Bangkok 10330  
Tel: 66 (0) 2 658 5000  
Fax: 66 (0) 2 658 6301

##### Ngamwongwan Branch

408, 410, 412, 414, 416, 418, 420,  
422, 424, 426, 428, 430,  
The Mall Ngamwongwan Office  
Building, 14<sup>th</sup> FL., Ngamwongwan  
Rd., Bang Khen Sub-district,  
Mueang Nonthaburi District  
Nonthaburi Province 11000  
Tel: 66 (0) 2 550 0577  
Fax: 66 (0) 2 550 0566

##### The Nine Branch

999/3 The Nine Tower, 3<sup>rd</sup> FL.,  
Room No. F03D03000-04000,  
Rama 9 Rd., Pattanakarn Sub-  
district, Suan Luang District,  
Bangkok 10250  
Tel: 66 (0) 2 184 0740  
Fax: 66 (0) 2 056 7815

##### Bangkae Branch

275 The Mall Bangkae,  
8<sup>th</sup> FL., Room No. 8/1,  
Moo. 1, Petchkasem Rd.,  
Bang Khae Nuea Sub-district,  
Bang Khae District,  
Bangkok 10160  
Tel: 66 (0) 2 804 4235  
Fax: 66 (0) 2 804 4251

##### Lat Phrao Branch

1693 Central Plaza Lat Phrao  
Office Building, 11<sup>th</sup> FL.,  
Room No. 1105, Phaholyothin Rd.,  
Lat Phrao Sub-district,  
Chatuchak District,  
Bangkok 10900  
Tel: 66 (0) 2 541 1411  
Fax: 66 (0) 2 541 1108

##### Park Silom Branch

1 Park Silom Building, 17<sup>th</sup> FL.,  
Room No. 1702-1704,  
Convent Rd., Silom Sub-district,  
Bang Rak District, Bangkok 10500  
Tel: 66 (0) 2 632 8341  
Fax: 66 (0) 2 028 8657

##### Sri Nakarin Branch

425, Big C Super Center Tower,  
Sri Nakarin Branch, G FL.,  
Moo. 5, Srinakarin Rd.,  
Samrong Nuea Sub-district,  
Mueang Samut Prakan District,  
Samut Prakan Province, 10270  
Tel: 66 (0) 2 758 7556  
Fax: 66 (0) 2 758 7551

### Central Region

##### Nakhorn Sawan Branch

1/12 Suchada Rd.,  
Pak Nam Pho Sub-district,  
Mueang Nakhon Sawan District,  
Nakhon Sawan Province 60000  
Tel: 056 217 140  
Fax: 056 217 149

### North Region

##### Chiang Mai Branch

201/3 Room No. 1-3, Mahidol Rd.,  
Haiya Sub-district,  
Mueang Chiang Mai District,  
Chiang Mai Province 50100  
Tel: 053 284 000  
Fax: 053 284 019

##### Lampang Branch

319 Central Plaza Department  
Store, Room No. 327, 3<sup>rd</sup> FL.,  
Highway-Lampang-Ngao Rd.,  
Suan Dok Sub-district,  
Mueang Lampang District,  
Lampang Province 52100  
Tel: 054 811 817  
Fax: 054 811 816

Northeastern Region	East Region	South Region
<b>Nakhon Ratchasima Branch</b> 1242/2 The Mall Office Building, 7 <sup>th</sup> Fl., Room No. A 3, Mittrapap Rd., Nai-Mueang Sub-district, Mueang Nakhon Ratchasima District, Nakhon Ratchasima Province 30000 Tel: 044 288 455 Fax: 044 288 696	<b>Chanthaburi Branch</b> 351/8, Tha Chalaep Rd., Talad Sub-district, Mueang Chanthaburi District, Chanthaburi Province 22000 Tel: 039 312 416 Fax: 039 312 391	<b>Phuket Branch</b> 1, 1/1 Thungkhar Rd., Talad Yai Sub-district, Mueang Phuket District, Phuket Province 83000 Tel: 076 355 730 Fax: 076 355 460
<b>Surin Branch</b> 137/5-6 Moo. 7, Sirirat Rd., Nai-Mueang Sub-district, Mueang Surin District, Surin Province 32000 Tel: 044 515 114 Fax: 044 519 378	<b>Chon Buri Branch</b> 55/20, 2 <sup>nd</sup> Floor, Moo. 1, Soi Lungsong, Behind Central Plaza Chon Buri, Samed Sub-district, Mueang Chon Buri District, Chon Buri Province 20000 Tel: 038 053 950 Fax: 038 053 966	<b>Surat Thani Branch</b> 216/11 Moo. 1, Chonkasem Rd., Makhamtea Sub-district, Mueang Surat Thani District, Surat Thani Province 84000 Tel: 077 205 460 Fax: 077 205 475
<b>Ubon Ratchathani Branch</b> 311 Central Plaza Ubon Ratchathani Building, G Fl., Room No. G 3, Jae Ramae Sub-district, Mueang Ubon Ratchathani District, Ubon Ratchathani Province 34000 Tel: 045 422 911 Fax: 045 422 930	<b>Rayong Branch</b> 351-351/1, TSK PARK, 1 <sup>st</sup> Fl., Sukhumvit Rd., Nuarn Pra Sub-district, Mueang Rayong District, Rayong Province 21000 Tel: 038 862 022-9 Fax: 038 862 043	<b>Hat Yai Branch</b> 1, 3, 5 Soi Juti Uthit 3, Juti Anusorn Rd. Hat Yai Sub-district, Hat Yai District, Songkhla Province 90110 Tel: 074 237 100 Fax: 074 239 509

### Legal Dispute

As at 31 December 2024, the Company has no legal dispute which is material which will negatively impact to the Company's performance or financial position higher than 5% of shareholder ratio as per financial statement as at 31 December 2024.

In this regard, the investor can consider further details of the Legal Dispute in Notes to Financial Statement.

### List of Financial Institutions that the Company regularly associates.

- Bangkok Bank Public Company Limited
- Krungthai Public Company Limited
- Krungsri Ayutthaya Public Company Limited
- Kasikorn Public Company Limited
- Kiatnakin Phatra Public Company Limited
- CIMB Thai Public Company Limited
- TMB Tanachart Public Company Limited
- TISCO Public Company Limited
- Siam Commercial Public Company Limited
- UOB Public Company Limited
- Land and House Public Company Limited
- Standard Chartered Bank (Thai) Public Company Limited
- HSBC Corporation Limited
- Oversea-Chinese Banking Corporation Limited

### 6. Good Corporate Governance Report (CG Code)



The Board of Directors of Maybank Securities (Thailand) Plc. has long put emphasis on good corporate governance. The Board of Directors believes that good corporate governance would help to prevent potential serious damages caused by the lack of a good internal control system. Good corporate governance also plays an important role in enhancing management efficiency and improving the utilization of resources. This will lead to sustainable growth for the Company and create value for all shareholders and stakeholders.

#### Board of Directors

The Board of Directors as establishing leadership role and responsibilities consists of the Directors with knowledge, skill and experience in the business. They are responsible for setting company's policy, vision, strategy, goals, mission, business plan, measures, monitoring operating results and budget of the Company, and supervise Executive Committee to operate in accordance with the policy with efficiency and effectiveness under the framework of laws, objectives, regulations and resolutions of the shareholders' meeting with responsibility, honesty and under the code of conduct but also include driving business adaptation to maximize profit and create maximum security to its shareholders.

#### Scope of Power and Duties of the Board of Directors

1. The Board of Directors is responsible for considering and approving important matters regarding the Company's operations, such as setting vision, mission, strategies, financial targets, risks, plans and budgets, as well as supervising and overseeing the management to operate in accordance with the policies and plans set out efficiently and effectively in order to increase sustainable economic value for the Company and shareholders, as well as the benefits of all parties involved.
2. To set goals, guidelines, policies, operating plans and budget of the Company, control and supervise the administration of the Executive Committee to ensure the management has performed competently and in compliance with the policies prescribed in an efficient manner. Exceptions to this are transactions such as increase/decrease of capital, issuance of debentures, selling or transferring the business of the Company in whole or in major part, buying or taking control of other companies, amending the memorandum of association or articles of association, and giving benefits to directors. In such matters, the Board of Directors needs to obtain approval from a shareholders meeting prior to carrying out such transactions.
3. To communicate the Company's strategies, goals and performance results to directors, executives and employees to be aware and understand throughout the organization by arranging the meetings with the executives through the board of directors' meeting, so that they can be conveyed to the various departments under their supervision. In addition, there is communication through internal communication systems such as the Intranet system, sending electronic mail (E-mail), etc.
4. The Board of Directors has established the Company's corporate governance policy in writing and approved it. From monitoring the implementation of the policy, it was found that the Company has complied with the principles of good corporate governance.
5. The Board of Directors has determined that a written code of conduct be developed for all directors, executives and employees understanding the ethical standards that the Company uses in its business operations, and that compliance with the code of conduct is monitored (as shown on the Company's website under the topic of Good Corporate Governance).

6. The Board of Directors has determined a risk management policy for the entire organization. Risk management team shall monitor relevant risk factors and report to the Risk Committee every month and Board of Directors quarterly, including risk review and assessment at least once a year.
7. The Board of Directors has determined internal control and audit systems. The Board of Directors assigned and authorized Internal Audit Department and Compliance Department to conduct audits and report results of the audits to the Audit Committee prior to reporting to the Board of Directors.
8. The Board of Directors has delegated and assigned sub-committees for any specific duties and responsibilities according to Terms of Reference (TOR). Each TOR identifies name of committee, duty and responsibility, as well as basic element such as meeting frequency, reporting line and committee's self-evaluation as well as disclosing remuneration.

#### Orientation of the New Directors

The Board of Directors have prescribed the reorientation for Board of Directors onboarding to understanding the business and internal policies to help support the operating duties of the directors to fully take position as fast as possible and by having the Company's Secretary as the coordinator which will cover topics as follows:

- STANDARD OF BUSINESS CONDUCT
- DIRECTORS' DUTIES AND OBLIGATIONS
- APPOINTMENTS AND RESIGNATIONS OF DIRECTORS
- GOVERNANCE STRUCTURE
- BOARD PROCEEDINGS
- REMUNERATION AND BENEFITS
- SUPPLY OF INFORMATION TO THE BOARD
- GOOD CORPORATE GOVERNANCE
- CODE OF ETHICS (ANTI-CORRUPTION MEASURE)
- ANNUAL BOARD ASSESSMENT
- CONFLICT OF INTEREST AND RELATED PARTY TRANSACTION
- OTHER KEY POLICIES OF THE MAYBANK GROUP

#### **Development of Directors and Executives**

1. The Company has prepared a succession plan for Director and the Chief Executive Officer on both ad-hoc and permanent basis. On an ad-hoc basis, other executives will act in such capacities on a temporary basis. On a permanent basis, the Nomination Committee will consider and appoint appropriate qualified personnel in advance with sufficient period of time in order to carry on the duty of Director or Executive in the near future. The Company's succession plan is to be agreed and considered from the Nomination and Remuneration Committee prior to propose to the Board of Directors for approval.

2. The Company encourages and facilitates training and development for its staff. In 2024, it sent the Senior Executives, Company's secretary and Audit Committee's secretary to attend a training course regarding corporate governance. The Company urged its directors to attend classes aimed at improving and developing their knowledge and understanding the roles, duties and responsibilities of directors. Please refer to below tabulation for the record of training attended by the Directors.



Name	Training Course	Date of Attendance	Institute / Organization
Dr. Areepong Bhoocha-oom	Invest ASEAN in Penang & Board Offsite	9-12 June 2024	Maybank IB
	Annual Board Risk Workshop 2024	3 July 2024	Maybank Group
	Latest Trends and Emerging AML/CFT/CPF Risks	8 November 2024	Maybank Group
	Anti-Bribery and Corruption (E-Learning)	November 2024	Internal Training by Compliance Department
Ms. Sopawadee Lertmanaschai	Annual Board Risk Workshop 2024	3 July 2024	Maybank Group
	Anti-Bribery and Corruption (E-Learning)	November 2024	Internal Training by Compliance Department
Mr. Hans Johan Patrik Sandin	Invest ASEAN in Penang & Board Offsite	9-12 June 2024	Maybank IB
	Annual Board Risk Workshop 2024	3 July 2024	Maybank Group
	Anti-Bribery and Corruption (E-Learning)	November 2024	Internal Training by Compliance Department
Mr. Ricardo Nicanor Jacinto	Risks and Resilience in the World of AI	17-18 July 2024	Institute of Corporate Directors
	AML/CTF Fundamentals	9 September 2024	Anti-Money Laundering Council of The Philippines
	Targeted Financial Sanctions	11 September 2024	Anti-Money Laundering Council of The Philippines
	Generative AI Revolution: Strategies, Risks, Opportunities	10 October 2024	Etiqa International
	Beyond Compliance: Governance at the Core of Driving ESG	27 November 2024	Etiqa International
	Anti-Bribery and Corruption (E-Learning)	November 2024	Internal Training by Compliance Department
Mr. Chong Jin Oh Lau	Anti-Bribery and Corruption (E-Learning)	November 2024	Internal Training by Compliance Department
Mr. Arapat Sangkharat	Invest ASEAN in Penang & Board Offsite	9-12 June 2024	Maybank IB
	Capital Market Cyber Leader 2024 : Trust, Resiliency, Sustainability	25 June 2024	
	IT Security Risk & Cyber Security	14 March 2024	
	Audit Exit Meeting for General IT Controls and Cyber Security	25 October 2024	
	Anti-Bribery and Corruption (E-Learning)	November 2024	Internal Training by Compliance Department

## Roles of Stakeholders

- Shareholders:** The Company put emphasis on generating profitability to provide good investment returns to all shareholders. The Company's dividend payment policy is to pay out at least 40% of net profit. The Company has encouraged shareholders to exercise their legal rights and will treat all shareholders equitably. Shareholders shall have the right to receive accurate and updated information on the Company's operations via its website on a regular basis. In Year 2024, the Company made dividend payment at the rate of Baht 0.65 per share, or a payout ratio of 80% of 2024 net profit. Such payout ratio exceeded its specified dividend payout policy of at least 40% of the Company's earnings after deducting all required legal reserves. For the Year 2023, the Company made a dividend payment at the rate of Baht 0.48 per share, or a payout ratio of 75% of 2023 year-ended net profit.



- **Clients:** The Company put emphasis on equal and fair treatment of all clients. The Company has provided high-quality services to its clients, keeping their information confidential, and disseminated sufficient, accurate and timely information to them. The Company has provided a variety of products and services and continued to improve and develop them to satisfy clients' needs. In providing services, the Company takes into account the best interests of clients. The Company's investment consultants urged their clients to trade with care and thoroughness and consider all relevant information carefully and thoroughly prior to making their investment decisions, not emphasizing their trading volume. This helps to prevent them from investing in manipulated stocks. Client may leave comments, suggestions, and other complaint through the Company's communication channels as follows.

Channels	Email	Phone number
Client Service	mst.clientservice@maybank.com	02-658-5050
Corporate Communication	mst.corpcom@maybank.com	02-658-6300 #5009 and 5098
Company's Secretary	cosecthailand@maybank.co.th	02-658-5000 #6660

- **Competitors:** The Company treated all of its competitors fairly and equally, and strictly complied with mutual agreements and member agreements as applicable under the relevant SEC and SET rules and regulations and ASCO agreements, which the Company has set to its standard practice not to acquire any investment consultants from other brokers in any inappropriate way.

The Company has policy to treat trade competitors not using unethical means in acquiring the confidential information from. Thus, the Company adheres to the policy as follows:

- Conducting the business within the fair and ethical competition
- Acquiring the information from trade competitor by unethical means
- Sabotaging the trade competitors by untrue information

- **Creditors and Business partners:** The Company fully complied with all conditions and terms under loan agreements and other agreements it entered into. The Company will never take advantage of, and try to build trust and support with all stakeholders. The Company had purchasing policy to compare at least 3 quotations from reliable vendor and ensure that the policy for purchasing is transparent and fair.

- **Employees:** Please see the details of "Fair Employment Practices" under the "Sustainability Report 2024" section.

- **Society and environment:** The Company promotes the efficient use of resources in all processes related to running a business, to reach maximum benefit. Whereby the Company considers the responsibility of executives and employees, which the Company will support the human resource budget, working time and training to participate in the proposed social and environmental development, namely;

- The production of the annual general shareholders' meeting invitation letter and the annual report, the Company uses paper which is the standard of environment friendly that reduces emissions of carbon dioxide (CO<sub>2</sub>).
- The Company has agreed to reduce energy consumption, such as changing the light bulb in the offices to a LED bulb.
- The Company organized the 2024 Annual General Meeting via Electronics channel to prevent the risk of contracting the COVID-19 incurred to the Company's shareholders as well as decreased the use of paper materials and enhance the application of the digitization to the Company's meeting.

Please see the further details in the "Sustainability Report 2024" section.

- **Intellectual Property:** The Company respects and abide by the laws regarding intellectual property, and has policies and guidelines regarding non infringement of the intellectual property rights as follows:

- All employees have a duty to protect and maintain confidentiality with respect to the intellectual property of the Company to prevent data leakage and shall not use the Company intellectual property for personal or third party interest without permission.
- All employees must respect and honor the intellectual property of others and must not infringe the intellectual property of other whether wholly or partly without the permission of the owner.

In the Year 2024, the Company had no disputes with any group of stakeholders and was in full compliance with its operating policy.

## Shareholders' Rights

The Board of Directors formulated a written corporate governance policy comprising policies on protecting the shareholders' rights and encouraging shareholders to utilize their rights, including basic rights and extra rights, such as the rights to: receive profit contribution in the form of dividends; obtain accurate, adequate and transparent information for making investment decisions; vote on major issues related to the Company; express opinions in the shareholders' meeting; participate in making decisions regarding major changes in the Company; and electing directors. For the Year 2024, the Company fulfilled the rights of shareholders as follows:

### 1. Right to Receive Dividends

For the Year 2024, the Company made dividend payment at the rate of Baht 0.65 per share, or a payout ratio of 80% of net profit of Year 2024 in which exceeds the specified dividend payout policy of at least 40% of the Company's earnings after deducting all required legal reserves. For the Year 2023, the Company had made a dividend payment at the rate of Baht 0.48 per share, or a year-ended payout ratio of 75% of year-ended net profit of Year 2023.

### 2. Right to Attend the Shareholders' Meeting

#### Prior to the Date of the Meeting

1. The Company allowed its shareholders to propose meeting agenda(s) and to nominate candidate(s) to be elected as the Company director at least 2 months prior to the date of the shareholders' meeting via the Company's website since December 6, 2023 to January 31, 2024.
2. The Company allowed its shareholders to submit questions approximately 2 month prior to the date of the shareholders' meeting via its website from December 6, 2023 to January 31, 2024 for the 2024 Annual General Meeting of Shareholders.
3. The Company notified shareholders of the resolutions from the meetings of the Board of Directors regarding date, time, place and meeting agendas 52 days prior to the date of general shareholders' meeting via the SET Link system.
4. The Company posted notice of the shareholders' meeting, including relevant information such as date, time, place, and meeting agendas, via its website 26 days prior to the date of meeting as the place for shareholders' meeting has been prepared for the shareholders' convenience of transport. In 2024, due to the coronavirus (COVID-19) pandemic in which the government has announced the emergency decree as well as to provide safety and convenience for the Company's shareholders, the Company arranged the 2024 Annual Shareholder's Meeting via

electronics channel by outsourcing the Digital Access Platform company, the certified service provider by Electronics Transaction Development Agency (ETDA), Ministry of Digital Economy and Society to arrange 2024 Annual General Shareholder's Meeting.

5. The Company requested Thailand Securities Depository Co., Ltd. (TSD), acting as the Company's securities registrar, to mail notices of general shareholders' meetings to all shareholders 22 days prior to the date of each meeting and relevant documents are prepared both Thai and English versions to be enclosed with the Thai and English version of notice of shareholders' meeting.
6. The Company continually updated information on its website for access by its shareholders.
7. The Board of Directors facilitated the shareholders' rights including institutional investors to attend the shareholders' meeting by prohibiting any acts that may limit or restrict shareholders' access to Company information or the general shareholders' meeting. No immediate changes in information provided during the meeting are to be made or ad-hoc meeting agendas proposed. Shareholders who arrive late will be allowed to attend the shareholders' meeting.
8. Prior to proceeding on the meeting agenda, the chair of the meeting briefed the meeting process and voting method of each agenda to the shareholders so that they can properly and correctly execute their rights and to ensure that the meeting process is in order and efficiently.
9. The chair of the meeting allowed shareholders convenient and adequate time to explain the process of voting and a mean to indicate the result before the meeting will be conducted including offer the opportunities to the shareholders to raise their issues or question. Moreover, there will be the record of questions and answers and the result of voting for each agenda. In addition, the meeting allowed shareholders to express their opinion on each agenda item and ask questions at the shareholders' meeting. However, there will be no amendment of information or any change of agenda to the meeting. The Company disclosed minutes of the meeting for the shareholders' review via its website. Details of the meeting could also be accessed via video posted on the Company's website.
10. The Board of Directors supports the adoption of technology for the meeting. Consequently, the meeting is conduct rapidly, accurately, and precisely, for example utilizing electronics media platform to arrange the Annual General Shareholder's Meeting for convenience and safety of shareholders without shareholder's travelling to the meeting venue in person which would make shareholders at risk of contracting coronavirus but instead could attend the meeting via online channel. The Company outsourcing the Digital Access Platform company, the certified service provider by Electronics Transaction Development Agency (ETDA), Ministry of Digital Economy and Society to arrange 2024 Annual General Shareholder's Meeting.
11. In the shareholders' meeting, the chairman of each sub-committee, namely the Chair of the Audit Committee, the Chair of the Nomination and Remuneration Committee, the Chair of the Remuneration Committee and the Chair of the Good Corporate Governance Committee, attends the meeting. Shareholders are allowed to ask questions on relevant issues. The Company had disclosed the minutes of the meeting for the shareholders' review via its website. Details of the meeting can also be accessed via video posted on the Company's website.
12. In the shareholders' meeting, the chair of the meeting set an arrangement to have examiners for vote counting procedure, which comprises of shareholders' representative to witness the vote counting procedure in each agenda and disclose the result in the shareholders' meeting minutes.

### **On the Date of the Meeting**

1. The Company facilitates the meeting registration by utilizing electronics media platform to arrange the Annual General Shareholder's Meeting for convenience and safety of shareholders without shareholder's travelling to the meeting venue in person which would make shareholders at risk of contracting coronavirus but instead could attend the meeting via online channel. The Company outsourcing the Digital Access Platform company, the certified service provider by Electronics Transaction Development Agency (ETDA), Ministry of Digital Economy and Society to arrange 2024 Annual General Shareholder's Meeting.
2. The Company holds the shareholders' meeting on the date, at the time and in the place that is convenient for shareholders to attend specified in the notice of the shareholders' meeting. There will be no short notice in relation to changes in the meeting place to avoid shareholders not being able to attend the meeting.
3. The meeting chairman clarifies the quorum, explains the voting (one share per one vote), vote-counting and balloting procedures and clearly discloses voting results on each agenda item.
4. There shall be no ad-hoc meeting on agenda items to be proposed by shareholders, who are the Company's executives.
5. The chair of the meeting will convene the meeting in accordance with the order as specified in the notice of the shareholders' meeting.
6. The chair of the meeting will allow shareholders to ask questions or express their views in a reasonable and adequate way.
7. The chair of the meeting will start to open quorum of E-AGM on the system (E-Meeting), the system will process and show the quorum to the meeting in comply with the law and Article of Association of the listed company. For agenda that open to vote, shareholder or proxy can vote on system in each agenda immediately (E-Voting). As closing the E-AGM meeting the system will also process the quorum at the closing time. The listed company can download the report after closing from the system immediately such as report of open/closing quorum-report of voting result in each agenda, report of voting result by shareholder/proxy and etc. Electronic Log File will store in system during time as required by law for transparency and any arguments (if any).
8. Each shareholder is allowed to exercise his/her rights in electing directors on an individual basis.

### **After the Meeting**

1. The Company Secretary will be responsible for preparing the minutes of the shareholders' meeting with opinions of and questions from shareholders. The minutes of shareholders' meeting would be reviewed for accuracy by the Company's executives and the Chairman.
2. The Company will publicize the minutes of the shareholders' meeting in both paper and video formats via its website 7 days after the date of the meeting, so that shareholders who did not attend the meeting, can check and acknowledge details of the meeting on an equal basis.

### **3. Right to Consider the Director's Earnings and the Election of Directors**

In 2023, the Company granted right for shareholders to evaluate the rate of earning payment for all Directors with a thorough policy and methodology for consideration, which include a fixed salary, pension payment, with no any other benefits.

For the Election of Directors, the Company proposed all Directors' names to the shareholders for voting one by one so that they can make the right decision. The voting result is announced and reported in the shareholders' meeting minutes for shareholders' acknowledgement.

### **4. Right to Receive Information and News about the Company.**

The Company has long emphasized on disseminating information and news about the Company to its shareholders so that they would know the progress and activities related to the business of the Company for their consideration. The Company disseminated information and news about its operation via the SETLink System and its website. The Company disseminated accurate, quick, fair, reliable and timely information to all stakeholders.

In addition, the Company allowed its shareholders to submit questions approximately 1 month prior to the date of the shareholders' meeting via its website as well as establishing a forum called Opportunity Day for shareholders and investors to receive any information and news about the Company. Further, the Company has Investor Relation unit to provide service and news about the Company to all investors.

### **5. The structure of Company's shareholding**

The details of the structure of the Company's shareholding can be seen in the topic "The structure of shareholding" in which the Company has no any crossing shareholding.

### **6. Anti-Corruption Policy**

The Board of Directors has stipulated the Anti-Corruption Policy with an aim to counter all types of corruption (Zero Tolerance Policy), including the banning of bribery for the business interests. The Company has a process to evaluate the potential risk of corruption that may arise from the operation of its business (RSCA: Risk Control Self-Assessment) as well as a guideline set for monitoring and control to prevent and pursue the risk of fraud and potential corruption risk. The Company's Internal Audit Department will serve to monitor and evaluate an effectiveness of the implementation of Anti-Corruption Policy as well as to report the evaluation result to the Board of

Directors. In addition, the Company has already conducted training for employees at all levels to ensure their awareness and understanding toward the policy.

### **7. Whistle Blowing**

The Company provides a channel for the stakeholders to place queries or file a complaint by appointing the department which independent in its operation to examine the adequacy and appropriateness of the facts in order to ensure that the complaints are handled with transparent and fair manner and to protect the informant or petitioner with fairness. (Please refer to the Company's Whistle Blowing Policy which is provided separately from this policy.) Channels for whistle blowing and complaints filing. The stakeholders can file a complaint against an action of direct or indirect fraudulent or corruption via channel as stated in this policy. The informant must provide the detail of compliant or trace and evidence or any support information as well as the name, address and contact number and submit all the details via following channels;

1. E-mail:  
mibgwhistleblowing@maybank.com
2. Mailbox:  
P.O.Box 10060, GPO Kuala Lumpur, 50704 Kuala Lumpur

All stakeholders, including shareholders, clients, competitors, creditors, government agencies, community and employees of the Company have the right to file a complaint or report against an action of fraudulent or corruption via the provided channels. The information will be kept with the highest confidentiality.

In addition to the above channels, the stakeholders can also contact or file a complaint directly to the Board of Directors in written and submit the letter to the Company via mail box or Company's website.

### **Safeguards**

Provided Company's safeguard for whistleblowers as follows:-

- (1) Committed to protect any Employee who has made a disclosure on wrongdoings involving other Employees.
- (2) in raising a concern, the Whistleblower shall not be subjected to any discrimination or unfair treatment.
- (3) If the Whistleblower believes that he/she has been subjected to discrimination, retaliation, threats or harassment for making the disclosure, he/she may highlight the matter to the Designated Recipient.
- (4) The Company shall ensure details of the Whistleblower and all relevant matters pertaining to the report would be kept confidential so long as permitted by the relevant laws.

Provided Company's safeguard on filing complaint as follows.

- (1) check evidence and related compliant documents from the Recipient
- (2) propose to the Audit Committee for consideration on fact.
- (3) provide additional investigate on violations the rules, process, fraud or corruption or disciplinary action for employees.
- (4) report to Audit Committee of Maybank Group.

(Conflict of Interest, Preventive Policy regarding use of Confidential Information and Anti-Corruption Policy are shown in the Good Corporate Governance Page 105)

### **Business Ethic**

As the Board of Directors focuses on "Good Corporate Governance", Maybank continues to emphasize the importance of transparency, integrity and accountability in all its processes and endeavours. Ethics have always played a large role in the history of the Company.

Ethic are a key part of our good governance policy. The Board of Directors has set up operational guidelines for employees at all levels to acknowledge this component of our good governance policy.

**The purpose of the Code is to:**

- Uphold the good name of the Maybank Group and to maintain public confidence in the Organization.
- Maintain public confidence in the security and integrity of the banking system;
- Maintain an impartial and unbiased relationship between the Maybank Group and its customers; and
- Uphold the high standards of personal integrity and professionalism of the Maybank Group staff.



## Coverage of the Code

1. Conflict of Interest
2. Misuse of Position
3. Misuse of Information
4. Integrity and Accuracy of Records/Transactions
5. Fair and Equitable Treatment
6. Relationship with Customers
7. Confidentiality
8. Making Public Statements
9. Social Media Usage
10. Integrity of the Banking System
11. Required Knowledge and Compliance
12. Pecuniary Embarrassment
13. Avenue to Express Viewpoint or Complaint
14. Prohibited Conduct of Person in Possession of Inside Information
15. Money Laundering and Terrorism Financing
16. Computer Crimes
17. Sexual Harassment
18. Dress Code

## The Important Change and Development of Policy Guideline and Corporate Governance System from previous year

The Board of Directors has emphasized on good corporate governance. The Good Corporate Governance Committee was established to determine and specify monitoring and evaluation guidelines since 2018 onwards and to promote implementation of, and compliance with CG Code and adopted into good corporate governance policies. For the CG Code can be classified into 8 principles as follows:

	<u>CG Code</u>	<u>CG Principles</u>
<u>Principle 1</u>	Establish Clear Leadership Role and Responsibilities of the Board	(5) Responsibilities of the Board of Directors
<u>Principle 2</u>	Define Objectives that Promote Sustainable Value Creation	(5) Responsibilities of the Board of Directors
<u>Principle 3</u>	Strengthen Board Effectiveness	(5) Responsibilities of the Board of Directors
<u>Principle 4</u>	Ensure Effective CEO and People Management	(3) Roles of Stakeholders
<u>Principle 5</u>	Nurture Innovation and Responsible Business	(3) Roles of Stakeholders
<u>Principle 6</u>	Strengthen Effective Risk Management and Internal Control	(3) Roles of Stakeholders
<u>Principle 7</u>	Ensure Disclosure and Financial Integrity	(4) Disclosure and Transparency
<u>Principle 8</u>	Ensure Engagement and Communication with Shareholders	(1) Shareholders' Rights (2) Equal Treatment to Shareholders

To be in compliance with good corporate governance (CG Code) as mentioned, the Company has established the CG Policy. The Policy has been approved by the Board of Directors and communicated to all employees throughout the Company. There is also a channel which the Company can provide information regarding good corporate governance to all employees via Company's Intranet.

The Company has disseminated its good corporate governance policies via its website to show its intent to operate under the good corporate governance practices to ensure its operation transparency. Employees are given a written good corporate governance manual and urged to work ethically and be in compliance with good corporate governance policies.

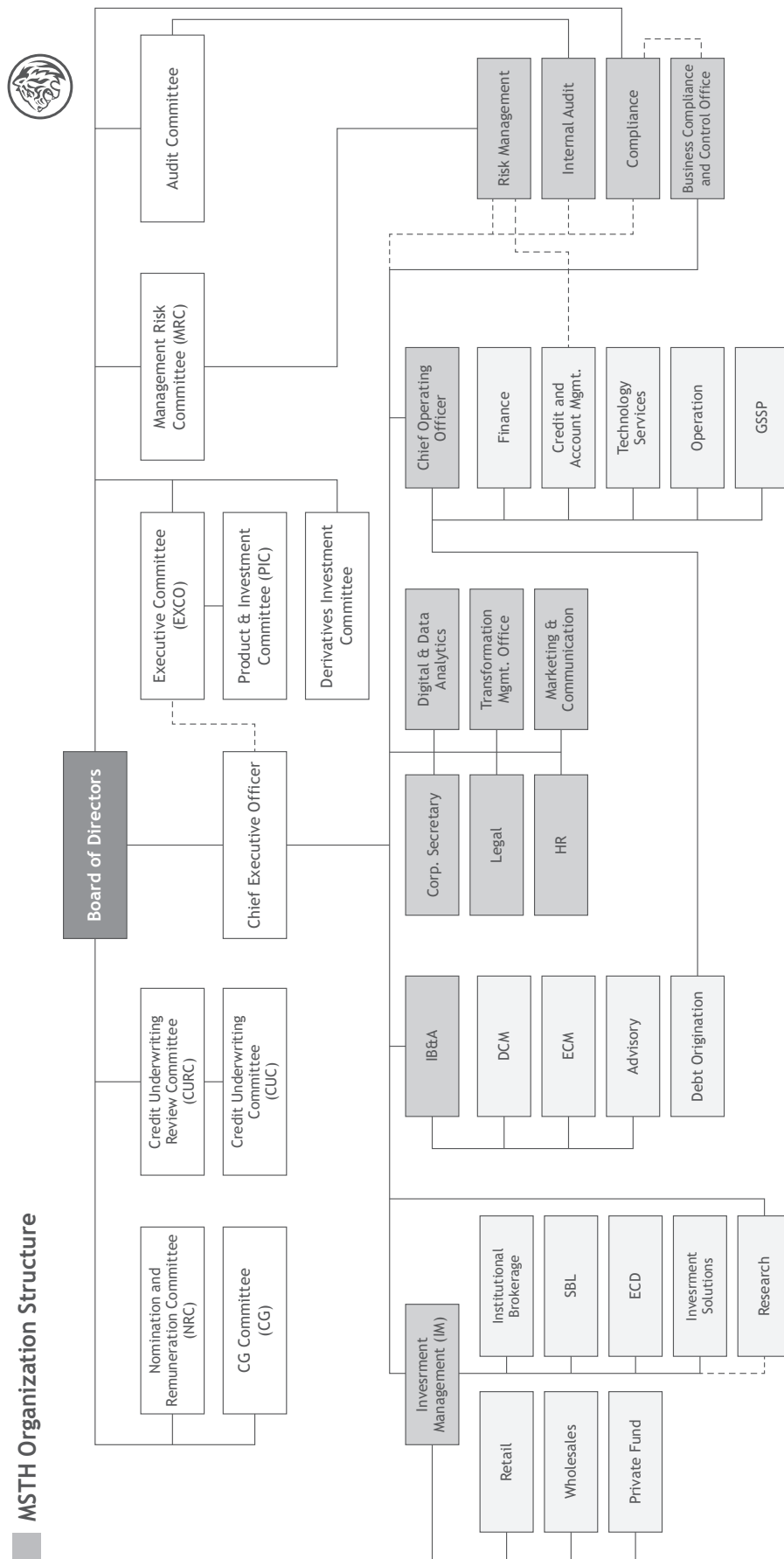
To ensure that all employees understand the rules, regulation, code of business conduct, and do the right thing right. The company had conducted to all employees to do the rules and regulations testing on company's intranet and had evaluated the level of understanding of employees from the testing results to improve the communication to employees to understand and aware of their role in promoting corporate governance. In addition to employees shall do the rules testing as a part of key performance indicators (KPI) and the employees who had joined to work during the year, they shall do the rules testing which is considered to be a part of the performance evaluation. The company also encourages employees to aware the compliance culture which is the key performance indicators (KPI).

In the Year 2024, compliance with good corporate governance policies was evaluated. The results of evaluation indicate that the Company was in compliance with most of the specified guidelines and policies in which all directors of the Company attended the Annual Shareholder Meeting and Extraordinary General Meeting of Shareholders including Chairman of the Board of Directors, Chief Executive Officer, Chairman of Audit Committee, Chairman of Nomination and Remuneration Committee and Chairman of Corporate Governance Committee.

For the Year 2024, Company was rated the evaluation point of corporate governance with "5-Star" in this regard, the Company was given "excellent score" for the Rights of Shareholders, Roles of Stakeholders, Equitable Treatment of Shareholders, Disclosure and Transparency, Responsibilities of Board of Directors and. The Company shall improve and disclose of information as derived from the suggestion in accordance with corporate governance guidance / corporate governance code (CG Code) by The Securities and Exchange Commission, Thailand.

## 7. Corporate Governance Structure and Important Information of Committee and Sub-Committee Executive and Employee Structure

### MSTH Organization Structure



## Composition of the Board of Directors

1. As at 31 December 2024, the Board of Directors has 6 members comprising of:

- 2 executive directors
- 4 non-executive directors (all are independent directors.)

1. The Company has long realized the importance of the appropriate composition of the Board of Directors, and nominates its directors in such a manner that there is a balance of power between executive and non-executive directors. The composition of the Board of Directors is such that independent directors will work together with directors who represent the major shareholders and executive directors. The number of independent directors accounts for more than one-third of the total no. of directors, thus being in line with the CG Code as prescribed by the SEC and corporate good governance principle by the SET. The Chairman is also an independent director. Regarding to the number of non-executive directors (4 persons) who all are independent directors in order to be independently expressing their opinion and make check & balance decisions from the executive directors, and the Board of Directors can perform their duties effectively.

2. The Board of Directors recognizes the benefits of diversity on the board which is the key factor in increasing the efficiency in making decision of the Board. The diversity of The Board of Directors consists of experts in many fields who Possess a variety of knowledge, capability, professional experience, business moral and loyalty. They are willing to dedicate themselves to the good of the Company.

3. Each independent director has terms of holding office of 3 years each. Each Independent director cannot hold more than three terms, or more than 9 years There is an exception to the rule when it is deemed by the shareholders or the Board of Directors that some directors play important roles in the growth and success of the Company. In such cases, the terms of office of such directors can be extended as appropriate. The Company's policy regarding directors' term of office is clearly specified in its corporate governance policy.

4. The Board of Directors have specified qualifications of "Independent Directors" that are in line with new rules and stricter than those required by the SEC and the SET. They are as follows:

- Holding shares of not more than 0.5% of all voting rights of the Company, any companies in the Maybank Group or its associated companies;
- Not being a member of management, employee, staff member or advisor who receives a regular compensation from the Company, or controlling person of the Company, any company in the Maybank Group and its associated companies, or person with potential conflict of interest for at least one year prior to nomination;
- Having no business relationship or direct or indirect potential conflict of interest in terms of financial and general management of the Company, any company in the Maybank Group, its associated companies and other persons with potential conflict of interest that may interrupt his independent discretion or opinion on the Company's operations;
- Not being a person who has any legal registered relationship in the form of close relatives, major shareholders or controlling person of the Company, any company in the Maybank Group, its associated companies, persons with potential conflict of interest, or persons who are nominated to take care of the interest of major shareholders.

5. No directors of the Company can hold a directorship in more than 5 other listed companies including its affiliates which may be unlisted. In case it is necessary for any director of the Company to hold a directorship in more than 5 other listed companies, he must obtain approval from the Board of Directors beforehand. Details regarding holding directorships of directors are disclosed in the topic “the Board of Directors and Management Structure”. For 2024, no directors of the Company held directorships in more than 5 other listed companies including its affiliates which may be unlisted. There has been a separation of the position between the Chairman and the Chief Executive Officer to create a check and balance mechanism, so that no one has absolute power. The Company has clearly specified roles, powers and duties of each person; the Chairman shall be an independent director and the leader in policy and corporate governance, and the Chief Executive Officer shall be the leader in corporate and business management.

6. In case of an expiry in terms for holding office of any director, the Company allows minority shareholders to propose name(s) or person(s) to be nominated as a director (s), provided that such person(s) has the qualifications in line with the Company’s rules. When complete information about the person(s) proposed to be the Company’s director(s) is obtained, the Nomination Committee will consider their qualifications prior to proposing at the shareholders’ meeting for nomination. For the Year 2023, no minority shareholders had proposed the name(s) of person(s) to be nominated as the Company’s director(s).

7. The Company has announced Code of Ethics and Conducts Policy as a guideline for all employees.

8. The Company has set a policy for position taking at other companies for CEO that it is required an approval from the Board of Directors in any case.

#### **Approval authority to execute in any transaction**

1. The Company has prescribed the approval authority to execute in any transactions of the company in accordance with the credit line which can be divided into tier, in order to prevent for any person shall have the authority to execute in any transactions which is led to create risk for the company, in addition, such authority has given approval from the Board of Directors and shall review upon regular basis.

2. The Board of directors serves to define the vision and mission of the company, in order for the executives and employees to have same goal and intended to operate in the same direction. In year 2024, the Board of directors has reconsidered and approved the vision, mission, strategy, goals and direction of the company's business, including a review of major policies, with appropriate and consistent business according to the principles of corporate governance, such as policy, governance, etc.

3. The Board of directors has monitored the company's strategy to bring to the meeting of the Board of Directors on a quarterly basis. The Committee monitors the implementation of management by reporting the results of operations and prospects, particularly on the part of financial goals and plan tasks to follow defined strategies.

As at December 31, 2024, the Company's Board of Directors comprised of 6 directors as follows:

	<u>Name</u>	<u>Title</u>
1.	Dr. Areepong Bhoocha-oom	Chairman and Independent Director Chairman of Good Corporate Governance Committee, Member of the Audit Committee and Member of Nomination and Remuneration Committee
2.	Ms. Sopawadee Lertmanaschai	Independent Director and Chairman of Nomination and Remuneration Committee, Chairman of the Audit Committee and Member of Good Corporate Governance Committee
3.	Mr. Hans Johan Patrik Sandin	Independent Director and Member of the Audit Committee, Member of Nomination and Remuneration Committee and Member of Good Corporate Governance Committee
4.	Mr. Ricardo Nicanor Jacinto	Independent Director and Member of the Audit Committee and Member of Good Corporate Governance Committee
5.	Mr. Arapat Sangkharat	Executive Director and Member of Good Corporate Governance Committee
6.	Mr. Oh Lau Chong Jin	Executive Director and Member of Nomination and Remuneration Committee and Member of Good Corporate Governance Committee

The Board of Directors has appointed Company Secretary whose duties and responsibilities are as stipulated in the Securities and Exchange Act (No. 5) B.E. 2559, an amendment of the Securities and Exchange Act B.E. 2535.

Mr. Yuttana Suwanpradit has been appointed as Company Secretary of the Company. He has working experience in company secretarial from listed company and has attended and passed the Company Secretary Program course Batch 97 from the Thai Institute of Directors Association.

#### **Authorized Directors who can sign on behalf of the Company**

The Authorized directors who can sign on behalf of the Company are Mr. Oh Lau Chong Jin and Mr. Arapat Sangkharat, jointly sign with the Company's seal affixed.

#### **Scope of Power and Duties of the Board of Directors**

1. To manage the Company's operations to ensure compliance with the objectives and articles of association of the Company and resolutions of the Company's meeting of shareholders with honesty and due care for the interests of the Company.

2. To set goals, guidelines, policies, operating plans and budget of the Company, control and supervise the administration of the Executive Committee to ensure the management has performed competently and in compliance with the policies prescribed in an efficient manner. Exceptions to this are transactions such as increase/decrease of capital, issuance of debentures, selling or transferring the business of the Company in whole or in major part, buying or taking control of other companies, amending the memorandum of association or articles of association, and giving benefits to directors. In such matters, the Board of Directors needs to obtain approval from a shareholders meeting prior to carrying out such transactions.



3. The Board of Directors may, as deemed appropriate, elect some directors and management as members of the Executive Committees, provided that they shall have power and duties to conduct the Company's business as delegated and authorized by the Board of Directors. The Board of Directors shall elect one member of the Executive Committee as Chairman of the Executive Committee.

4. Notify the related transactions of oneself and affiliated entities in the management of the Company or a Subsidiary.

5. Plan the annual meeting schedule with company secretary and notify for the Board of Directors since the beginning of each year to prepare to attend the meetings.

The Company has a policy that quorum for a meeting of Board of Directors shall be two third of its total company directors to pass a resolution. For the Year ended December 31, 2024, each director attended at least 75% of Board meeting held in financial year which comply with the requirement of the Company's Policy.

#### **Detail of Job Description of Chairman of Board of Directors**

To clearly separate the scope of power and duties in setting the policy and management of the Company. The Company, therefore, set the Chairman of the Board of Directors and Chief Executive Officer to be different person. Details of job Description of Chairman of Board of Directors are as follows;

1. Convene the Board of Director's Meeting, acting as the Chairman of the Board of Director's meeting and Annual General Shareholder's meeting as well as co-formulating the agenda with Chief Executive Officer;
2. Control the Meeting to be effectively functioned and in line with the Company's Article of Association. Encourage the directors to express opinion independently; and
3. Support and encourage the Company's director to fully execute their roles and responsibilities within the scope of power and duties and good corporate governance.
4. Oversea and monitor the operation and management of Board of Directors and Sub-Committee to meet the Company's goal and objective.
5. Acting as the final person to decide the vote in Board of Directors meeting in the event of equal votes.

#### **Detail of Job Description of Chief Executive Officer**

1. Formulate business plan and objectives of the organization as well as working procedures to ensure they correspond to rules, regulations and policies of the Company and relevant regulatory agencies and propose them for consideration and approval by the Board;
2. Prepare annual business budget for consideration and approval by the Board;
3. Manage the Company in accordance with business plan and objectives under annual business budget as approved by the Board as well as monitor performance of tasks as assigned by the Board;
4. Supervise subordinates to ensure they perform their tasks and duties in accordance with specified objectives and plans;
5. Coordinate in formulation of solutions to problems that may occur in the Company's operation
6. Prepare HR and training plans to ensure they conform to business plans and policies of the Company; and
7. Perform other tasks as assigned by the Board.

## **Scope of Duties and Responsibilities of the Corporate Secretary**

1. Prepare and maintain the following documents:
  - a. Directors' Registry;
  - b. Notices for the Board of Directors' Meetings, Minutes of the Board of Directors' Meetings and Annual Report of the Board of Directors; and
  - c. Notices for the Shareholders' Meetings and Minutes of the Shareholders' Meetings.
2. Maintain the Report on Stake Holdings of Directors and Management;
3. Carry out other tasks as assigned by the Board of Directors.

## **Sub-Committees**

The Company has established a sub-committee which has been appointed by the Board of Directors or the shareholders' meeting to assist in the management and supervision of the administration of companies, including 5 committees as follows: (1) Executive Committee (2) Audit Committee (3) Management Risk Committee (4) Nomination and Remuneration Committee and (5) Good Corporate Governance Committee. Scope of Duties and Responsibilities Authorities and responsibilities of Board of Directors and Sub-Committees shall align with its Charter of Board of Directors and Sub-Committees and review at least once a year or when change of authorities and responsibilities. The Board is to consider and delegate authority and responsibility to make clear on daily work policy, indicating the Chairman of the Board is irrelevant with daily work management of the Company and the Chairman of the Board provides regularly support and recommendation on business operation to CEO while CEO is to perform responsibility of corporate management under delegated power control from the Board of Directors and by law such as significant investment transaction, transaction with connected persons, acquisition or disposal of assets and dividend payment. To ensure that all employees understand the rules, regulations, code of business conduct, and do the right thing right. The Company had conducted to all employees to do the rules and regulations testing on company's intranet and had evaluated the level of understanding of employees from the testing results to improve the communication to employees to understand and aware of their role in promoting corporate governance . In addition to employees shall do the rules testing as a part of key performance indicators (KPIs) and the employees who had joined to work during the year, they shall do the rules testing which is considered to be a part of the performance evaluation. The Company also encourages employees to aware of the compliance culture which is the key performance indicators (KPIs).

### **1. The Executive Committee (EXCO)**

As at December 31, 2024, the Company's Executive Committee is comprised of 9 members as follows:

	<b>Name</b>	<b>Title</b>
1.	Mr. Arapat Sangkharat	Chairman of the Executive Committee
2.	Mr. Koh Swee Ong	Member of the Executive Committee
3.	Mr. Vichet Pornsinsiruk	Member of the Executive Committee
4.	Ms. Netita Krabuanrat	Member of the Executive Committee
5.	Ms. Nalyne Viriyasathien	Member of the Executive Committee
6.	Mr. Sittiporn Sorngarn	Member of the Executive Committee
7.	Ms. Sumarin Intharak	Member of the Executive Committee
8.	Mrs. Kritsayagul Kongchai	Member of the Executive Committee
9.	Ms. Kanitta Teerabutwongkull	Member of the Executive Committee

### **Scope of Power and Duties of the Executive Committee (EXCO)**

The EXCO shall function as the highest management approving authority of Thailand's Management Committees. Its key functions, activities and authorities shall include but not be limited to the following:

1. To provide the strategic direction of critical projects and future business growth;
2. To review and endorse planning and resource allocation activities in support of critical initiatives including investment commitments and procurement activities;
3. To review and endorse business plans/proposals of the respective business units;
4. To approve the development and launch of new products and/or services;
5. All financial matters of Thailand, within its authority, including capital management;
6. To consider and/or participate in business partnerships, joint ventures, mergers and acquisitions for Thailand;
7. Procurement activities for purchases of assets, services, resources etc., in excess of delegated country and/or individual authorities;
8. Divestment of assets and investments in excess of delegated country and/or individual authorities;
9. Internal restructuring, dissolution and/or amalgamation activities of both the business and operational functions of Thailand;
10. Human resource related matters including the recruitment, removal, reassignment, etc. of senior management and office bearers in excess of delegated country and/or individual authorities;
11. To participate in setting and reviewing significant key performance indicators in order to monitor the quality and performance of Thailand's businesses and operations;
12. Remuneration and compensation packages for senior staff and office bearers in excess of delegated country and/or individual authorities;
13. Maybank Group related matters, impacting Thailand;
14. Deliberate and monitor the resolution progress and/or closure of both supervisory concerns and internal audit/review findings;
15. Organization of public relations and/or marketing campaigns in excess of delegated country and/or individual authorities;
16. Oversight of country's management committees and Terms of Reference; and
17. Any other matters as instructed by the Board.

The EXCO does not have the power to approve any transactions or matters where there is a conflict of interest with the Company or its subsidiary (if any). Disclosure of transactions with conflict of interest must be made to the Board of Directors for consideration.

Scope of Power and Duties of the EXCO is in accordance with guidelines for granting power by the Board of Directors that was authorized by the Board of Directors' meeting no. 2/2012 held on May 3, 2012.

Any matters that are beyond the scope as specified above will not be under the EXCO's responsibility unless so authorized by the Board of Directors on a case-to-case basis.

For the Year ended December 31, 2024, the EXCO held 12 meetings, and in each meeting, at least two-third of the Executive Committee members attended the meeting.

## 2. Audit Committee

The Audit Committee comprises of 4 directors as follows:

	Name	Title
1.	Ms. Sopawadee Lertmanaschai	Chairman of the Audit Committee and Independent Director
2.	Mr. Hans Johan Patrik Sandin	Member of the Audit Committee and Independent Director
3.	Dr. Areepong Bhoocha-oom	Member of the Audit Committee and Independent Director
4.	Mr. Ricardo Nicanor Jacinto	Member of the Audit Committee and Independent Director

### Scope of Duties and Responsibilities of the Audit Committee

1. Review the Company's financial reports to ensure their accuracy and sufficient disclosure of information by coordinating with external auditors and management responsible for preparing quarterly and yearly financial reports. The Audit Committee may suggest issues or matters to be included for review or audit by the external auditors while auditing of the Company is proceeding;

2. Review adequacy and effectiveness of internal control system and internal audit function, consider independence of internal audit function and approve nomination, transfer and relinquishment of position of head of internal audit function or other functions related to internal audit;

3. Review the Company's compliance with the Securities and Stock Exchange Act, rules and regulations of the Stock Exchange of Thailand or other laws relating to securities businesses;

4. Consider and advise on appointment of the external auditor of the Company, including the audit fee by considering the credibility, the adequacy of existing resources, the firm's performance and experience of its professional staff. The Audit Committee has to participate in meeting with the external auditor without management participation at least once a year;

5. Consider connected transactions or other transactions with potential conflict of interest to ensure they are conducted properly in accordance with relevant SET rules for the best interest of the Company;

6. Conduct any other matters assigned by the Board of Directors and agreed by the Audit Committee such as reviewing the Company's financial and risk management policies, reviewing compliance with the Code of Conduct by the management and reviewing all important reports in conjunction with the management to be disclosed to the public as required by law (e.g. management report and management, discussion and analysis (MD&A)); and

7. Report activities of the Audit Committee in the Company's annual report signed by the Chairman of the Audit committee. Such reports should include the following information:

- Opinion on accuracy, completeness and reliability of the Company's process of reporting and disclosing financial information;
- Opinion on sufficiency of the Company's internal control system;
- Supporting reasons whether or not the Company's external auditors should be re-appointed;
- Opinion on the Company's compliance with the Securities and Stock Exchange Act, rules and regulations of the Stock Exchange of Thailand or other laws relating to its businesses; and
- Other reports deemed appropriate to be disclosed to shareholders and general investors as assigned by the Board of Directors.

### 3. The Nomination and Remuneration Committee

The Nomination and Remuneration Committee is comprised of 4 directors as follows

	Name	Title
1.	Ms. Sopawadee Lertmanaschai	Chairman of the Nomination and Remuneration Committee and Independent Director
2.	Dr. Areepong Bhoocha-oom	Member of the Nomination and Remuneration Committee and Independent Director
3.	Mr. Oh Lau Chong Jin	Member of the Nomination and Remuneration Committee and Non-Independent Director
4.	Mr. Hans Johan Patrik Sandin	Member of the Nomination and Remuneration Committee and Independent Director

#### Scope of Duties and Responsibilities of Nomination

1. To nominate qualified candidates as new directors or CEO; and
2. To determine the procedures and criteria for nomination of Company's directors or CEO and ensure the procedures are made on a transparent basis.

#### Scope of Power and Duties of Remuneration

1. To be responsible for formulating the Company's policies with regard to employment and compensation for employment or termination of employment to be granted or awarded to the Company's employees or directors, and determining the level of compensation and other remunerations to be granted to employees and directors;
2. To determine and set fair and clear compensation of any kind to be granted or awarded to directors and employees of the Company;
3. To consider granting or awarding compensation of any kind to management as appropriate, including payment of bonus and payment in the form of securities granting;
4. To conduct any activities deemed necessary and appropriate in conforming with compensation policy regarding form, procedures and details about allocating of securities to employees;
5. The Chairman of the Nomination and Remuneration Committee would be responsible for providing any information necessary for conducting research in regard to employment to external advisors freely;
6. The Nomination and Remuneration Committee would be responsible for controlling expenses incurred to employ such independent external advisors as well as considering and reviewing appropriate compensation rate, taking into account all relevant factors;
7. The Nomination and Remuneration Committee would specify compensation base, increase in compensation and the overall compensation policy. The Nomination and Remuneration Committee will report such matters directly to the Board of Directors and provide opinion on the compensation to be made to senior management.

The Nomination and Remuneration Committee would accept and listen to opinion as provided by the CEO and the COO, and provide recommendations to the Board of Directors for approval.

#### 4. The Good Corporate Governance Committee

The Good Corporate Governance Committee was set up in accordance with the resolution of the Board of Directors' meeting No.6/2007 held on November 18, 2007. The Good Corporate Governance Committee consists of the members as follows:

	Name	Title
1.	Dr. Areepong Bhoocha-oom	Chairman of the Good Corporate Governance Committee and Independent Director
2.	Ms. Sopawadee Lertmanaschai	Member of the Committee and Good Corporate Governance Committee and Independent Director
3.	Mr. Arapat Sangkharat	Member of the Committee and Non Independent Director
4.	Mr. Oh Lau Chong Jin	Member of the Committee and Non Independent Director
5.	Mr. Hans Johan Patrik Sandin	Member of the Committee and Independent Director
6.	Mr. Ricardo Nicanor Jacinto	Member of the Committee and Independent Director

#### Scope of Duties and Responsibilities of the Good Corporate Governance Committee

1. Determine good corporate governance principles and business ethics & professional conducts of directors, executives and employees;
2. Monitor, evaluate the result of conformance with good corporate governance principles and business ethics & professional conduct by of directors, executives and employees and provide any suggestions regarding such matters;
3. Arrange any activities to encourage directors, executives and employees to understand more about good corporate principles and realize the necessity to conform to specified business ethics and professional conduct; and
4. To ensure full and fair disclosure of conformance with good corporate governance principles in the Company's annual report.



## 5. The Management Risk Committee

The Company's Management Risk Committee is comprised of 9 members as follows:

	Name	Title
1.	Mr. Arapat Sangkharat	Chairman of the Management Risk Committee
2.	Mr. Koh Swee Ong	Member of the Management Risk Committee
3.	Mr. Sittiporn Sorngarn	Member of the Management Risk Committee
4.	Ms. Netita Krabuanrat	Member of the Management Risk Committee
5.	Mrs. Kritsayagul Kongchai	Member of the Management Risk Committee
6.	Mr. Vichet Pornsinsiruk	Member of the Management Risk Committee
7.	Ms. Nalyne Viriyasathien	Member of the Management Risk Committee
8.	Mrs. Vipawadee Lerssrisuriya	Member of the Management Risk Committee
9.	Ms. Kanitta Teerabutwongkull	Member of the Management Risk Committee

### Scope of Duties and Responsibilities of the Management Risk Committee

1. To carry out the instructions of the Maybank Group;
2. To advise senior management on all matters relating to risk management, including regulatory risk compliance, risk governance and capital management;
3. To collaborate with senior management in establishing risk appetite (including risk monitoring and reporting mechanism) for all Maybank KE Thailand's businesses;
4. To independently assess and report to all stakeholders on the risk management activities and performance of Maybank KE Thailand and/or its related businesses;
5. To assess, comment and make necessary recommendations related to all risk initiatives from Maybank Group, which may impact Maybank KE Thailand;
6. To provide risk oversight to all the businesses of Maybank KE Thailand;
7. To assess, approve and recommend to the Group Management Risk Committee (GMRC) for approval of the development and/or launch of new products and/or services within Maybank KE Thailand; and
8. To assess, review, monitor, approve and recommend to the KE Board and/or GMRC for approval of the credit and discretionary delegated approval authorities (no financial authorities).

## 6. The Credit Underwriting Review Committee

The Credit Underwriting Review Committee is comprised of 5 members as follows:

	Name	Title
1.	Mr. Oh Lau Chong Jin	Chairman of the Credit Underwriting Review Committee
2.	Mr. Arapat Sangkharat	Member of the Credit Underwriting Review Committee
3.	Mr. Koh Swee Ong	Member of the Credit Underwriting Review Committee
4.	Mr. Hans Johan Patrik Sandin	Member of the Credit Underwriting Review Committee and Independent Director
5.	Mr. Ricardo Nicanor Jacinto	Member of the Credit Underwriting Review Committee and Independent Director

## Management

As of December 31, 2024, the Company has 11 members of Management as per the definition from Stock Exchange Commission as follows:

	Name	Title
1.	Mr. Arapat Sangkharat	Chief Executive Officer
2.	Mr. Koh Swee Ong	Chief Operating Officer
3.	Mr. Vichet Pornsinsiruk	Chief Information & Technology Officer
4.	Ms. Netita Krabuanrat	Managing Director, Investment Management
5.	Ms. Nalyne Viriyasathien	Managing Director, Investment Banking and Advisory
6.	Mr. Sittiporn Sorngarn	Managing Director and Advisor, Retail IC - Up-Country
7.	Mr. Panu Nivatvongs	Managing Director, Institutional Brokerage
8.	Mr. Sombat Jiwariyavej	Managing Director, Debt Origination
9.	Mr. Chak Reungsinpinya	Managing Director, Research
10.	Ms. Kanitta Teerabutwongkull	Executive Vice President, Finance
11.	Ms. Vasamon Srisanun	Vice President, Accounting

## Remuneration Policy of Maybank Group

In line with Maybank Group, Maybank (“MST”) Thailand’s remuneration and rewards philosophy is aligned with our business strategies and values, and serves to foster a performance-oriented culture that delivers long-term sustainable returns for our stakeholders. We have in place a comprehensive Total Rewards system which forms a holistic and strategic component of our integrated Talent Management framework, guiding us to effect “Reward Right” principles to drive positive outcomes and deliver exponential business results responsibly. The system not only supports MST Thailand’s strategy and business plan, it is also critical to improving employee productivity and engagement. By focusing on the right compensation, benefits and development support, it inspires our employees to achieve their personal and professional aspirations.

MST Thailand’s remuneration policies and practices are governed by sound principles, our remuneration policies and practices are reviewed periodically to ensure alignment with regulatory requirements and to reinforce a high-performance culture. The aim is to attract, motivate and retain talents through market competitiveness and responsible values.

Components of Remuneration

MST Thailand adopts a holistic Total Rewards Framework comprising three main elements, namely Total Compensation, Benefits & Well-Being, and Development & Career Opportunities.

1. Total Compensation

Total Compensation is based on two components, Fixed Pay and Variable Pay, with targeted Pay mix levels designed to align with the long-term performance goals and objectives of the organisation. The compensation framework provides a balanced approach between fixed and variable components that change according to the performance of the Group and Maybank GROUP business/corporate function and individual.

Fixed Pay	Variable Pay
<ul style="list-style-type: none"><li>Attract and retain talent by providing competitive and equitable level of pay.</li><li>Reviewed annually through benchmarking externally against relevant peers and locations and internally aligned with consideration of market dynamics, differences in individual responsibilities, performance, achievements, skillset, as well as competency level.</li></ul>	Short Term:
	<ul style="list-style-type: none"><li>Reinforce a pay-for-performance culture and adherence to the Maybank Group’s T.I.G.E.R. Core Values.</li><li>Based on overall Group Performance, Business/Corporate Function and individual performance.</li><li>Performance is measured via the Balanced Scorecard approach.</li></ul>
	Long Term:
	<p><b>Clawback Provision:</b> MST Board has the right to make adjustments or clawbacks to any Variable Bonus if deemed appropriate based on risk management issues, financial misstatement, fraud, gross negligence or wilful misconduct. This provision was further strengthened in 2024 to ensure the highest level of rewards governance.</p> <p><b>Deferral Policy:</b> Any Variable Bonus in excess of certain thresholds will be deferred over a period of time. A Deferred Variable Bonus will lapse immediately upon termination of employment (including resignation) except in the event of ill health, disability, redundancy, retirement or death.</p>

For the year 2024 ended December 31, 2024, the Company made compensation to 8 managements (under the SEC definition) (excluding Chief Operating Officer, Executive Vice President of Financial Department and Vice President, Accounting) in the form of salary and bonus for the total amount of THB 61,694,717.30 and contribution to the provident fund for a total amount of THB 3,941,034.00 with no other kinds of benefit.

## Employee Information

As at 31 December 2024, the Company has a total employee of 776 persons with the compensation of salary, overtime pay, bonus, incentive, gasoline pass and cost of living.

Total of Employee as at 31 December 2024

Level of Employee	Total
Director and above	10
MD	6
VP / FVP/ SVP / FSVP /EVP/ SEVP	236
Asst. Manger/ Manager/ Senior Manager/ AVP	439
Officer/ Senior Officer/Supervisor	85
<b>Total</b>	<b>776</b>

As at 31 December 2024, the Company's total employee for 2022, 2023 and 2024 are 872, 858 and 776 respectively.

## Other Important Information

Head of Finance	Ms. Kanitta Teerabutwongkull
Head of Accounting	Ms. Vasamon Srisanun
Head of Internal Audit	Ms. Chutima Nakapadungrat
Head of Compliance	Miss Vipawadee Lerssrisuriya
Corporate Secretary	Mr. Yuttana Suwanpradit
Investor Relation	Corporate Communication mst.corpcom@maybank.com Tel 02-658-5000 Ext. 5009

## Audit Fee

For the appointment of auditor, audit fee including the independence of auditor shall be given approval from the Audit Committee prior to propose to the Board of Directors and shareholders for approval.

- For the Year 2022, Company had paid the remuneration of auditor, namely: auditor, audit office which such auditor attended, person or related business with auditor and audit office which such auditor attended in the amount of 2,900,000 Baht.
- For the Year 2023, Company had paid the remuneration of auditor, namely: auditor, audit office which such auditor attended, person or related business with auditor and audit office which such auditor attended in the amount of 3,190,000 Baht.
- For the Year 2024, Company had paid the remuneration of auditor, namely: auditor, audit office which such auditor attended, person or related business with auditor and audit office which such auditor attended in the amount of 3,190,000 Baht.

## Non-Audit Fee

To ensure independence of external auditors our Company has adopted policies setting maximum limit on the award of non-audit consultancy and advisory works to external auditors. In 2024, the Company has paid 168,000 Baht to EY, the Company's auditor to perform the tax compliance service (a review of the annual corporate income tax computation (IT 50)).

For past 2 years, the Company's director and senior management do not work in the auditing company or had business partnership with the auditing company that the Company has appointed as the auditor.

## 8. Report of Corporate Governance FY2024



### The criteria and the process for appointing directors and senior executives.

In the case of vacancy of Directors and senior management of the company, The Company has the criteria and process for recruiting directors and senior managements with utter most transparency. The nomination committee is responsible for considering the nomination of Directors and senior management based on the knowledge, skills, qualifications, work experience; regardless of gender and fully devoted to their duties. As well as not prohibited by law, the relevant statutes and principles governing parties (Fit and Proper), which will cause the diversity in the structure of the Board. However, in cases where the Company has a new business operation strategy in addition to the in progress original business, nomination Committee shall recruit people with qualifications and experience that match the new business of the Company. In order for the Board of Directors and/or the shareholders ' meeting to consider and approve (as the case may be), which is in the process of appointing the directors of the Company.

For 2024, the Company has not nominated any new directors. In terms of independent director, the Board of Directors has stipulated the guideline and qualification as follows:-

The Board of Directors have specified qualifications of "Independent Directors" that are in line with new rules and stricter than those required by the SEC and the SET. They are as follows:

- Holding shares of not more than 0.5% of all voting rights of the Company, any companies in the Maybank Group or its associated companies;
- Not being a member of management, employee, staff member or advisor who receives a regular compensation from the Company, or controlling person of the Company, any company in the Maybank Group and its associated companies, or person with potential conflict of interest for at least one year prior to nomination;
- Having no business relationship or direct or indirect potential conflict of interest in terms of financial and general management of the Company, any company in the Maybank Group, its associated companies and other persons with potential conflict of interest that may interrupt his independent discretion or opinion on the Company's operations;
- Not being a person who has any legal registered relationship in the form of close relatives, major shareholders or controlling person of the Company, any company in the Maybank Group, its associated companies, persons with potential conflict of interest, or persons who are nominated to take care of the interest of major shareholders.

**The Meeting Attendance and Director’s Remuneration**

In the year 2024, the Board of Directors held 9 meetings in line with the Company’s best practice, there must be at least two-thirds of the Board of Directors’ members attending each session to form a quorum. The average rate of all Board of Directors attending the 9 meetings was 98%.

**Details of the Board of Directors’ Meeting.**

	Name	No. of Meeting	No. of Attendance
1.	Dr. Areepong Bhoocha-oom	9	9
2.	Ms. Sopawadee Lertmanaschai	9	8
3.	Mr. Hans Johan Patrik Sandin	9	9
4.	Mr. Ricardo Nicanor Jacinto	9	9
5.	Mr. Arapat Sangkharat	9	9
6.	Mr. Oh Lau Chong Jing	9	9

The Company has a policy that quorum for a meeting of Board of Directors shall be two third of its total company directors to pass a resolution. For the Year ended December 31, 2023, each director attended at least 75% of Board meeting held in financial year which comply with the requirement of the Company’s Policy.

**1. The Executive Committee (EXCO)**

As at 31 December 2024, the Company’s Executive Committee is comprised of 9 members as follows:

	Name	Title
1.	Mr. Arapat Sangkharat	Chairman of the Executive Committee
2.	Mr. Koh Swee Ong	Member of the Executive Committee
3.	Mr. Vichet Pornsinsiruk	Member of the Executive Committee
4.	Ms. Netita Krabuanrat	Member of the Executive Committee
5.	Ms. Nalyne Viriyasathien	Member of the Executive Committee
6.	Mr. Sittiporn Sorngarn	Member of the Executive Committee
7.	Ms. Sumarin Intharak	Member of the Executive Committee
8.	Mrs. Kritsayagul Kongchai	Member of the Executive Committee
9.	Ms. Kanitta Teerabutwongkull	Member of the Executive Committee

For the Year ended 31 December 2023, the EXCO held 12 meetings, and in each meeting, at least two-third of the Executive Committee members attended the meeting.



## 2. Audit Committee

The Audit Committee comprises of 4 directors as follows:

	Name	Title
1.	Ms. Sopawadee Lertmanaschai	Chairman of the Audit Committee
2.	Dr. Areepong Bhoocha-oom	Member of the Audit Committee
3.	Mr. Hans Johan Patrik Sandin	Member of the Audit Committee
4.	Mr. Ricardo Nicanor Jacinto	Member of the Audit Committee

In 2024, the Audit Committee held ten (10) meetings, with details as follows:

Meeting		Ms. Sopawadee Lertmanaschai	Dr. Areepong Bhoocha-oom	Mr. Hans Johan Patrik Sandin	Mr. Ricardo Nicanor Jacinto	Auditor
No.	Date of Meeting					
1/2024	24 January 2024	●	●	●	●	● (Auditing 2023 Financial Statements)
2/2024	28 February 2024	●	●	●	●	-
3/2024	29 February 2024	●	●	●	●	-
4/2024	21 March 2024	●	●	●	●	-
5/2024	30 April 2024	●	●	●	●	● (Reviewing Q1/24 Financial Statements)
6/2024	26 June 2024	●	●	●	●	-
7/2024	30 July 2024	●	●	●	●	● (Reviewing Q2/24 Financial Statements)
8/2024	20 August 2024	●	●	●	●	-
9/2024	28 October 2024	-	●	●	●	● (Reviewing Q3/24 Financial Statements)
10/2024	11 December 2024	●	●	●	●	-

3. The Nomination and Remuneration Committee

The Nomination and Remuneration Committee is comprised of 4 directors as follows:

	Name	Title
1.	Ms. Sopawadee Lertmanaschai	Chairman of the Nomination and Remuneration Committee and Independent Director
2.	Dr. Areepong Bhoocha-oom	Member of the Nomination and Remuneration and Independent Director
3.	Mr. Oh Lau Chong Jin	Member of the Nomination and Remuneration
4.	Mr. Hans Johan Patrik Sandin	Member of the Nomination and Remuneration

In the year 2024, the Nomination and Remuneration Committee held 2 meeting, with details as follows:

Name	No.1/2024 21 Feb 24	No.2/2024 11 Dec 24
Ms. Sopawadee Lertmanaschai	●	●
Dr. Areepong Bhoocha-oom	●	●
Mr. Oh Lau Chong Jin	●	●
Mr. Hans Johan Patrik Sandin	●	●

4. The Good Corporate Governance Committee

The Good Corporate Governance Committee is comprised of 6 directors as follows:

	Name	Title
1.	Dr. Areepong Bhoocha-oom	Chairman of the Good Corporate Governance Committee and Independent Director
2.	Ms. Sopawadee Lertmanaschai	Member of the Committee and Independent Director
3.	Mr. Hans Johan Patrik Sandin	Member of the Committee and Independent Director
4.	Mr. Ricardo Nicanor Jacinto	Member of the Committee and Independent Director
5.	Mr. Oh Lau Chong Jin	Member of the Committee
6.	Mr. Arapat Sangkharat	Member of the Committee

In the year 2024, the Good Corporate Governance Committee held 1 meeting, with details as follows:

Name	No.1/2023 22 Mar 24
Dr. Areepong Bhoocha-oom	●
Ms. Sopawadee Lertmanaschai	●
Mr. Hans Johan Patrik Sandin	●
Mr. Ricardo Nicanor Jacinto	●
Mr. Oh Lau Chong Jin	●
Mr. Arapat Sangkharat	●

#### 5. The Management Risk Committee

The Company's Management Risk Committee is comprised of 9 members as follows:

	Name	Title
1.	Mr. Arapat Sangkharat	Chairman of the Management Risk Committee
2.	Mr. Koh Swee Ong	Member of the Management Risk Committee
3.	Mr. Sittiporn Sorngarn	Member of the Management Risk Committee
4.	Ms. Netita Krabuanrat	Member of the Management Risk Committee
5.	Mrs. Kritsayagul Kongchai	Member of the Management Risk Committee
6.	Mr. Vichet Pornsinsiruk	Member of the Management Risk Committee
7.	Ms. Nalyne Viriyasathien	Member of the Management Risk Committee
8.	Mrs. Vipawadee Lerssrisuriya	Member of the Management Risk Committee
9.	Ms. Kanitta Teerabutwongkull	Member of the Management Risk Committee

In the year 2024, the Management Risk Committee held 12 meetings

#### 6. The Credit Underwriting Review Committee

The Credit Underwriting Review Committee is comprised of 5 members as follows:

	Name	Title
1.	Mr. Oh Lau Chong Jin	Chairman of the Credit Underwriting Review Committee
2.	Mr. Arapat Sangkharat	Member of the Credit Underwriting Review Committee
3.	Mr. Koh Swee Ong	Member of the Credit Underwriting Review Committee
4.	Mr. Hans Johan Patrik Sandin	Member of the Credit Underwriting Review Committee and Independent Director
5.	Mr. Ricardo Nicanor Jacinto	Member of the Credit Underwriting Review Committee and Independent Director

In the year 2024, the Credit Underwriting Review Committee held 2 meetings.

## Director's Remuneration

Director's remuneration was determined on a fair and reasonable basis. The Nomination and Remuneration Committee reviewed director's remuneration, taking into account responsibility of each director, the Company's financial condition as well as level of remuneration paid relative to those made by other companies in the same industry. Director's remuneration consists of director fee for the Board of Directors and the Sub-committees. There was no any other benefits to the directors, save for director fee. The breakdown of the director's remuneration is as follows:

	Company Director and Sub-Committee's Remuneration (Unit: Baht)	
	Chairman	Member
Board of Director	2,400,000	600,000
Audit Committee	600,000	480,000
Nomination and Remuneration Committee	500,000	350,000
Corporate Governance Committee	500,000	350,000
Credit Underwriting Review Committee	500,000	350,000

For the year 2024, the Company made directors' fee to 5 directors in director fee in the total amount of THB Details of director's remuneration are as follows:

	Board of Director	Audit Committee	Nomination and Remuneration Committee	Good Corporate Governance Committee	Credit Underwriting Review Committee	Total (Unit:Baht)
Dr. Areepong Bhoocha-oom	2,400,000	480,000	350,000	500,000	-	3,730,000
Ms. Sopawadee Lertmanaschai	600,000	600,000	500,000	350,000	-	2,050,000
Mr. Hans Johan Patrik Sandin	600,000	480,000	350,000	350,000	350,000	2,130,000
Mr. Ricardo Nicanor Jacinto	600,000	480,000	-	350,000	350,000	1,780,000
Mr. Oh Lau Chong Jin*	600,000	-	-	-	-	600,000
Mr. Arapat Sangkharat	-	-	-	-	-	-
Total						10,290,000

\* The Company does not pay Director's Remuneration to the Executive Director in any kind of remunerations except Mr. Oh Lau Chong Jin who was the executive director's nominee from major shareholder, Maybank IBG Holding Limited.

## **Conflict of Interest and Policy on Managing Sensitive Information and Material Non-Public Information**

The Board of Directors set up a clear policy and operational guideline regarding consideration and approval of matters that may cause conflict of interest or on the sensitive information and material non-public information. The Policy is intended to prevent, manage and mitigate the risks of conflict of interest and insider trading. Directors shall disclose their conflict of interest prior to the meeting, if any. Directors are not allowed to attend or vote in the meeting should there be a conflict of interest. In case there may be any transactions or matters with material conflict of interest, the Board of Directors must assign the Audit Committee to consider and propose their opinion to the Board of Directors. In case the Audit Committee has no expertise in considering and providing their opinion regarding the transaction, the Audit Committee may assign an independent expert or the auditor to provide their opinions in regarding the transaction for final consideration and approval by the Board of Directors or the shareholders' meeting as the case may be.

The Company has long realized that the use of confidential information or non-public information by insiders may be unfair to shareholders. Thus, the Company formulated a formal policy and directors, management and employees that may be exposed to the Company's non-public information are to observe, follow and not to trade the Company's securities 30 days prior to public dissemination of the Company's quarterly financial performance. The Company has adopted such Policy that Directors, managements, and employees must not use sensitive material non-public information of the Company to buy, to sell or a solicitation to buy or sell, or a third party offer to purchase or sell securities of the Company or business partners for its own sake or other persons. In the Year 2024, no directors, management and employees who may be exposed to such sensitive and material non-public information had violated the Company's securities trading policy.

Directors and management are required to prepare disclosure reports of their securities holdings and changes in such holdings to the Office of the SEC in accordance with Section 59 of the Securities and Exchange Act. Directors and management are also required to submit such disclosure reports to the Board of Directors relating to trading of the Company's shares at least 1 day in advance of the trading date. In the Year 2024, all directors and management were in full compliance with such reporting requirements.

Any directors and management with any potential conflict of interest with the Company are required to disclose such conflicts to the Board of Directors immediately. No directors or management with potential conflict of interest are allowed to attend the meeting approving the transaction which the Company will enter into with its interested persons. In the Year 2024, none of the directors and management had any potential conflict of interest with the Company.

The Company has a policy in which Audit Committee will consider any connected transaction or conflict of interest in order to ensure that such transactions reasonably occur to the best benefit of the Company and must be approved by the Board of Directors. The company has complied with the rule of SET including disclosure of the connected transactions, fair and at arms' length, and the significant transaction that require approval from shareholder. The connected transactions for year 2024 the details on topic "connected transactions".

Anti-Bribery and Corruption

The company is committed to conduct its business dealing with integrity and have adopted a zero-tolerance approach against all forms of bribery and corruption in carrying out the daily operations; including a no gift policy. The Company has to perform an annual bribery and corruption risk assessment to identify, analyze, and assess the internal and external bribery and corruption risk (dealing with third party, Associated Person and customer) as well as established controls and risk mitigation plans. Such have been communicated to all staff and external parties as part of corporate values. The monitoring process and testing are conducted to validate the operational effectiveness and the result to the Board of Directors. In addition, the Company has conducted the training for employees’ awareness on bribery and corruption risks at all levels to ensure their understanding towards the policy.

The company was certified for the 2<sup>nd</sup> renewal of being a member of the Thailand's Private Sector Collective Action Against Corruption (CAC) certification on 30 June 2022 and valid for 3 years prior to new re-certification (30 June 2025).

Whistle Blowing

Maybank Securities (Thailand) Public Company Limited is committed to the highest standards of ethics, integrity, transparency and fairness in conducting business and operations. As part of the commitment, the company has established the Whistle Blowing Policy to address the governance and oversight structure; including the disclosure channels for any non-compliance, or improper conducts that all employees and stakeholders (not only limited to employees and the publics) can have access to report the incident or the whistle blow. The identity of the whistleblower and the concern raised shall be kept confidential.

Disclosure channels

Centralized Channel

Channels	Details
E-mail	mibgwhistleblowing@maybank.com
Letter	Maybank Investment Banking Group (MIBG), P.O Box 10060, GPO Kuala Lumpur 50740 Kuala Lumpur

Thailand Channel

Channels	Details
E-mail	MST.Whistleblowing@maybank.com
Letter	Maybank Securities (Thailand) Public Company Limited Attn. to : Head of Compliance Department The Offices at Central World 20th-21st Floor 999/9 Rama 1 Road, Pathumwan Bangkok 10330

Persons who can report clues or complaints about corruption are all stakeholders of the Company, including shareholders, customers, competitors, the government sector, communities, society, executives, and employees of the Company. Regardless of how such persons report as mentioned above, the Company will keep such information completely confidential.



The Company has measures to protect whistleblowers/complainants as follows:

- (1) The Company has a duty to protect employees/people who disclose information about wrongdoing or violating the rules.
- (2) When reporting a complaint, the whistleblower will be protected from being accused or treated unfairly.
- (3) If the whistleblower feels threatened or intimidated due to disclosing the facts, the whistleblower can report the matter to the person receiving the complaint through the channels specified by the Company.
- (4) The Company must ensure that information related to the whistleblower, including the issues mentioned in the report, is kept confidential in accordance with the relevant laws.

The Company has measures to deal with whistleblowing/complaints as follows:

- (1) The person receiving the whistleblower investigates the complaint. with supporting documents and inform the relevant persons.
- (2) Present to the audit committee for consideration based on the facts.
- (3) Conduct additional investigations for cases related to violations of policies, procedures, fraud or corruption, or employee violations.
- (4) Report to the Company's Audit Committee.

#### **Efficiency of Financial reporting and disclosure of important information Process in accordance with the Rules of Listed Companies**

The Board is responsible for ensuring that the preparation of financial reports and disclosure of important information is correct, sufficient and timely in accordance to the standard and guidelines as follows:

- To provide sufficient personnel associated with the preparation and disclosure of information, with the knowledge, skills and experience appropriate to the duties and responsibilities; including Chief Executives in accounting and finance division, accountants, internal audit, Corporate Secretary and investor relations officers.
- Approval of disclosure of information, such as the company's financial report, shall consider the factors as follows:
  - Assess the adequacy of the internal control system.
  - Comments of auditors on financial report and the observations of the Auditors regarding the internal control system.
  - The opinion of the Audit Committee.
- The disclosure of information in accordance with relevant rules such as financial statements, 56-1 ONE Report, Management Discussion and Analysis, and quarterly financial statements via the SETLink System and its website in both Thai and English languages. The Company continually updates such information
- Monitor the adequacy of financial liquidity and ability to pay debts.

For the Year 2024, the Company strictly complied with relevant disclosure rules and was not penalized or sanctioned by relevant regulatory bodies due to improper disclosure of information.

## Quality of Financial Reports

The Board of Directors prepared the Report regarding the Responsibility of the Board of Directors for Financial Reports that was accompanied by the Auditor's Report in the Annual Report. This report is signed by the Chairman, the Chief Executive Officer and the Chief Operating Officer. The Company has disclosed such information on the Company's website. In addition, the Company provided quarterly Management Discussion & Analysis (MD&A) as a purpose of giving a better understanding for investors to acknowledge the change of Company's financial position and operating results.

The Board of Directors assigned relevant departments to take of sustainability report as a part of Company's Annual Report on continuous basis while Corporate Communication Department is in charge of providing information service i.e. Company's news and activities and communicating corporate information to shareholders and investor by way of accuracy of information disclosures via various channels such as publication, company's website, newspaper, on-line medias, seminars and press conference, etc. As aforesaid corporate information will provide bilingual languages in Thai and English version thru company's website, social media such as Facebook regularly, including promoting/publicizing information by any IT application.

## Investor Relations

The Board of Directors has set up an Investor Relations Unit that is under the direct control of the Corporate Communications Department. The Investor Relations Unit is responsible for disseminating accurate, complete and timely data and news regarding the Company's activities to its shareholders, investors, securities analysts and the general public via various forms of media such as brochures, newspaper, radio, television, meetings and the website. The Investor Relations Unit also assists shareholders in case they have difficulty contacting the Company. For 2024, the Company has launched Press Release both online and offline 2,748 issues with PR Value more than THB 289 million.

In addition, the Company has disseminated information and news via SET and company website regularly. The Company adhered to the principle of accuracy, transparency and benefit to all stakeholders of the Company equally.

Investors can contact the Investor Relations Unit at Phone 0-2658-5000 Ext. 5009 and 5098 or;  
By E-mail: [mst.marcom@maybank.com](mailto:mst.marcom@maybank.com)

## Self-Evaluation by the Board of Directors

The Board of Directors conducts self-evaluation once a year.

Such self-evaluation will be conducted on an overall basis as well as one to one session. Evaluation in accordance to the Securities Exchange of Thailand will be conducted on the following areas:

- Structure and Qualifications of the Board of Directors;
- Roles, duties and responsibilities of the Board of Directors;
- The Meeting of the Board of Directors;
- Performance of Duties by the Board of Directors;
- Relationship with Management; and
- Self-Development of Directors and Management Development.

The company secretary is responsible for summarizing the results of evaluation before providing them to the Chairman. The Chairman will inform the results to the meeting of the Board of Directors and consult with all of the directors to improve any deficiencies or weaknesses found from the evaluation.

**The process of evaluation are as follows:**

1. To evaluate the effectiveness of the operation of the Board of Directors for both the individual at least once a year.
2. The Company Secretary will summarize and present the results of evaluation performance of the Board of Directors to the on the nomination committee board and the remunerations committee board. To consider and evaluate ways to improve the efficiency of operations.
3. Nomination and Remuneration Committee present the result and the trend to improve operational performance the Board of Directors.

**Annual Performance of the Board of Directors**

Year of Annual Performance of the Board of Directors	Evaluation Date	Overall Performance (Committee)	Overall Performance (Individual)
2024	19 March 2025	“Good to Excellent”	“Good to Excellent”

The Board of Directors conducted self-evaluation and peer-evaluation with both evaluations are evaluated as a “good” to “excellent” level. For evaluation method the Company has specified criteria and process in which the Company ensures that there is improvement in result as well as follows up on the status of prior evaluation. For Year 2024 Annual Performance, the Board of Directors (self-evaluation and peer-evaluation) has set the evaluation date on 19 March 2025 and maintained evaluation as “Good” to “Excellent” level.

**Self-Evaluation by the Sub-Committees and Chief Executive Officer**

1. Various sub-committees such as Audit Committee, Nomination Committee and Remuneration Committee also conducts its self-evaluation once a year. Such self-evaluation will be conducted on an overall basis as well as one to one session, having principles and evaluation guideline to be aligned with the evaluation of the Board of Directors in which the result of the evaluation the performance for the year 2024 has made on 19 March 2025 with the result of “Good to Excellent”. Both years are inclusive of self-evaluation and peer-evaluation.

2. The process of self-evaluation of the committees is as follows:

1. Continue to evaluate the effectiveness of operation of the Board of Directors of both the Board and the individual, at least 1 time per year.
2. The Corporate Secretary summarize the results of performance evaluation on the operation to the Board nomination and remuneration Committee to evaluate results and guidance on how to improve operational efficiency.
3. The Nomination and Remuneration Committee present result and the trend to improve operational performance the Board of Directors.

## Annual Performance of the Sub-Committee and CEO

Sub-Committees (Audit Committee, Nomination and Remuneration Committee, Good Corporate Governance Committee)				CEO
Year of Annual Performance of the Board of Directors	Evaluation Date	Overall Performance (Committee)	Overall Performance (Individual)	Overall Performance
2024	19 March 2025	“Good to Excellent”	“Good to Excellent”	“Excellent”

### Meeting of the Board of Directors

- The Company’s secretary sets up a meeting of the Board of Directors schedule in order to propose to the Board of Directors in consideration for granting approval, for the whole year in advance and informs each director of the meeting schedule so that they can arrange their time to attend the meetings. Whereby the Board meetings are regularly for at least 3 months, in order to consider the financial statements, policy and operations, including follow-up to the strategy of the company and the Board must always be available to attend the meeting if there is a special meeting.
- The company has a policy of minimum quorum of the committee upon a voting, in which the quorum shall not be less than 2 in 3 of all Directors. In addition, directors are the proportions attendees shall be at least 75 percent of meetings throughout the year.
- In the Year 2024, the Board of Directors’ meetings were held nine (9) times. Details of the Board meetings are stated under the topic “the Board of Directors and Management Structure”.
- The Chairman, the Chief Executive Officer and Company’s secretary will co-determine meeting agenda items to be proposed for the Board of Directors’ meeting. Each director could propose a meeting agenda item independently. Each director may propose a meeting agenda to the Chairman via the company secretary or may propose a meeting agenda to the Board of Directors prior to the meeting.
- Related documents will be sent to all members of the Board of Directors at least 7 days prior to the date of the meeting. For especially important agendas, the relevant documents shall be submitted to directors prior to the meeting in adequate time for their consideration.
- The Board of Directors can invite any relevant executive or personnel for inquiry during the meeting. In the Year 2024, it was found that executive directors are the persons who were in charge of the matters and knowledgeable of all relevant information. Thus, the Board of Directors inquired directly from the executive directors in charge of the matter.
- After the Board of Directors’ meeting, the corporate secretary will arrange the minutes of the meeting and notify the related functions for their further action and report the result of such actions to the Board again for their acknowledgement.
- In each meeting, the Chairman allows each director to express his opinion

- extensively and freely. Thus, each director may express his opinion extensively and listen to others' opinions. Each decision is made based on sound rationale and thorough deliberation. Although the Chairman allows each director to express his opinion in the meeting extensively, each director presents his opinion concisely. Thus, it normally takes no more than 3 hours on average to run the meeting, which the Board of Directors views as sufficient to consider each meeting agenda item thoroughly.
- In each meeting, the Good corporate governance reports must be approved by the Board of Directors. On October 18, 2007, the Board of Directors' meeting reached a resolution to establish the Corporate Governance Committee that is responsible for formulating good corporate governance principles, monitoring, evaluating and promoting compliance with the Company's good corporate governance principles.

### Meeting of the Board of Directors who are Non-Executive Directors

Board of Directors have prescribed that there were only non-Executive Directors meeting without the Executive Directors for reviewing the policy, strategic, vision, and guideline for managing the company. In the Year 2024, the Board of Directors' meetings (Non-Executive Directors) were held one (1) time on 24 January 2024.

## 9. Internal Audit Control and Risk Management



At the Audit Committee's Meeting No. 1/2025 on January 27, 2025 with also comprised of the Audit Committees (which are Independent Directors of the Company). The Committee had evaluated the adequacy of internal system control for year 2024 following to five key issues which had been set out below:

- Control Environment
- Risk Assessment
- Control Activities
- Information and Communication
- Monitoring Activities

The Audit Committee agreed that the Company has adequately in its important internal control system such as the roles and responsibilities of the Management and staff, discipline, the operation method or Code of Conduct. The Company also recognizes and promotes to have its system support to internal control operation referring to the objection of the Company. Moreover, the Company continuously operates its consideration on type of risk, analyze the effects or opportunities that will be occurred and set up the procedure or policy to reduce the level of risk. The Company had set up the clear authority, clearly separate the duty that will be supported to misconduct, set up the process of the business operating with major shareholders, directors, management or related persons.

The Company realizes on an importance of the communication, this is for more productivity of internal control system. The decision making of the company is made base on the correct, real time and understandable information also with such good of data keeping. In addition, the Company has its audit and assessment from both internal and external organization. The Company has intention to continuously improve the procedure according to the change of situation adequately. For the others internal control system issue, The Company agreed that currently, we have the adequately internal control system.

The Company also places an importance on the internal control system, and we had appointed the expertise person, Ms. Chutima Nakapadungrat in the position of Head of Internal Audit. She has experience in external auditing across various industries, as well as expertise in Risk Management and Internal Control at leading global banks. She has attended key courses with respect to the internal auditing, including Audit Methodologies (organized by Maybank Group) and Internal Auditing for Sustainable Organisations (conducted by IIA).

However, the consideration of appointment, impeachment and rotation of the Head of Internal Audit has to be approved and agreed by the Audit Committee.

Moreover, the Company had appointed Ms. Vipawadee Lerssrisuriya as the Head of Compliance for supervising and monitoring the Company's day to day operations to ensure that the Company is in compliance with the laws and regulations. The main responsibility is to be a center of the Compliance function, communicating new rules/regulations, giving advices to the stakeholders and monitoring the operations of the Company to be in line with the applicable laws, rules and regulations, stipulated by regulatory bodies such as Securities Exchange Commission (SEC), Stock Exchange of Thailand (SET), Anti-Money Laundering Office (AMLO), etc. This is to prevent the damages from the penalty charges, warning as well as the company's reputation. The Board of Directors of the Company had approved the Compliance Framework and Compliance Chartered to ensure that every function which comprise of the Board of Directors, Audit Committee, Management, Departments, and staffs have perform their duties with accountabilities and integrity with continuously communicate to the staff that they have good knowledge and well understand of the law, rules and regulations and completely follow such policy. *(Details of Profile of Head of Internal Audit and Head of Compliance are shown in Attachment3)*

## Connected Transactions

- **Necessary and Reasonably of Transactions**

Every transaction which had been made by the Company was in accordance with necessary and reasonable practice for the best benefit of the Company. The conditions of any transactions were set under a general process. The returns gained and paid were made with fair referencing the market price.

- **Policy or Trend of Connected Transaction**

For the purposes of transparency of the securities business, The Company has its policy with reference to connected transactions in present and might be made in the future under the conditions set up in accordance with normal operation and comparable market price compared to peers outside. In addition, the Company has its Audit Committee or Auditors or Independent specialist to take into their consideration aspect such as reasonable price and reasonable transactions.

For connected transactions that might be made in the future, the Committee practices is aligned with the Company's policy and the Committee will not approve any transactions individually where there might be a conflict of interest and prior to the transaction as disclosed to the Committee of the Company for consideration. The Committee ensures to practice following the law, rules and regulations of the Securities and Exchange Commission and the Stock Exchange. In addition, it also disclose the practice under conflict of interest and bought or sale assets of the Company or its Subsidiary Company (if any).

In case of connected transactions of the Company or its Subsidiary Company (if any) were made under the individuals where there might be a conflict of interest, the Audit Committee will take action to give an opinion on the price, remuneration rate and/or any necessary and suitability of that transactions. In that case, if the Audit Committee has no experience in such transactions, the Company will ask independent specialist or Auditor to give an opinion on that connected transaction for further consideration of the Committee or shareholders. In addition, the Company will also disclose the connected transactions into the notes to the financial statements to ensure these are in line with the relevant regulations.



The Company’s Connected Transactions where there might be a conflict of interest in the Financial year 2024 and 2023 are as follows:-

Conflict of interest person	Relation	Value in year 2024 (Million Baht)	Value in year 2023 (Million Baht)	Description
Maybank Securities Pte. Ltd.	Subsidiary Company of Maybank IBG Holdings Limited who is a major shareholder of the Company	95	119	<p><b>Brokerage Fee Income:</b> The Company received brokerage fee income from Maybank Securities Pte. Ltd. at normal rate in accordance with SET’s notification.</p> <p><b>Remark:</b> As at December 31, 2024, the company had its outstanding Foreign securities company receivables THB 22 million, Foreign deposits receivables THB 686 million, Securities business payables THB 318 million.</p> <p>As at December 31, 2023, the company had its outstanding securities business receivable in the amount of THB 881 million, Foreign securities company receivables THB 49 million, Foreign deposits receivables THB 1,049 million, Foreign securities company payables THB 5 million, Foreign deposit payables 1 million.</p>

Conflict of interest person	Relation	Value in year 2024 (Million Baht)	Value in year 2023 (Million Baht)	Description
MIB Securities (Hong Kong) Limited	Subsidiary Company of Maybank IBG Holdings Limited who is a major shareholder of the Company	-	1	<u>Finance Advisory Income:</u> In accordance with the agreement
		5	3	<u>Brokerage Expenses:</u> In accordance with the agreement
		-	-	<u>Fee and Service Expenses:</u> In accordance with the agreement
		1	1	<u>Dividend Paid:</u> The Company paid the dividend payment in the same rate as the Company paid to other shareholders
		4	3	<u>Brokerage Fee Income:</u> The Company received brokerage fee income from MIB Securities (Hong Kong) Limited at normal rate in accordance with SET's notification.  <u>Remark:</u> As at December 31, 2024, the company had its outstanding foreign deposits payables THB 1 million.  As at December 31, 2023, the company had its outstanding securities business receivable in the amount of THB 5 million and foreign deposits payables THB 1 million.

Conflict of interest person	Relation	Value in year 2024 (Million Baht)	Value in year 2023 (Million Baht)	Description
Maybank IBG Holdings Limited	Major shareholder of the Company by holding 475,182,790 shares or 83.25% equity stake in the Company's total paid up shares	233	466	<p><b><u>Dividend Paid:</u></b> The Company paid the dividend payment in the same rate as the Company paid to other shareholders.</p> <p><b><u>Remark:</u></b> For the year 2024, the Company paid its dividend for January - December 2023 and interim dividend for the period from January to June 2024 at the rate of THB 0.11 per share and THB 0.38 per share, respectively.</p> <p>For the year 2023, the Company paid its dividend for January - December 2022 and interim dividend for the period from January to June 2023 at the rate of THB 0.61 per share and THB 0.37 per share, respectively.</p>
		79	107	<p><b><u>Interest Expenses:</u></b> The Company entered into the receipt of financial facilities from Maybank IBG Holdings Limited in form of loan without collateral. Term and interest rate will be determined at each time of drawdown. The inter-company loan will be priced at arms' length, to be near the current market rate.</p> <p><b><u>Remark:</u></b> As at December 31, 2024, the company had its outstanding loans and accrued interest in the amount of THB 1,343 million and THB 13 million, respectively.</p> <p>As at December 31, 2023, the company had its outstanding loans and accrued interest in the amount of THB 1,040 million and THB 17 million, respectively.</p>

Conflict of interest person	Relation	Value in year 2024 (Million Baht)	Value in year 2023 (Million Baht)	Description
Maybank Securities Limited	Subsidiary Company of Maybank IBG Holding Limited who is a major shareholder of the Company	1	3	<b><u>Brokerage Expenses:</u></b> In accordance with the agreement
Maybank Research Pte. Ltd.	Subsidiary Company of Maybank IBG Holding Limited who is a major shareholder of the Company	37	36	<b><u>Research and Advisory Income:</u></b> In accordance with the agreement
		2	4	<b><u>Research and Advisory Expenses:</u></b> In accordance with the agreement
Maybank Investment Bank Berhad	Subsidiary Company of Malayan Banking Berhad who is ultimate parent company of the Group	-	-	<b><u>Finance Advisory Income:</u></b> In accordance with the agreement
				<b><u>Remark:</u></b> As at 31 December 2024, the Company had its outstanding other payables THB 1 million.  As at 31 December 2023, the Company had its outstanding other payables THB 1 million.
Maybank Shared Services Sdn. Bhd.	Subsidiary Company of Malayan Banking Berhad who is ultimate parent company of the Group	18	13	<b><u>Other Expenses:</u></b> In accordance with the agreement
				<b><u>Remark:</u></b> As at 31 December 2024, the Company had its outstanding other payables THB 11 million.  As at 31 December 2023, the Company had its outstanding other payables THB 1 million.

## Report Regarding the Responsibility of the Board of Directors for Financial Report



The Board of Directors of Maybank Securities (Thailand) Public Company Limited is responsible for the Company's financial statements and financial information as shown in its annual report for the year 2024. The Company's financial reports and information are prepared in compliance with the Generally Accepted Accounting Principles, with due care and carefulness. The Company has provided sufficient disclosure of important information in the notes to financial statements for the benefit of shareholders and general investors.

For the purpose of preparing reliable and accurate financial statements and information, the Board of Directors has set up a risk management system to ensure accurate, complete and sufficient recording of accounting data for the purpose of asset custody and prevention of any fraud and unusual activities. As well, the Company set up an Audit Committee to review its accounting policies, sufficiency of the internal control systems, auditing and disclosure of financial data to ensure accurate, reliable and reasonable data regarding its financial status, revenue, expenses and cash flow.

The Company's financial statements were audited by EY Office Limited. In auditing the Company's financial statements, the Board of Directors and the management provided data and documents necessary for the auditor to perform the auditing tasks and provide the opinion in accordance with applicable auditing standards. The auditor's opinion already appears on the Company's annual report.

It is the Board of Directors' opinion that the financial statements of Maybank Securities (Thailand) Public Company Limited ending December 31, 2024 are prepared in line with generally accepted accounting principles and relevant rules and regulations.

**Dr. Areepong Bhoocha-oom**  
Chairman

**Arapat Sangkharat**  
Authorized Director and  
Chief Executive Officer



Maybank Securities (Thailand) Public Company Limited

# Report and financial statements

31 December 2024



## **Independent Auditor's Report**

To the Shareholders of Maybank Securities (Thailand) Public Company Limited

### **Opinion**

I have audited the accompanying financial statements of Maybank Securities (Thailand) Public Company Limited (the Company), which comprise the statement of financial position as at 31 December 2024, and the related statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the financial statements, including material accounting policy information (collectively "the financial statements").

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Maybank Securities (Thailand) Public Company Limited as at 31 December 2024, its financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

### **Basis for Opinion**

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond to each matter are described below.

***Recognition of brokerage fees income from securities business and interest income on margin loans***

The Company's income mainly consisted of brokerage fees income from securities business and interest income on margin loans, amounting to Baht 908 million and Baht 759 million, respectively, representing 33 percent and 28 percent of the Company's total revenues as in Note 29 and 31, respectively. The Company charges brokerage fees from securities business at percentages of trading volume, which are freely negotiated, and based on a sliding scale fee structure and interest is charged to clients at fixed rates that are adjusted periodically based on market conditions and the competitive environment. Because of the size and volume of transactions, the large number of customers, the fees charged to customers being dependent on various factors, and the recognition of revenue from brokerage fees income from securities business and interest income on margin loans relying primarily on data processed by information systems, I addressed the measurement and occurrence of brokerage fees income from securities business and interest income on margin loans as a key audit matter.

The audit procedures I performed were to assess and test, on a sampling basis, the Company's internal controls relevant to recognition of brokerage fees income from securities business and interest income on margin loans, including computer-based controls relevant to the calculation of brokerage fees income from securities business and interest income on margin loans. I also tested, on a sampling basis, the brokerage rates, interest rates, calculation and account recording. In addition, I performed analytical procedures on brokerage fees income from securities business and interest income on margin loans and examined, on a sampling basis, material manual adjustments made via journal vouchers.

***Allowance for expected credit losses on securities and derivatives business receivables***

As of 31 December 2024, securities and derivatives business receivables amounting to Baht 15,301 million, representing 79 percent of the Company's total assets. As discussed in Note 4.10 and 5.2 to the financial statements, the Company recognised allowance for expected credit losses on such receivables based on Thai Financial Reporting Standard No. 9. The estimation of allowance for expected credit losses on securities and derivatives business receivables is significant because management of the Company must exercise judgement to identify significant changes in credit risk and to determine assumptions used in the expected credit loss model. Moreover, the Company has a large number of customers, and the balance of these receivables is significant to the financial statements. Therefore, I addressed the adequacy of allowance for expected credit losses for such receivables as a key audit matter.

I performed audit procedures on the adequacy of allowance for expected credit losses as follows:

- I assessed, and tested on a sampling basis, the Company's internal controls relevant to the status of account receivables, the staging in accordance with changes in credit risk of receivables, the calculation of allowance for expected credit losses and the recording. I also assessed, and tested on a sampling basis, the reasonableness of assumptions and the expected credit loss model.
- I examined the adequacy of allowance for expected credit losses as at the end of reporting period by testing on a sampling basis, data used in the calculation of allowance for expected credit losses, the status of outstanding receivable, the staging in accordance with changes in credit risk of receivables, the collections after the end of reporting period and the calculation of allowance for expected credit losses, as well as the adequacy and appropriate of disclosure.

#### **Other Information**

Management is responsible for the other information. The other information comprise the information included in annual report of the Company, but does not include the financial statements and my auditor's report thereon. The annual report of the Company is expected to be made available to me after the date of this auditor's report.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

When I read the annual report of the Company, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

## **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Financial Statements**

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

I am responsible for the audit resulting in this independent auditor's report.



Somjai Khunapasut  
 Certified Public Accountant (Thailand) No. 4499  
 EY Office Limited  
 Bangkok: 19 February 2025

Maybank Securities (Thailand) Public Company Limited

Statement of Financial Position

As at 31 December 2024

		(Unit: Baht)	
	Note	31 December 2024	31 December 2023
<b>Assets</b>			
Cash and cash equivalents	6	277,626,061	269,359,751
Receivables from Clearing House and brokers	7	855,047,022	901,728,190
Securities and derivatives business receivables	8	15,301,422,406	16,141,623,811
Derivative assets	9	29,698,488	-
Investments	10	2,209,223,991	1,749,852,742
Loans to employees	11	103,558,625	141,894,928
Equipment	13	106,145,891	113,523,322
Right-of-use assets	14.1	74,991,541	121,175,901
Intangible assets	15	45,271,926	53,701,538
Deferred tax assets	16.1	80,639,262	97,253,634
Other assets	17	401,680,673	408,387,040
<b>Total assets</b>		<b>19,485,305,886</b>	<b>19,998,500,857</b>

The accompanying notes are an integral part of the financial statements.

**Maybank Securities (Thailand) Public Company Limited**

**Statement of Financial Position (continued)**

**As at 31 December 2024**

(Unit: Baht)

	Note	31 December 2024	31 December 2023
<b>Liabilities and shareholders' equity</b>			
<b>Liabilities</b>			
Borrowings from financial institutions	18	5,285,000,000	500,000,000
Payables to Clearing House and brokers	19	12,531,651	666,930,488
Securities and derivatives business payables	20	1,364,612,545	1,459,692,706
Financial liabilities designated at fair value through profit or loss	21	510,820,309	299,938,534
Derivatives liabilities	9	-	72,855,329
Income tax payable		63,641,544	43,549,021
Debt issued and other borrowings	22	6,556,020,114	11,481,948,437
Provisions	23	257,075,076	262,590,928
Lease liabilities	14.2	71,781,623	120,349,683
Other liabilities	25	296,046,544	235,073,360
<b>Total liabilities</b>		<b>14,417,529,406</b>	<b>15,142,928,486</b>
<b>Shareholders' equity</b>			
Issued and paid-up share capital			
Ordinary shares	26	2,854,072,500	2,854,072,500
Share premium		523,570,729	523,570,729
Premium on treasury shares		19,218,670	19,218,670
Retained earnings			
Appropriated - statutory reserve	27	286,125,000	286,125,000
Unappropriated		1,381,908,471	1,169,851,028
Other components of shareholders' equity		2,881,110	2,734,444
<b>Total shareholders' equity</b>		<b>5,067,776,480</b>	<b>4,855,572,371</b>
<b>Total liabilities and shareholders' equity</b>		<b>19,485,305,886</b>	<b>19,998,500,857</b>

The accompanying notes are an integral part of the financial statements.



Maybank Securities (Thailand) Public Company Limited

Statement of comprehensive income

For the year ended 31 December 2024

(Unit: Baht)

	Note	2024	2023
<b>Profit or loss:</b>			
<b>Income</b>			
Brokerage fees income	29	1,057,015,682	1,182,423,613
Fees and service income	30	197,237,540	148,464,011
Interest income	31	1,075,280,446	1,048,399,323
Gains and returns on financial instruments	32	253,341,935	234,570,677
Other income		160,792,614	123,989,701
<b>Total income</b>		<b>2,743,668,217</b>	<b>2,737,847,325</b>
<b>Expenses</b>			
Employee benefit expenses		1,074,281,621	1,101,889,889
Fees and service expenses		154,153,708	157,207,453
Interest expense	33	463,677,626	473,052,616
Expected credit losses (reversal)	34	(13,116,359)	48,099,045
Other expenses	35	485,396,029	497,440,964
<b>Total expenses</b>		<b>2,164,392,625</b>	<b>2,277,689,967</b>
<b>Profit before income tax</b>		<b>579,275,592</b>	<b>460,157,358</b>
Income tax	16.2	(117,142,891)	(95,250,417)
<b>Profit for the year</b>		<b>462,132,701</b>	<b>364,906,941</b>
<b>Other comprehensive income:</b>			
Other comprehensive income not to be reclassified			
to profit or loss in subsequent periods:			
Gain on investments in equity instruments designated at fair value			
through other comprehensive income		183,333	290,286
Income tax effect	16.2	(36,667)	(58,057)
Gain on investments in equity instruments designated at fair value			
through other comprehensive income - net of income tax effect		146,666	232,229
Actuarial gain		37,029,809	36,636,629
Income tax effect	16.2	(7,405,962)	(7,327,326)
Actuarial gain - net of income tax effect		29,623,847	29,309,303
Other comprehensive income not to be reclassified			
to profit or loss in subsequent periods - net of income tax effect		29,770,513	29,541,532
<b>Other comprehensive income for the year</b>		<b>29,770,513</b>	<b>29,541,532</b>
<b>Total comprehensive income for the year</b>		<b>491,903,214</b>	<b>394,448,473</b>
<b>Earnings per share</b>	38		
Basic earnings per share		0.81	0.64

The accompanying notes are an integral part of the financial statements.

Maybank Securities (Thailand) Public Company Limited

Statement of changes in shareholders' equity

For the year ended 31 December 2024

(Unit: Baht)

	Retained earnings					Other components of shareholders' equity	
	Issued and paid-up capital	Share premium	Premium on treasury shares	Appropriated -		Gain from investments in equity instruments designated at fair value through other comprehensive income	Total
				statutory reserve	Unappropriated		
Balance as at 1 January 2023	2,854,072,500	523,570,729	19,218,670	286,125,000	1,335,032,994	2,502,215	5,020,522,108
Dividend paid (Note 28)	-	-	-	-	(559,398,210)	-	(559,398,210)
Profit for the year	-	-	-	-	364,906,941	-	364,906,941
Other comprehensive income for the year	-	-	-	-	29,309,303	232,229	29,541,532
Total comprehensive income for the year	-	-	-	-	394,216,244	232,229	394,448,473
Balance as at 31 December 2023	2,854,072,500	523,570,729	19,218,670	286,125,000	1,169,851,028	2,734,444	4,855,572,371
Balance as at 1 January 2024	2,854,072,500	523,570,729	19,218,670	286,125,000	1,169,851,028	2,734,444	4,855,572,371
Dividend paid (Note 28)	-	-	-	-	(279,699,105)	-	(279,699,105)
Profit for the year	-	-	-	-	462,132,701	-	462,132,701
Other comprehensive income for the year	-	-	-	-	29,623,847	146,666	29,770,513
Total comprehensive income for the year	-	-	-	-	491,756,548	146,666	491,903,214
Balance as at 31 December 2024	2,854,072,500	523,570,729	19,218,670	286,125,000	1,381,908,471	2,881,110	5,067,776,480

The accompanying notes are an integral part of the financial statements.

Maybank Securities (Thailand) Public Company Limited

Cash flows statement

For the year ended 31 December 2024

	(Unit: Baht)	
	2024	2023
<b>Cash flows from operating activities</b>		
Profits before income tax	579,275,592	460,157,358
Adjustments to reconcile profit before income tax to net cash provided by (paid for) operating activities		
Depreciation and amortisation	129,260,677	133,534,046
(Gain) loss on modification of lease agreement	1,581,257	(1,280,252)
Expected credit losses (reversal)	(22,190,651)	48,099,045
Bad debt	9,074,292	-
Unrealised (gain) loss on revaluation of investments	(277,963,212)	240,112,605
Unrealised loss on revaluation of exchange rate	89,946,207	37,983,946
Unrealised (gain) loss on revaluation of derivatives	233,028,108	(275,388,386)
(Gain) loss on sales and written-off of equipment	(231,149)	1,849,146
Interest expense	463,677,626	473,052,616
Interest income	(1,075,280,446)	(1,048,399,323)
Amortisation of prepaid personal expenses	-	409,842
Provision for long-term employee benefits	31,638,559	33,914,757
<b>Profit from operating activities before changes in operating assets and liabilities</b>	<b>161,816,860</b>	<b>104,045,400</b>
(Increase) decrease in operating assets		
Receivables from Clearing House and brokers	(294,156,362)	464,212,534
Securities and derivatives business receivables	850,744,614	2,502,233,781
Investments	(182,975,147)	855,797,199
Loans to employees	38,363,780	38,808,337
Other assets	(12,117,888)	19,470,896

The accompanying notes are an integral part of the financial statements.

Maybank Securities (Thailand) Public Company Limited

Cash flows statement (continued)

For the year ended 31 December 2024

	(Unit: Baht)	
	2024	2023
Increase (decrease) in operating liabilities		
Payables to Clearing House and brokers	(654,646,014)	(407,120,535)
Securities and derivatives business payables	(93,345,326)	(2,163,147,830)
Financial liabilities designated at fair value through profit or loss	217,300,000	67,600,000
Derivative liabilities	-	(4,091,423)
Provisions	(1,705,859)	(8,168,887)
Other liabilities	42,380,352	(51,634,323)
Cash received (paid) from operating activities	71,659,010	1,418,005,149
Cash paid for interest	(250,095,950)	(263,117,534)
Cash received from interest	1,100,220,764	1,022,639,713
Cash paid for income tax	(87,878,624)	(142,651,164)
<b>Net cash flows from operating activities</b>	<b>833,905,200</b>	<b>2,034,876,164</b>
<b>Cash flows from investing activities</b>		
Cash received (paid) from investing activities		
Cash paid for purchases of equipment	(29,793,060)	(46,490,827)
Proceeds from disposals of equipment	563,099	2,962,302
Cash paid for purchases of intangible assets	(6,017,283)	(14,854,486)
<b>Net cash flows used in investing activities</b>	<b>(35,247,244)</b>	<b>(58,383,011)</b>
<b>Cash flows from financing activities</b>		
Cash received (paid) from financing activities		
Cash received from borrowings from financial institutions	48,845,000,000	62,305,000,000
Cash paid for borrowings from financial institutions	(44,060,000,000)	(63,890,000,000)
Cash received from debt issued and other borrowings	20,135,921,230	31,574,303,372
Cash paid for debt issued and other borrowings	(25,348,692,800)	(31,501,212,666)
Cash paid for lease liabilities	(82,705,668)	(86,531,462)
Dividend paid	(279,699,105)	(559,398,210)
<b>Net cash flows used in financing activities</b>	<b>(790,176,343)</b>	<b>(2,157,838,966)</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>8,481,613</b>	<b>(181,345,813)</b>
<b>Increase in allowance for expected credit losses on cash at banks</b>	<b>(215,303)</b>	<b>(2,152)</b>
Cash and cash equivalents at the beginning of the year	269,359,751	450,707,716
<b>Cash and cash equivalents at the ending of the year (Note 6)</b>	<b>277,626,061</b>	<b>269,359,751</b>

The accompanying notes are an integral part of the financial statements.

**Maybank Securities (Thailand) Public Company Limited**  
**Notes to financial statements**  
**For the year ended 31 December 2024**

**1. General information**

Maybank Securities (Thailand) Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its parent company is Maybank IBG Holdings Limited, which is incorporated in Singapore. The ultimate parent company of the Group is Malayan Banking Berhad, which is incorporated in Malaysia. The Company has licenses for securities business, which are securities brokerage, securities trading, underwriting, investment advisory, corporate finance advisory, securities registrar, derivatives brokerage, and securities borrowing and lending.

The Company's registered office is located at No. 999/9 The Offices at Central World Building, 20th - 21st Floor, Rama 1 Road, Pathumwan, Bangkok. As at 31 December 2024, the Company has 19 branches in Bangkok and upcountry (31 December 2023: 19 branches).

**2. Basis for the preparation of financial statements**

The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the requirement of the Notification of the Office of the Securities and Exchange Commission relating to the format of the financial statements of securities companies (version 3) No. SorThor 6/2562 dated 8 January 2019.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the financial statements in Thai language. In case of a conflict or a difference in interpretation between the two languages, the Thai language financial statements shall prevail.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

**3. New financial reporting standards**

**3.1 Financial reporting standards that became effective in the current year**

During the year, the Company has adopted the revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Company's financial statements.

### 3.2 Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2025

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after 1 January 2025. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Company believes that adoption of these amendments will not have any significant impact on the Company's financial statements.

## 4. Significant accounting policies

### 4.1 Revenue recognition

- a) Brokerage fees income  
Brokerage fees income on securities and derivatives business are recognised as income on the transaction date.
- b) Fees and service income  
Fees and service income are recognised when services have been rendered, taken into account the stage of completion.
- c) Interest income  
The Company recognises interest income using the effective interest rate method and recognised on an accrual basis.  
The Company calculates interest income by applying the effective interest rate to the gross book value of financial assets. When financial assets are impaired, the Company calculates interest income using the effective interest rate, based on the net book value (gross book value less expected credit losses) of the financial assets. If the financial assets are not credit impaired, the Company will calculate interest income based on the original gross book value.
- d) Gains and returns on financial instruments  
*Gain (loss) on investments and derivatives*  
Gain (loss) on investments and derivatives are recognised as income/expense on the transaction date.  
*Dividend*  
Dividend is recognised when the right to receive the dividend is established.

### 4.2 Expense recognition

Expenses are recognised on an accrual basis.

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

### 4.3 Financial instruments

The Company initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, accrued service income, which do not contain a significant financing component are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

#### Classification and measurement of financial assets and financial liabilities

##### Financial asset - debt instruments

The Company classifies its financial assets - debt instruments as subsequently measured at amortised cost or fair value in accordance with the Company's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets as follows:

- A financial asset measured at amortised cost only if both following conditions are met: the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are subsequently measured at amortised cost and presented net of allowance for expected credit losses (if any). Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.
- A financial asset measured at fair value through other comprehensive income only if both following conditions are met: the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets as well as and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are subsequently measured at fair value. The unrealised gains or losses from changes in their fair value are reported as a component of shareholders' equity through other comprehensive income until realised, after which such gains or losses on disposal of the instruments will be recognised as gain or losses in income statement. The gains or losses on foreign exchange, expected credit losses, and interest income which calculated using the effective interest rate method are recognised in profit or loss.
- A financial asset measured at fair value through profit or loss unless the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows or the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are subsequently measured at fair value. Unrealised gains and losses from change in fair value and gains and losses on disposal of instruments are recognised as gains (losses) and returns on financial instruments.



#### Financial asset - equity instruments

The Company has classified investment in equity securities that held for trading as the financial asset measured at fair value through profit or loss which are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss. Dividends on these investments are recognised in profit or loss.

The Company has classified investment in equity securities that not held for trading but held for strategic purposes or for securities with potential for high market volatility as the financial asset measured at fair value through other comprehensive income, where an irrevocable election has been made by the management. Such classification is determined on an instrument-by-instrument basis. Gains and losses arising from changes in fair value is recognised in other comprehensive income and not subsequently transferred to profit or loss when disposal, instead, it is transferred to retained earnings. Dividends on these investments are recognised in profit or loss, unless the dividends clearly represent a recovery of part of the cost of the investment, in which case, the gains are recognised in other comprehensive income.

#### Financial liabilities

The Company classifies financial liabilities as measured at amortised cost. Financial liabilities are initially recognised at fair value and subsequently measured at amortised cost except for payables under securities borrowing and lending business and derivatives (loss) that measured at fair value through profit or loss.

#### **Offsetting**

Financial assets and financial liabilities are offset, and the net amount is presented in the statement of financial position when the Company has a legal right to offset the amounts and intends to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### **Recognition and derecognition of financial instruments**

Financial assets are recognised or derecognised on the trade date, i.e., the date on which the Company becomes a party to contractual provisions of the instrument/the settlement date, i.e., the date on which an asset is delivered to or by the Company. This includes regular way trades.

The Company derecognises a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows on the financial asset in a transaction in which all or substantially all the risks and rewards of ownership are transferred. Any interest from transferred financial assets, which is created or retained by the Company, are still recognised as financial assets.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

### **Write-off**

Debts that are determined to be irrecoverable are written off in the year in which the decision is taken. This is generally the case when the Company determines that the counterparties does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off are still subject to enforcement activities in order to comply with the Company's procedures for recovery of amount due.

### **4.4 Cash and cash equivalents**

Cash and cash equivalents include cash on hand and all bank deposit accounts maturing within 3 months from the date of acquisition, and including certificate of deposit maturing within 3 months or less from the date of acquisition and not subject to withdrawal restrictions.

### **4.5 Recognition and derecognition of customers' assets**

Cash which customers have placed with the Company for securities trading, in term of cash accounts and credit balance accounts, including amounts which customers have placed as collateral for derivative trading, are recorded as assets and liabilities of the Company for internal control purpose. At the financial position date, the Company excludes those amounts from both assets and liabilities and presents only assets which belong to the Company.

### **4.6 Receivables from/payables to Clearing House and brokers**

Receivables from/payables to Clearing House and brokers comprise the net balance of receivables from/payables to Thailand Clearing House in respect of settlements for securities trades and derivative instruments. They include cash pledged with Thailand Clearing House as collateral for derivatives trading, cash pledged with foreign securities companies as collateral for securities trading, and the net balance of amounts receivable from/payable to foreign securities companies in respect of securities trades settled overseas through foreign securities companies.

### **4.7 Securities and derivatives business receivables**

Securities and derivatives business receivables comprise the net securities and derivatives business receivables, and including related accrued interest receivables after deducting allowance for expected credit losses. In addition, securities business receivables comprise the net receivable balances of cash accounts, credit balance receivables for which the securities purchased are used as collateral, securities borrowing and lending receivables and guaranteed deposit receivables (which comprise cash placed as guarantee from borrowers of securities) as well as other receivables such as overdue cash customer accounts and receivables which are subject to legal proceedings, are undergoing restructuring or are settling in installments.

### **4.8 Securities borrowing and lending**

The Company is engaged in securities borrowing and lending, whereby the Company acts as an agent and the Company is the intermediary between the borrowers and lenders of securities.

The Company records its obligations to return borrowed securities which it has lent as "Payables under securities borrowing and lending business" presented under securities and

derivatives business payables in the statement of financial position and securities lent to customers are recorded as “Receivables under securities borrowing and lending business” presented under securities and derivatives business receivables in the statement of financial position. At the end of the reporting period, the balance of payables/receivables under securities and lending business are adjusted based on the latest offer price quoted on the Stock Exchange of Thailand of the last working day. Gains or losses arising from such adjustment are included in part of profit or loss. In addition, the Company records cash paid as collateral for securities borrowing as “Guaranteed deposit receivables” and cash received as collateral for securities lending as “Guaranteed deposit payables” presented under securities and derivatives business receivables/payables, respectively. Fees from borrowing and lending are recognised on an accrual basis over the term of the lending.

#### **4.9 Derivatives**

##### **Derivative warrants**

The Company initially recognises the fair value of derivative warrants as financial liabilities. Unrealised gains or losses resulting from changes in the fair values of derivative warrants are recognised in profit or loss. The fair value of marketable derivative warrants is calculated with reference to the last offer price quoted on the Stock Exchange of Thailand on the last working day.

##### **Futures**

The Company initially recognises future at fair values. Gains or losses from changes in the fair value of future is included in profit or loss. The fair value of marketable futures is calculated with reference to the settlement prices quoted on Thailand Futures Exchange Public Company Limited on the last working day.

##### **Forward contracts**

Forward contracts are recorded at fair value. Unrealised gains or losses on revaluation are included in determining income.

#### **4.10 Allowance for expected credit losses on financial assets**

The Company applies the General Approach under TFRS 9 for recognition of expected credit losses of financial assets - debt instruments which are deposit at financial institutions, receivables from Clearing House and brokers, cash accounts, credit balance accounts, derivatives business receivables, other securities and derivatives business receivables, investments in debt instruments, loans to employees and other assets that are measured at amortised cost or fair value through other comprehensive income. The Company recognises allowance for expected credit losses at an amount equal to the lifetime expected credit losses in cases where there has been a significant increase in credit risk compared to initial recognition, but the assets are not credit impaired, or where the assets are credit impaired. However, in cases where there has not been a significant increase in credit risk compared to initial recognition, the Company recognises allowance for expected credit losses at an amount equal to the expected credit losses of the next 12 months.

At every reporting period, the amount of allowance for expected credit losses is reassessed to reflect changes in credit risk of financial assets since initial recognition of related financial instruments.

Measurement of expected credit losses involves calculation of the probability of default, the possible loss given default and the amount of exposure at the time of default. Assessment of the probability of default and loss given default is made on the basis of historical loss experience, with adjustments to reflect current observable data as well as reasonable and supportable forecasts of future economic conditions. The amount of exposure at default is the gross book value of the assets at the reporting date. The Company has established a process to review and monitor methodologies, assumptions and forward-looking macroeconomic scenarios on a regular basis.

The allowance for expected credit losses under the General Approach on credit balance accounts is based on historical loss experience, adjusted to reflect specific factors and forecasts of future economic conditions. In determining whether credit risk has increased significantly since initial recognition, the Company mainly takes into account the status of outstanding receivables and maintenance of required collateral values in the contract.

At every reporting period, the Company determines whether the credit risk of other debt instruments and deposit at financial institutions has increased significantly since initial recognition, by mainly taking into account internal and external credit rating of the counterparties as well as overdue status.

The Company assesses whether the credit risk has increased significantly from the date of initial recognition on an individual or collective basis. In order to perform collective evaluation of impairment, the Company classifies financial assets on the basis of shared credit risk characteristics, such as the type of instrument, overdue status, and other relevant factors. Financial assets are assessed to be credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the counterparties have occurred, there are indications that the borrower is experiencing significant financial difficulties, or there is a breach of contract, as well as delinquency.

For accrued service income, the Company has decided to use a simplified approach, based on overdue status, to determine expected credit losses over the expected lifetime of the asset. Increase (decrease) in an allowance for expected credit losses is recognised as expenses during the year in profit or loss. In the case the Company receives money from its receivables which are written-off, the Company will credit against expected credit losses in profit or loss.

#### 4.11 Equipment and depreciation

Equipment is stated at cost less accumulated depreciation and allowance for impairment loss (if any). Depreciation of equipment is calculated by reference to their cost on a straight-line basis over the following estimated useful lives:

Building improvement	5 years
Furniture, fixtures and equipment	5 years

Depreciation is included in determining income.

No depreciation is provided on assets under installation.

An item of equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in profit or loss when the asset is derecognised.

#### 4.12 Leases

At inception of contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Company recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

##### *Right-of-use assets*

Right-of-use assets are measured at cost, less accumulated depreciation, any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease, and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located less any lease incentives received.

Depreciation of right-of-use assets are calculated by reference to their costs, on the straight-line basis over the shorter of their estimated useful lives and the lease term.

Buildings	1 - 3 years
Motor vehicles	5 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost of such asset reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

### ***Lease liabilities***

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the year in which the event or condition that triggers the payment occurs.

The Company discounted the present value of the lease payments by the interest rate implicit in the lease or the Company's incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

### ***Short-term leases and leases of low-value assets***

A lease that has a lease term less than or equal to 12 months from commencement date or a lease of low-value assets is recognised as expenses on a straight-line basis over the lease term.

## **4.13 Intangible assets and amortisation**

Intangible assets acquired are initially recognised at cost. Following the initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

Intangible assets with finite lives are amortised on the straight-line basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each fiscal year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful lives is as follows:

Computer software	5 years
-------------------	---------

No amortisation is provided on TFEX membership fees and other and software under installation

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually either individually or at the cash generating unit level. The assessment of indefinite useful lives of the intangible assets is reviewed annually.

#### **4.14 Property foreclosed**

Property foreclosed consists of immovable properties, and is stated at the lower of cost or net realisable value. Loss on impairment is included in determining income. Gains or losses on disposals of such properties are recognised in the statement of comprehensive income at the date of disposal.

#### **4.15 Impairment of non-financial assets**

At the end of each reporting period, the Company performs impairment reviews in respect of the equipment, right-of-use asset and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. The Company also carries out annual impairment reviews in respect of intangible assets with indefinite useful lives. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

#### **4.16 Securities and derivatives business payables**

Securities and derivatives business payables are the obligations of the Company in respect of its securities and derivatives business with outside parties, such as the net payable balances of cash accounts, securities delivery obligations as a result of short sales and obligations to return assets held by the Company as collateral for securities lending.

#### **4.17 Financial liabilities designated at fair value through profit or loss**

The Company designates certain financial liabilities at fair value through profit or loss if such designation significantly reduces a measurement inconsistency ("accounting mismatch") or the liabilities contain one or more embedded derivatives. The Company designates at initial recognition and recognises changes in fair value on that liability in gains (losses) and returns on financial instruments.

#### **4.18 Income tax**

Income tax represents the sum of corporate income tax currently payable and deferred tax.

##### **Current tax**

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

##### **Deferred tax**

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Company recognises deferred tax liabilities for all taxable temporary differences while it recognises deferred tax assets for all deductible temporary differences to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences can be utilised.



At each reporting date, the Company reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Company records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

#### **4.19 Debt issued and other borrowings**

Debt issued and other borrowings are initially recognised at the fair value of the proceeds received. Debt issued and other borrowings are subsequently measured at amortised cost, using the effective interest method. Any difference between proceeds and the redemption value is recognised in the statements of comprehensive income over the term of the borrowings.

#### **4.20 Provisions**

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

#### **4.21 Employee benefits**

a) Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

b) Post-employment benefits (Defined contribution plans)

The Company and the employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognised as expenses when incurred.

c) Post-employment benefits (Defined benefit plans)

The Company has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally independent expert, based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income.

#### **4.22 Treasury stocks**

The consideration paid which is directly related with buying back ordinary share of the Company, including any attributable incremental external costs net of income taxes, is deducted from total shareholders' equity as treasury shares until the treasury shares are cancelled. If such shares are subsequently sold or reissued, any consideration received is included in shareholders' equity.

#### **4.23 Related party transactions**

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company. They also include individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, management personnel, directors and officers with authority in the planning and direction of the operations of the Company.

#### **4.24 Foreign currencies**

The financial statements are presented in Baht, which is also the Company's functional currency.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period. Gains and losses on exchange are included in determining income.

#### **4.25 Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company applies a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Company measures fair value using valuation techniques that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

- |         |   |
|---------|---|
| Level 1 | Use of quoted market prices in an observable active market for such assets or liabilities     |
| Level 2 | Use of other observable inputs for such assets or liabilities, whether directly or indirectly |
| Level 3 | Use of unobservable inputs such as estimates of future cash flows                             |

At the end of each reporting period, the Company determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

## **5. Significant accounting judgements and estimates**

The preparation of financial statements in conformity with financial reporting standards at time requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosure, and actual results could differ from these estimations. The significant accounting judgements and estimates are as follows:

### **5.1 Recognition and derecognition of assets and liabilities**

In considering whether to recognise or to derecognise assets or liabilities, the management is required to make judgement on whether significant risk and rewards of those assets or liabilities have been transferred, based on their best knowledge of the current events and arrangements.

### **5.2 Allowances for expected credit losses of financial assets**

The management is required to use judgement in estimating allowance for expected credit losses for financial assets. The Company's calculation of allowance for expected credit losses depends on the criteria used for assessment of a significant increase in credit risk, the development of a model, the risk that collateral value cannot be realised, collective and individual analyses of the status of receivables, the probability of debt collection and the selection of the forecasted macroeconomic data inputs used in the model. The use of different estimates and assumptions could affect the amount of the allowance for expected credit losses and, therefore, the allowance may need to be adjusted in the future.

### **5.3 Equipment and depreciation**

In determining depreciation of equipment, the management is required to make estimates of the useful lives and salvage values of the Company's equipment and to review estimate useful lives and salvage values when there are any changes.

In addition, the management is required to review equipment for impairment on a periodical basis and record impairment losses when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

### **5.4 Determining the lease term of contracts with renewal and termination options**

In determining the lease term, the management is required to use judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease considering all relevant facts and circumstances that create an economic incentive for it to exercise either the renewal or termination.

### **5.5 Estimating the incremental borrowing rate**

The Company cannot readily determine the interest rate implicit in the lease, therefore, the management is required to exercise judgement in estimating its incremental borrowing rate (IBR) to discount lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

### **5.6 Intangible assets**

The initial recognition and measurement of intangible assets, and subsequent impairment testing, require management to make estimates of cash flows to be generated by the asset or the cash generating units and to choose a suitable discount rate in order to calculate the present value of those cash flows.

### **5.7 Deferred tax asset**

Deferred tax assets are recognised in respect of temporary differences only to the extent that it is highly probable that taxable profit will be available against which these differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

### **5.8 Post-employment benefits under defined benefit plans**

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

### **5.9 Fair value of financial instruments**

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercises judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk, liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the financial statements and disclosures of fair value hierarchy.

### **5.10 Litigation**

The Company has contingent liabilities as a result of litigation. The Company's management has used judgement to assess of the results of the litigation and believes that no loss will result. Therefore, no contingent liabilities are recorded as at the end of reporting period.

## 6. Cash and cash equivalents

	(Unit: Thousand Baht)	
	31 December 2024	31 December 2023
Cash, short-term fixed deposits and short-term certificates of deposit maturing within 3 months from date of acquisition	1,941,136	3,455,415
Less: Cash deposits held for customers	(1,663,221)	(3,185,982)
	277,915	269,433
Less: Allowance for expected credit losses	(289)	(73)
Cash and cash equivalents	277,626	269,360

## Supplemental cash flows information

	(Unit: Thousand Baht)	
	31 December 2024	31 December 2023
Non-cash items:		
Purchase of equipment and intangible asset on credit	167	332
Increase in right-of-use assets and lease liabilities	31,957	24,812

## 7. Receivables from Clearing House and brokers

	(Unit: Thousand Baht)	
	31 December 2024	31 December 2023
Receivables from Clearing House	2,131,674	1,626,281
Receivables from foreign brokers	720,473	1,098,095
Less: Receivables from Clearing House held for customers	(1,473,149)	(844,245)
Less: Receivables from foreign brokers held for customers	(523,951)	(978,403)
Receivables from Clearing House and brokers	855,047	901,728

## 8. Securities and derivatives business receivables

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
<b>Securities business receivables</b>		
Cash accounts receivables	750,149	1,968,639
Credit balance accounts receivables	14,457,982	14,052,037
Receivables under securities borrowing and lending business	13,539	38,383
Other receivables	287,106	310,361
Total securities business receivables	15,508,776	16,369,420
Add: Accrued interest receivables	69,177	70,976
Less: Allowance for expected credit losses	(276,559)	(299,016)
Securities business receivables	15,301,394	16,141,380
<b>Derivatives business receivables</b>		
Derivatives business receivables	28	64
Other receivables	133,525	133,656
Less: Allowance for expected credit losses	(133,525)	(133,476)
Derivatives business receivables	28	244
Securities and derivatives business receivables	15,301,422	16,141,624

## 8.1 Classification of securities and derivatives business receivables

As at 31 December 2024 and 2023, classification are as follows:

(Unit: Thousand Baht)

	31 December 2024		
	Securities business receivables and derivatives business receivables and accrued interest	Exposure at Default	Allowance for expected credit losses
<b>Securities business receivables</b>			
Performing (12-month ECL)	15,290,847	15,290,847	(1,482)
Under-performing (Lifetime ECL - not credit impaired)	-	-	-
Non-performing (Lifetime ECL - credit impaired)	287,106	287,106	(275,077)
Total securities business receivables	15,577,953	15,577,953	(276,559)
<b>Derivatives business receivables</b>			
Performing (12-month ECL)	28	28	-
Under-performing (Lifetime ECL - not credit impaired)	-	-	-
Non-performing (Lifetime ECL - credit impaired)	133,525	133,525	(133,525)
Total derivatives business receivables	133,553	133,553	(133,525)
Total securities and derivatives business receivables	15,711,506	15,711,506	(410,084)

(Unit: Thousand Baht)

	31 December 2023		
	Securities business receivables and derivatives business receivables and accrued interest	Exposure at Default	Allowance for expected credit losses
<b>Securities business receivables</b>			
Performing (12-month ECL)	16,130,035	16,130,035	(904)
Under-performing (Lifetime ECL - not credit impaired)	-	-	-
Non-performing (Lifetime ECL - credit impaired)	310,361	310,361	(298,112)
Total securities business receivables	16,440,396	16,440,396	(299,016)
<b>Derivatives business receivables</b>			
Performing (12-month ECL)	64	64	-
Under-performing (Lifetime ECL - not credit impaired)	-	-	-
Non-performing (Lifetime ECL - credit impaired)	133,656	133,656	(133,476)
Total derivatives business receivables	133,720	133,720	(133,476)
Total securities and derivatives business receivables	16,574,116	16,574,116	(432,492)



As at 31 December 2024 and 2023, credit impaired loans (including accrued interest) Baht 251 million is the Company's receivables before Kim Eng Holdings Limited (Current name is Maybank IBG Holdings Limited) became a shareholders and management of the Company in 1998.

## 9. Derivatives assets and derivatives liabilities

(Unit: Thousand Baht)

	31 December 2024			
	Assets		Liabilities	
	Fair value	Notional amount	Fair value	Notional amount
<b>Type of risk</b>				
Equity price				
- Futures <sup>(1)</sup>	-	464,576	-	1,605,009
Exchange rate				
- Forward contract	29,698	966,833	-	-
<b>Total</b>	<b>29,698</b>	<b>1,431,409</b>	<b>-</b>	<b>1,605,009</b>

<sup>(1)</sup> The futures are cash settlement. Real exposure is a difference between cost of such contracts and underlying assets level. Net fair value of outstanding futures as at 31 December 2024, fair value of derivative liabilities - futures is Baht 165 million included in "Receivables from Clearing House and brokers".

(Unit: Thousand Baht)

	31 December 2023			
	Assets		Liabilities	
	Fair value	Notional amount	Fair value	Notional amount
<b>Type of risk</b>				
Equity price				
- Futures <sup>(1)</sup>	-	1,520,499	-	177,316
Exchange rate				
- Forward contract	-	-	72,855	1,059,788
<b>Total</b>	<b>-</b>	<b>1,520,499</b>	<b>72,855</b>	<b>1,237,104</b>

<sup>(1)</sup> The futures are cash settlement. Real exposure is a difference between cost of such contracts and underlying assets level. Net fair value of outstanding futures as at 31 December 2023, fair value of derivative assets - futures is Baht 177 million included in "Receivables from Clearing House and brokers".

## 9.1 Proportion of the derivatives classified by type of contractual parties by notional amount

Type of parties	31 December 2024		31 December 2023	
	Proportion based on notional amount		Proportion based on notional amount	
	Assets	Liabilities	Assets	Liabilities
	(percent)	(percent)	(percent)	(percent)
Financial institution	68	-	-	86
Third parties	32	100	100	14
Total	100	100	100	100

## 10. Investments

### 10.1 Cost and fair value

(Unit: Thousand Baht)

	31 December 2024			31 December 2023		
	Fair value/Amortised cost			Fair value/Amortised cost		
	Non-collateralised investments	Collateralised investments	Total	Non-collateralised investments	Collateralised investments	Total
<b>Fair value</b>						
Investments measured at fair value through profit or loss						
Trading securities						
Marketable equity instruments in domestic market	1,940,443	-	1,940,443	1,715,104	-	1,715,104
Marketable equity instruments in foreign market	251,906	-	251,906	18,044	-	18,044
Total	2,192,349	-	2,192,349	1,733,148	-	1,733,148
Investments designated at fair value through other comprehensive income						
Non-marketable equity instruments in domestic market						
	13,359	-	13,359	13,175	-	13,175
Total	13,359	-	13,359	13,175	-	13,175
<b>Amortised cost</b>						
Investments measured at amortised cost						
Fixed deposits	2,000,000	-	2,000,000	4,000,000	-	4,000,000
Deposits with restriction	-	3,535	3,535	-	3,533	3,533
Government bonds	8,953,514	-	8,953,514	8,882,384	-	8,882,384
Less: Investments held for customers	(10,953,514)	-	(10,953,514)	(12,882,384)	-	(12,882,384)
Less: Allowance for expected credit losses	-	(19)	(19)	-	(3)	(3)
Total	-	3,516	3,516	-	3,530	3,530
Total investments	2,205,708	3,516	2,209,224	1,746,323	3,530	1,749,853

## 10.2 Investments in deposits at financial institutions and investments in debt instruments classified by remaining years of contracts

(Unit: Thousand Baht)

31 December 2024				
	Within 1 year	1 - 5 years	No maturity	Total
<b>Investments measured at amortised cost</b>				
Fixed deposits	2,000,000	-	-	2,000,000
Deposits with restriction	-	-	3,535	3,535
Government bonds	8,953,514	-	-	8,953,514
Less: Investments held for customers	(10,953,514)	-	-	(10,953,514)
Less: Allowance for expected credit losses	-	-	(19)	(19)
Total	-	-	3,516	3,516

(Unit: Thousand Baht)

31 December 2023				
	Within 1 year	1 - 5 years	No maturity	Total
<b>Investments measured at amortised cost</b>				
Fixed deposits	4,000,000	-	-	4,000,000
Deposits with restriction	-	-	3,533	3,533
Government bonds	8,882,384	-	-	8,882,384
Less: Investments held for customers	(12,882,384)	-	-	(12,882,384)
Less: Allowance for expected credit losses	-	-	(3)	(3)
Total	-	-	3,530	3,530

### 10.3 Investment in equity instruments designated at fair value through other comprehensive income

(Unit: Thousand Baht)

31 December 2024					
Investment	Reason for using option in presentations as mentioned	Fair value	Dividend received	Retained earnings or deficit transferred in owner's equity	Reason to transfer
TSFC Securities Public Company Limited	Intend to hold for long-term	10,760	184	-	-
Others	Intend to hold for long-term	2,599	-	-	-
Total		13,359	184	-	

(Unit: Thousand Baht)

31 December 2023					
Investment	Reason for using option in presentations as mentioned	Fair value	Dividend received	Retained earnings or deficit transferred in owner's equity	Reason to transfer
TSFC Securities Public Company Limited	Intend to hold for long-term	10,691	263	-	-
Others	Intend to hold for long-term	2,484	-	-	-
Total		13,175	263	-	

## 11. Loans to employees

	(Unit: Thousand Baht)	
	31 December 2024	31 December 2023
<b>Loan that the credit risk has not increased significantly</b>		
Not over 1 year	15,078	20,388
Over 1 year	88,484	121,537
Less: Allowance for expected credit losses	(3)	(30)
<b>Total</b>	<b>103,559</b>	<b>141,895</b>

## 12. Allowance for expected credit losses

	(Unit: Thousand Baht)	
	31 December 2024	31 December 2023
Cash and cash equivalents	289	73
Securities and derivatives business receivables	410,084	432,492
Investments	19	3
Loans to employees	3	30
Other assets - accrued interest	33	20
<b>Total</b>	<b>410,428</b>	<b>432,618</b>

As at 31 December 2024 and 2023, allowance for expected credit losses of securities and derivatives business receivables are as follows:

(Unit: Thousand Baht)

31 December 2024

	Allowance for expected credit losses			
	12-month ECL	Lifetime ECL - not credit impaired	Lifetime ECL - credit impaired	Total
Beginning balance	904	-	431,588	432,492
Changes due to staging	-	-	-	-
Changes due to revaluation of allowance for credit losses	-	-	-	-
New financial assets purchased or acquired	578	-	(13,912)	(13,334)
Bad debt written off	-	-	(9,074)	(9,074)
Ending balance	1,482	-	408,602	410,084

(Unit: Thousand Baht)

31 December 2023

	Allowance for expected credit losses			
	12-month ECL	Lifetime ECL - not credit impaired	Lifetime ECL - credit impaired	Total
Beginning balance	1,015	-	385,070	386,085
Changes due to staging	-	-	-	-
Changes due to revaluation of allowance for credit losses	-	-	-	-
New financial assets purchased or acquired	(111)	-	48,223	48,112
Bad debt written off	-	-	(1,705)	(1,705)
Ending balance	904	-	431,588	432,492

### 13. Equipment

(Unit: Thousand Baht)

	Building improvement	Furniture Fixtures and equipment	Assets under installation	Total
<b>Cost</b>				
1 January 2023	188,456	584,682	3,100	776,238
Additions	1,770	20,233	24,486	46,489
Transfer in (out)	6,719	20,863	(27,582)	-
Disposals/written-off	(27,172)	(17,761)	-	(44,933)
31 December 2023	169,773	608,017	4	777,794
Additions	522	9,483	19,788	29,793
Transfer in (Transfer out)	5,685	9,222	(14,907)	-
Disposals/written-off	(7,340)	(183,237)	-	(190,577)
31 December 2024	168,640	443,485	4,885	617,010
<b>Accumulated depreciation</b>				
1 January 2023	160,993	511,895	-	672,888
Depreciation for the year	8,401	27,359	-	35,760
Disposals/written-off	(26,845)	(17,532)	-	(44,377)
31 December 2023	142,549	521,722	-	664,271
Depreciation for the year	8,550	28,289	-	36,839
Disposals/written-off	(7,067)	(183,179)	-	(190,246)
31 December 2024	144,032	366,832	-	510,864
<b>Net book value</b>				
31 December 2023	27,224	86,295	4	113,523
31 December 2024	24,608	76,653	4,885	106,146
Depreciation charge for the years ended 31 December				
2023				35,760
2024				36,839

As at 31 December 2024 and 2023, certain equipment items have been fully depreciated but are still in use. The gross carrying amount (before deducting accumulated depreciation) of those assets amounted to approximately Baht 424 million and Baht 586 million, respectively.



## 14. Leases

The Company has lease contracts used in its operations. Leases generally have lease terms between 1 - 3 years.

### 14.1 Right-of-use assets

Movement of right-of-use assets for the year ended 31 December 2024 and 2023 are summarised below:

	(Unit: Thousand Baht)		
	Buildings	Motor vehicles	Total
<b>Cost</b>			
1 January 2023	454,528	30,824	485,352
Additions	24,812	-	24,812
Written-off	(50,968)	(13,136)	(64,104)
31 December 2023	428,372	17,688	446,060
Additions	31,957	-	31,957
Written-off	(20,263)	(3,120)	(23,383)
31 December 2024	440,066	14,568	454,634
<b>Accumulated depreciation</b>			
1 January 2023	270,638	30,824	301,462
Depreciation for the year	84,882	-	84,882
Written-off	(48,324)	(13,136)	(61,460)
31 December 2023	307,196	17,688	324,884
Depreciation for the year	78,141	-	78,141
Written-off	(20,263)	(3,120)	(23,383)
31 December 2024	365,074	14,568	379,642
<b>Net book value</b>			
31 December 2023	121,176	-	121,176
31 December 2024	74,992	-	74,992

### 14.2 Lease liabilities

	(Unit: Thousand Baht)	
	31 December 2024	31 December 2023
Lease payments	73,064	122,644
Less: Deferred interest expenses	(1,282)	(2,294)
Total	71,782	120,350

A maturity analysis of lease payments is disclosed in Note 42 under the liquidity risk.

### 14.3 Expenses related leases that are recognised in profit or loss.

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Depreciation of right-of-use assets	78,141	84,882
Interest expense on lease liabilities	2,181	3,033
Expense relating to short-term lease	2,525	2,563
<b>Total</b>	<b>82,847</b>	<b>90,478</b>

The Company had total cash outflows for lease for the years ended 31 December 2024 and 2023 of Baht 85 million and Baht 87 million, respectively (included short-term leases and leases of low - value assets).

### 15. Intangible assets

(Unit: Thousand Baht)

For the year ended 31 December 2024											
	Useful lives	Cost				Accumulated amortisation				Net	
		1 January	Increase	Transfer in (transfer out)	Written-off	31 December	1 January	Increase	Written-off	31 December	intangible assets
		2024				2024	2024			2024	
Computer software	5 years	228,952	3,659	2,585	-	235,196	180,524	14,281	-	194,805	40,391
Software under installation	-	453	2,192	(2,585)	-	60	-	-	-	-	60
Membership fee - Thailand											
Futures Exchanges and other	-	6,500	-	-	-	6,500	1,679	-	-	1,679	4,821
<b>Total</b>		<b>235,905</b>	<b>5,851</b>	<b>-</b>	<b>-</b>	<b>241,756</b>	<b>182,203</b>	<b>14,281</b>	<b>-</b>	<b>196,484</b>	<b>45,272</b>

(Unit: Thousand Baht)

For the year ended 31 December 2023											
	Useful lives	Cost				Accumulated amortisation				Net	
		1 January	Increase	Transfer in (transfer out)	Written-off	31 December	1 January	Increase	Written-off	31 December	intangible assets
		2023				2023	2023			2023	
Computer software	5 years	212,047	11,334	10,524	(4,953)	228,952	169,091	12,928	(1,495)	180,524	48,428
Software under installation	-	9,420	2,353	(10,524)	(796)	453	-	-	-	-	453
Membership fee - Thailand											
Futures Exchanges and other	-	5,000	1,500	-	-	6,500	1,679	-	-	1,679	4,821
<b>Total</b>		<b>226,467</b>	<b>15,187</b>	<b>-</b>	<b>(5,749)</b>	<b>235,905</b>	<b>170,770</b>	<b>12,928</b>	<b>(1,495)</b>	<b>182,203</b>	<b>53,702</b>

As at 31 December 2024 and 2023, certain computer software items have been fully amortised but are still in use. The gross carrying amount (before deducting accumulated amortisation) of those intangible assets amounted to approximately Baht 164 million and Baht 155 million, respectively.

## 16. Deferred tax assets/liabilities and income tax

### 16.1 Deferred tax assets/liabilities

The component of deferred tax assets and deferred tax liabilities are as follows:

	(Unit: Thousand Baht)	
	31 December 2024	31 December 2023
<b>Deferred tax assets</b>		
Allowance for impairment losses - other assets	3,191	3,191
Allowance for expected credit losses	35,336	34,361
Provisions for long-term employee benefits	43,866	47,130
Unrealised loss on revaluation of investments	-	2,344
Unrealised loss on revaluation of derivative instruments	52,485	-
Unrealised loss on exchange rate	-	8,292
Leases	4,095	4,345
Others	6,390	3,352
<b>Total</b>	<b>145,363</b>	<b>103,015</b>
<b>Deferred tax liabilities</b>		
Unrealised gain on revaluation of investments	(53,286)	-
Unrealised gain on revaluation of derivatives	-	(5,097)
Unrealised gain from foreign exchange rates	(10,774)	-
Others	(664)	(664)
<b>Total</b>	<b>(64,724)</b>	<b>(5,761)</b>
<b>Deferred tax assets - net</b>	<b>80,639</b>	<b>97,254</b>

### 16.2 Income tax

Income tax for the years ended 31 December 2024 and 2023 are made up as follows:

	(Unit: Thousand Baht)	
	For the years ended 31 December	
	2024	2023
<b>Current income tax:</b>		
Corporate income tax for the year	104,307	86,279
Adjustment of corporate income tax expenses of previous year	3,664	5,036
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	9,172	3,935
<b>Income tax reported in profit or loss</b>	<b>117,143</b>	<b>95,250</b>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2024 and 2023 are as follows:

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Deferred tax relating to gain on investments in equity instruments designated at fair value through other comprehensive income	37	58
Deferred tax relating to actuarial gains	7,406	7,327

The reconciliation between accounting profit and income tax is shown below.

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Accounting profits before tax	579,276	460,157
Applicable tax rate	20%	20%
Accounting profit before tax multiplied by income tax rate	115,855	92,031
Adjustment of income tax of previous year	3,664	5,036
Tax effect of non-deductible/taxable revenue or expenses	(2,376)	(1,817)
Income tax reported in profit or loss	117,143	95,250

## 17. Other assets

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
Prepaid expenses	33,520	22,081
Clearing fund and security deposits	280,317	274,469
Accrued service and interest income	36,545	57,465
Deposits	24,923	30,768
Property foreclosed	8,430	8,430
Others	33,936	31,151
Total	417,671	424,364
Less: Allowance for impairment loss	(15,957)	(15,957)
Less: Allowance for expected credit losses	(33)	(20)
Other assets	401,681	408,387

## 18. Borrowings from financial institutions

As at 31 December 2024 and 2023, borrowings from financial institutions comprise only domestic borrowings in Baht currency which are classified as follows:

(Unit: Thousand Baht)

	31 December 2024			
	Interest rate per annum (percent)	Remaining years to maturity		Total
		At call	Within 1 year	
Promissory notes	2.60 - 2.91	5,285,000	-	5,285,000
Borrowings from financial institutions		5,285,000	-	5,285,000

(Unit: Thousand Baht)

	31 December 2023			
	Interest rate per annum (percent)	Remaining years to maturity		Total
		At call	Within 1 year	
Promissory notes	2.85	500,000	-	500,000
Borrowings from financial institutions		500,000	-	500,000

## 19. Payables to Clearing House and brokers

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
Payables to Clearing House	-	661,946
Payables to foreign brokers	12,532	4,984
Payables to Clearing House and brokers	12,532	666,930

## 20. Securities and derivatives business payables

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
Cash accounts payables	1,192,261	1,340,357
Guaranteed deposit payables	833	-
Payables under securities borrowings and lending business	171,519	119,336
Securities and derivatives business payables	1,364,613	1,459,693

## 21. Financial liabilities designated at fair value through profit or loss

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
Financial liabilities designated at fair value through profit or loss	510,820	299,939

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
<b>Change in fair value of liabilities</b>		
Change in fair value during the year - Gain	6,418	16,420

As at 31 December 2024, the Company has equity linked notes which will be matured within April 2026

## 22. Debt issued and other borrowings

As at 31 December 2024 and 2023, debt issued and borrowings are classified as follows:

(Unit: Thousand Baht)

31 December 2024				
	Interest rate per annum (percent)	Remaining years to maturity		
		Within 1 year	1 - 5 years	Total
Bills of exchange	Fixed interest rate	5,213,500	-	5,213,500
Subordinated loan (USD 29.50 million, mature within April 2025)	Fixed interest rate	1,002,641	-	1,002,641
Other borrowing (USD 10.00 million, mature within January 2025)	Fixed interest rate	339,879	-	339,879
Debt issued and other borrowings		6,556,020	-	6,556,020

(Unit: Thousand Baht)

31 December 2023				
	Interest rate per annum (percent)	Remaining years to maturity		
		Within 1 year	1 - 5 years	Total
Bills of exchange	Fixed interest rate	10,442,244	-	10,442,244
Subordinated loan (USD 29.50 million, mature within October 2024)	Fixed interest rate	1,009,587	-	1,009,587
Other borrowing (USD 0.88 million, mature within January 2024)	Fixed interest rate	30,117	-	30,117
Debt issued and other borrowings		11,481,948	-	11,481,948

## 23. Provisions

(Unit: Thousand Baht)

	Provisions for long-term employee benefits	Decommissioning cost	Other	Total
Balance as at 1 January 2023	243,399	31,368	-	274,767
Decrease during the year	(7,749)	(4,427)	-	(12,176)
Balance as at 31 December 2023	235,650	26,941	-	262,591
Increase (decrease) during the year	(16,460)	1,131	9,813	(5,516)
Balance as at 31 December 2024	219,190	28,072	9,813	257,075

## 24. Provisions for long-term employee benefits

As at 31 December 2024 and 2023, provision for long-term employee benefits are as follows:

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
<b>Defined benefit obligation at beginning of the year</b>	235,650	243,399
Current service cost	28,159	28,418
Interest cost	4,076	5,555
Gain on settlement	(596)	(58)
Actuarial (gains) losses		
Demographic assumption changes	(11,485)	334
Financial assumption changes	7,771	(4,677)
Experience adjustments	(33,316)	(32,294)
Benefits paid during the year	(11,069)	(5,027)
<b>Defined benefit obligation at ending of the year</b>	219,190	235,650

The Company expects to pay Baht 46 million in long-term employee benefits during the next year. As at 31 December 2024, the weighted average duration of the liabilities for long-term employee benefit is about 14 years (31 December 2023: 15 years).



Significant actuarial assumptions are summarised below:

	31 December 2024	31 December 2023
	(% per annum)	(% per annum)
Discount rate	2.19	2.80
Salary increase rate	5.00	5.00
Turnover rate	0.00 - 19.00	0.00 - 20.00

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2024 and 2023 are summarised below:

(Unit: Million Baht)

	31 December 2024		31 December 2023	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(13)	15	(14)	16
Salary increase rate	15	(13)	17	(15)
Turnover rate	(14)	8	(15)	10

## 25. Other liabilities

(Unit: Thousand Baht)

	31 December 2024	31 December 2023
Accrued expenses	260,442	202,559
Dividend payable	916	916
Others	34,689	31,598
Other liabilities	296,047	235,073

## 26. Share capital

	31 December 2024		31 December 2023	
	Number of shares	Amount	Number of shares	Amount
	(Thousand shares)	(Thousand Baht)	(Thousand shares)	(Thousand Baht)
Issued share capital				
(Par value at Baht 5 each)	572,250	2,861,250	572,250	2,861,250
Paid-up share capital				
(Par value at Baht 5 each)	570,815	2,854,073	570,815	2,854,073

## 27. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside a statutory reserve at least 5% of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10% of its registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

## 28. Dividends

Dividends	Approved by	Dividend paid (Million Baht)	Dividend per share (Baht)
Interim dividends for the operating result as from 1 January 2024 to 30 June 2024	Board of Directors' meeting on 21 August 2024	217	0.38
Dividends for the operating result as from 1 January 2023 to 31 December 2023	Annual General Meeting of the shareholders on 9 April 2024	63	0.11
Dividend paid during the year ended 31 December 2024		280	0.49
Interim dividends for the operating result as from 1 January 2023 to 30 June 2023	Board of Directors' meeting on 22 August 2023	211	0.37
Dividends for the operating result as from 1 January 2022 to 31 December 2022	Annual General Meeting of the shareholders on 11 April 2023	348	0.61
Dividend paid during the year ended 31 December 2023		559	0.98

## 29. Brokerage fees income

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Brokerage fees income from securities business	907,994	1,009,730
Brokerage fees income from derivatives business	149,022	172,694
Brokerage fees income	1,057,016	1,182,424

### 30. Fees and service income

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Underwriting fee	143,795	100,216
Financial advisory	23,956	2,500
Selling agent fee income	17,505	30,764
Securities borrowing and lending	1,505	4,214
Others	10,477	10,770
Fees and service income	197,238	148,464

### 31. Interest income

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Interest income on margin loans	758,903	801,363
Interest income on bank deposits and government bonds	312,102	242,179
Interest income on staff loans	4,275	4,857
Interest income	1,075,280	1,048,399

### 32. Gain and returns on financial instruments

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Gain (loss) on trading investments	242,483	(752,850)
Gain (loss) on trading derivatives	(68,273)	872,591
Dividend income	79,132	114,830
Gain and returns on financial instruments	253,342	234,571

### 33. Interest expenses

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Interest expenses on customer's deposit	117,824	118,530
Interest expenses on debt issued and other borrowings	290,178	311,765
Interest expenses on borrowing from financial institutions	53,495	39,725
Interest expenses on lease liabilities	2,181	3,033
Interest expense	463,678	473,053

### 34. Expected credit losses (reversal)

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Cash and cash equivalents	216	2
Securities and derivatives business receivables (reversal)	(13,334)	48,112
Investments	16	1
Loans to employees (reversal)	(27)	(17)
Other assets - accrued interest	13	1
Expected credit losses (reversal)	(13,116)	48,099

### 35. Other expenses

(Unit: Thousand Baht)

	For the years ended 31 December	
	2024	2023
Depreciation and amortisation	129,261	133,534
Rental and service expenses	6,136	6,395
Utility expenses	9,761	11,944
Maintenance expenses	119,830	122,503
Taxes and duties	30,059	30,260
Travelling expenses	16,726	18,785
Telephone and information service expenses	47,268	47,819
Others	126,355	126,201
Other expenses	485,396	497,441

**36. Directors’ remuneration**

Directors’ remuneration represents the benefits (exclusive of salaries, bonus, and related benefits payable to executive directors) paid to directors of the Company in accordance with Section 90 of the Public Limited Companies Act.

**37. Provident fund**

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. Employees contributed to the fund monthly at the rate of 3 - 15 percent of basic salary and the Company contributed to the fund monthly at the rate of 5 - 10 percent. The funds of the Company are managed by Eastspring Asset Management (Thailand) Company Limited and Aberdeen Asset Management (Thailand) Company Limited. The funds will be paid to employees upon termination in accordance with the fund rules. During the years ended 31 December 2024 and 2023 amounting to approximately Baht 47 million and Baht 50 million, respectively, were recognised as expenses.

**38. Earnings per share**

Basic earnings per share is calculated by dividing the net profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

**39. Related party transactions**

During the years, the Company had significant business transactions with the following related parties.

Related parties	Relationship
Malayan Banking Berhad	The ultimate parent company
Maybank IBG Holdings Limited	Parent company
Maybank Securities Pte. Ltd.	Fellow subsidiary
MIB Securities (Hong Kong) Limited	Fellow subsidiary
Maybank Research Pte. Ltd.	Fellow subsidiary
Maybank Securities Limited	Fellow subsidiary
Maybank Investment Bank Berhad	Fellow subsidiary of the Group
Maybank Shared Services Sdn. Bhd.	Fellow subsidiary of the Group

Such related parties' transactions have been concluded on commercial terms and base agreed upon the ordinary course of businesses between the Company and those related parties. Below is a summary of those transactions.

(Unit: Million Baht)

	For the years ended 31 December		Pricing policies
	2024	2023	
<b>Transactions with related parties</b>			
<u>Brokerage fees income</u>			At normal rate charged to other clients
Maybank Securities Pte. Ltd.	95	119	which is in accordance with SET's and
MIB Securities (Hong Kong) Limited	4	3	SEC's notification
<u>Research and advisory service income</u>			In accordance with the agreement
Maybank Research Pte. Ltd.	37	36	
<u>Financial advisory income</u>			In accordance with the agreement
Maybank Securities Pte. Ltd.	-	1	
<u>Brokerage fees expenses</u>			In accordance with the agreement
Maybank Securities Pte. Ltd.	5	3	
Maybank Securities Limited	1	3	
<u>Research and advisory service expenses</u>			In accordance with the agreement
Maybank Research Pte. Ltd.	2	4	
<u>Interest expenses</u>			In accordance with the agreement, in line
Maybank IBG Holdings Limited	79	107	with the market interest rates
<u>Other expenses</u>			In accordance with the agreement
Maybank Shared Services Sdn. Bhd.	18	13	
<u>Dividend paid</u>			As declared
Maybank IBG Holdings Limited	233	466	
Maybank Securities Pte. Ltd.	1	1	

As at 31 December 2024 and 2023, the outstanding balances of the above transactions, as presented in the statements of financial position are as follows:

(Unit: Million Baht)

	31 December 2024	31 December 2023	Pricing Policies
<u>Securities business receivables</u>			No interest charged
Maybank Securities Pte. Ltd.	-	881	
MIB Securities (Hong Kong) Limited	-	5	
<u>Foreign securities company receivables</u>			No interest charged
Maybank Securities Pte. Ltd.	22	49	
<u>Foreign deposits receivables</u>			As determined by Maybank
Maybank Securities Pte. Ltd.	686	1,049	Securities Pte. Ltd.
<u>Securities business payables</u>			No interest charged
Maybank Securities Pte. Ltd.	318	-	
<u>Foreign securities company payables</u>			No interest charged
Maybank Securities Pte. Ltd.	-	5	
<u>Foreign deposit payables</u>			No interest charged
Maybank Securities Pte. Ltd.	-	1	
MIB Securities (Hong Kong) Limited	1	1	
<u>Subordinated loan</u>			In accordance with the agreement, in line
Maybank IBG Holdings Limited	1,003	1,010	with the market interest rates
<u>Other borrowing</u>			In accordance with the agreement, in line
Maybank IBG Holdings Limited	340	30	with the market interest rates
<u>Interest payables</u>			In accordance with the agreement
Maybank IBG Holdings Limited	13	17	
<u>Other payables</u>			In accordance with the agreement
Maybank Shared Services Sdn. Bhd.	11	1	

As at 31 December 2024, Maybank IBG Holdings Limited guaranteed the overdraft facilities of the Company amounting to Baht 30 million (31 December 2023: Baht 30 million). There is no overdraft outstanding balance as at 31 December 2024 (31 December 2023: none).



### 39.1 Loans to employees

As at 31 December 2024, the Company has loans to employees under welfare program amounting to Baht 104 million. The loans charged interest at rate of 1.63 and 3.29 percent per annum (31 December 2023: Baht 142 million, interest at rate 1.63 and 3.25 percent per annum).

### 39.2 Loans from related parties

As at 31 December 2024, the loans from related parties between the Company and the related company and the movement of loans are as follows:

		(Unit: Million Baht)				
Lender	Relationship	Balance				Balance
		as at 1 January 2024	Increase during the year	Decrease during the year	Loss on exchange rate	as at 31 December 2024
Maybank IBG Holdings Limited	Parent company	1,040	1,512	(1,178)	(31)	1,343
Total		1,040	1,512	(1,178)	(31)	1,343

### 39.3 Management's remuneration

During the years ended 31 December 2024 and 2023, benefits paid to management of the Company, which presented as part of "Employee benefit expenses" are as follows:

(Unit: Million Baht)		
For the years ended 31 December		
	2024	2023
Management's remuneration		
Short-term employee benefits	70	61
Post-employment benefits	13	11
Total	83	72

## 40. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Company is organised into business units based on its products and services and have two reportable segments as follows:

- Securities business segment, which provide service according to securities brokering and derivative brokering, securities trading of the Company and securities borrowing and lending.
- Investment banking segment, which provide service according to underwriting, investment advisory and corporate finance advisory.

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and on a basis consistent with that used to measure operating profit or loss in the financial statements.

The following tables present revenue and profit information regarding the Company's operating segments for the years ended 31 December 2024 and 2023, respectively.

	(Unit: Million Baht)		
	Securities business segment	Investment banking segment	Total segments
<b>For the year ended 31 December 2024</b>			
<b>Income</b>			
Revenue from external customers			
Brokerage fees income	1,057	-	1,057
Fees and service income	29	168	197
Interest income	1,075	-	1,075
Gains and returns on financial instruments	253	-	253
Other income	161	-	161
<b>Total income</b>	<b>2,575</b>	<b>168</b>	<b>2,743</b>
<b>Expenses</b>			
Employee benefit expenses			1,074
Fees and service expenses			154
Interest expenses			464
Reversal of expected credit losses			(13)
Other expenses			485
<b>Total expenses</b>			<b>2,164</b>
<b>Profit before income tax</b>			<b>579</b>
Income tax			(117)
<b>Profit for the year</b>			<b>462</b>

(Unit: Million Baht)			
	Securities business segment	Investment banking segment	Total segments
<b>For the year ended 31 December 2023</b>			
<b>Income</b>			
Revenue from external customers			
Brokerage fees income	1,182	-	1,182
Fees and service income	46	103	149
Interest income	1,048	-	1,048
Gains and returns on financial instruments	235	-	235
Other income	124	-	124
<b>Total income</b>	<b>2,635</b>	<b>103</b>	<b>2,738</b>
<b>Expenses</b>			
Employee benefit expenses			1,102
Fees and service expenses			157
Interest expenses			473
Expected credit losses			48
Other expenses			498
<b>Total expenses</b>			<b>2,278</b>
<b>Profit before income tax</b>			<b>460</b>
Income tax			(95)
<b>Profit for the year</b>			<b>365</b>

The following table presents segment assets of the Company's operating segments as at 31 December 2024 and 2023.

(Unit: Million Baht)					
	Securities business segment	Investment banking segment	Total segments	Unallocated assets	Total
<b>Segment assets</b>					
As at 31 December 2024	16,233	3	16,236	3,249	19,485
As at 31 December 2023	17,132	5	17,137	2,862	19,999

#### Geographic information

The Company operates only in Thailand. As a result, all the revenues and assets as reflected in these financial statements pertain exclusive to this geographical reportable segment.

#### Major customers

For the years ended 31 December 2024 and 2023, the Company has no major customer with revenue of 10 percent or more of an entity's revenues.

### 41. Litigation

As at 31 December 2024, the Company has legal disputes in the court that the Company is acting as the respondent. The pending disputed amounts are totaling approximately Baht 21 million (31 December 2023: Baht 1 million). While the final judgments have not yet been reached in respect of these cases, the management of the Company under legal opinion estimates that the Company may have some potential losses. The Company, hence, set up a certain amount of provision for potential loss on lawsuits in the financial statements.

On 20 September 2024, the Company and a third-party individual were jointly sued in a civil case by the third-party plaintiffs. The Company's management and lawyer have considered the situation and believed that the Company has sufficient evidence to refute the allegations in this case.

### 42. Risk management

#### Financial risk management objectives and policies

The Company's financial instruments principally comprise cash and cash equivalents, receivables from Clearing House and brokers, securities and derivatives business receivables, derivatives assets, investments, loans to employees, borrowings from financial institutions, payables to Clearing House and brokers, securities and derivatives business payables, financial liabilities designated of fair value through profit or loss, derivatives liabilities, and debt issued and other borrowings. The financial risks associated with these financial instruments and how they are managed is described below.

#### 42.1 Credit risk

The Company is exposed to credit risk primarily with respect to securities and derivatives business receivables, loans to employees, deposits with banks and financial institutions and other financial instruments. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

In relation to impairment of financial assets, TFRS 9 requires the Company to prepare an expected credit losses model. The Company has established and maintain an appropriate credit losses model. The Company regularly reviews the parameters and the data used in the credit losses model.

### ***Securities and derivatives business receivables***

The Company manages the risk by establishing trading limit and credit limit for client, performing regular credit review, requiring collateral placement and setting credit limit authorities at both committee level and individual level, dependent on to credit risk level. The Company also assigns credit committee to control and monitor the credit risk on a regular basis. In addition, the Company has a large number of customer base. Therefore, the Company does not expect to incur material credit losses.

### ***Loans to employees***

The credit risk on loans is limited because this account represents loans to employees under welfare program, with full collateral. In case of default, the Company has a right to proceed legal actions to foreclose the collateral to repay the loans.

### ***Deposits with banks and financial institutions and other financial instruments.***

The credit risk on deposits with banks and financial institutions and investment in debt instruments is limited because the Company deposits with only banks and financial institutions having high credit-ratings assigned by credit-rating agencies. For investment in debt instruments, the Company invests in government bonds which have low credit risk.

## **42.2 Market risk**

The Company has market risk relating to interest rate risk, currency risk and equity price risk. The Company manage its risk exposure as follows.

### **42.2.1 Interest rate risk**

The Company's exposure to interest rate risk relates primarily to its cash and cash equivalents, securities and derivatives business receivables, investments in debt instrument, loans to employees, borrowings from financial institutions, and debt issued and other borrowings. Most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate because of its short-term in nature. Therefore, net interest rate risk of the Company is limited.

As at 31 December 2024 and 2023, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date if this occurs before the maturity date.

(Unit: Million Baht)

	Outstanding balance of financial instruments as at 31 December 2024									
	Floating interest Rate	Fixed interest rates					Non-performing debts	Total	Interest rate (% p.a.)	
		Remaining year to the contractual repricing date or maturity date				Without interest			Floating interest rate	Fixed interest rate
		At call	Within							
			1 year	1 - 5 years						
Financial assets										
Cash and cash equivalents	20	-	-	-	258	-	278	0.05 - 1.45	-	
Receivables from Clearing House and brokers	-	-	-	-	855	-	855	-	-	
Securities and derivatives business receivables	14,527	-	-	-	764	421	15,712	5.75 - 6.60	-	
Derivatives assets	-	-	-	-	30	-	30	-	-	
Investments in debt instruments	-	-	4	-	-	-	4	-	0.65 - 2.07	
Loans to employees	104	-	-	-	-	-	104	1.63 - 3.29	-	
Financial liabilities										
Borrowings from financial institutions	-	5,285	-	-	-	-	5,285	-	2.60 - 2.91	
Payables to Clearing House and brokers	-	-	-	-	13	-	13	-	-	
Securities and derivatives business payables	-	-	-	-	1,365	-	1,365	-	-	
Financial liabilities designated of fair value through profit or loss	-	-	477	34	-	-	511	-	6.00 - 25.00	
Debt issued and other borrowings	-	-	6,556	-	-	-	6,556	-	1.90 - 5.67	

(Unit: Million Baht)

	Outstanding balance of financial instruments as at 31 December 2023								
	Floating interest Rate	Fixed interest rates				Non-performing debts	Total	Interest rate (% p.a.)	
		Remaining year to the contractual repricing date or maturity date			Without interest			Floating interest rate	Fixed interest rate
		At call	Within						
			1 year	1 - 5 years					
Financial assets									
Cash and cash equivalents	22	-	-	-	247	-	269	0.05 - 1.45	-
Receivables from Clearing House and brokers	-	-	-	-	902	-	902	-	-
Securities and derivatives business receivables	14,123	-	-	-	2,007	444	16,574	4.40 - 6.60	-
Investments in debt instruments	-	-	4	-	-	-	4	-	0.65 - 1.00
Loans to employees	142	-	-	-	-	-	142	1.63 - 3.25	-
Financial liabilities									
Borrowings from financial institutions	-	500	-	-	-	-	500	-	2.85
Payables to Clearing House and brokers	-	-	-	-	667	-	667	-	-
Securities and derivatives business payables	-	-	-	-	1,460	-	1,460	-	-
Financial liabilities designated of fair value through profit or loss	-	-	300	-	-	-	300	-	6.00 - 20.00
Derivative liabilities	-	-	-	-	73	-	73	-	-
Debt issued and other borrowings	-	-	11,482	-	-	-	11,482	-	1.90 - 6.87

### 42.2.2 Foreign exchange risk

In addition to the brokerage service for Stock Exchange in Thailand, the Company also has brokerage service for Stock Exchange in overseas. However, foreign exchange risk of the Company is limited because majority of financial assets and financial liabilities denominated in foreign currency belong to clients. In addition, the Company places foreign currency deposit with foreign brokers to manage risk of foreign exchange fluctuation.

The significant balances of financial assets and liabilities denominated in foreign currencies as at 31 December 2024 and 2023 are summarised below.

Foreign currency	Financial assets		Financial liabilities		Exchange rate		Exchange rate	
	as at		as at		as at 31 December 2024		as at 31 December 2023	
	31 December	31 December	31 December	31 December				
	2024	2023	2024	2023	Buying	Selling	Buying	Selling
	(Million Baht)	(Million Baht)	(Million Baht)	(Million Baht)	(Baht per 1 foreign currency unit)		(Baht per 1 foreign currency unit)	
US dollar	341	615	1,356	1,059	33.8296	34.1461	34.0590	34.3876

As of 31 December 2024, a portion of the above-mentioned financial liabilities denominated in foreign currencies was Baht 1,003 million foreign currency loan (USD 29.50 million) (31 December 2023: Baht 1,010 million (USD 29.50 million)), with the maturity date in 2025. The Company purchased forward contract in the same amount to manage risk of foreign exchange fluctuation, whereby the agreed foreign exchange rates are 32.77 Baht per US dollar, with the maturity date in 2025 as well (31 December 2023: exchange rate is 35.93 Baht per US dollar, with the maturity date in 2024).

### 42.2.3 Equity price risk

The Company has equity price risk of investment in securities measured at fair value and derivatives with equity stock underlying which may substantially impact the value of its investments and derivatives. However, net equity price risk is limited because those trading-equity investments measured at fair value are listed equities held to hedge equity-price risk exposure of the same stocks underlying of derivatives. Both investments and derivatives are measured at fair value through profit or loss.

The Company manages the market risk by compiling software to monitor market price fluctuation of securities and derivatives in order to determine risk management strategy. The Company also manages risk by buying and selling underlying assets. In addition, the Company sets limit to manage such risk, assigns risk department to monitor market risk, and regularly report to the Company's management.



### 42.3 Liquidity risk

Liquidity risk is the risk that the Company will be unable to liquidate financial assets and/or procure sufficient funds to discharge obligations in a timely manner, resulting in a financial loss.

The Company manages liquidity risk through monitoring and planning of their cash flows, including the arrangement of credit facilities with financial institutions, in order to ensure that they will have sufficient funds for their operations.

As at 31 December 2024 and 2023, remaining years to maturity of financial instrument, counted from the end of the reporting period, are follows:

(Unit: Million Baht)

	31 December 2024						
	At call	Within 1 year	1 - 5 years	Over 5 years	No maturity	Non- performing debts	Total
<b>Financial assets</b>							
Cash and cash equivalents	278	-	-	-	-	-	278
Receivables from Clearing House and brokers	-	855	-	-	-	-	855
Securities and derivatives business receivables	14	750	-	-	14,527	421	15,712
Derivative assets	-	30	-	-	-	-	30
Investments in debt instruments	-	-	-	-	4	-	4
Loans to employees	-	15	40	49	-	-	104
<b>Financial liabilities</b>							
Borrowings from financial institutions	5,285	-	-	-	-	-	5,285
Payables to Clearing House and brokers	-	13	-	-	-	-	13
Securities and derivatives business payables	172	1,193	-	-	-	-	1,365
Financial liabilities designated of fair value							
through profit or loss	-	477	34	-	-	-	511
Debt issued and other borrowings	-	6,556	-	-	-	-	6,556
Lease liabilities	-	63	9	-	-	-	72

(Unit: Million Baht)

	31 December 2023						
	At call	Within 1 year	1 - 5 years	Over 5 years	No maturity	Non- performing debts	Total
<b>Financial assets</b>							
Cash and cash equivalents	269	-	-	-	-	-	269
Receivables from Clearing House and brokers	-	902	-	-	-	-	902
Securities and derivatives business receivables	38	1,969	-	-	14,123	444	16,574
Investments in debt instruments	-	-	-	-	4	-	4
Loans to employees	-	20	57	65	-	-	142
<b>Financial liabilities</b>							
Borrowings from financial institutions	500	-	-	-	-	-	500
Payables to Clearing House and brokers	-	667	-	-	-	-	667
Securities and derivatives business payables	119	1,341	-	-	-	-	1,460
Financial liabilities designated of fair value							
through profit or loss	-	300	-	-	-	-	300
Derivatives liabilities	-	73	-	-	-	-	73
Debt issued and other borrowings	-	11,482	-	-	-	-	11,482
Lease liabilities	-	69	51	-	-	-	120

## 43. Fair value measurement of financial instruments

### 43.1 Fair value of financial instruments

As of 31 December 2024 and 2023, the Company had the following financial assets and financial liabilities that were measured at fair value using different levels of inputs as follows:

(Unit: Million Baht)

	31 December 2024				
	Book value	Fair Value			Total
		Level 1	Level 2	Level 3	
<b>Financial assets</b>					
<b>Financial assets measured at fair value</b>					
Securities and derivatives business receivables					
Receivables under securities borrowing and lending business	14	14	-	-	14
Derivatives assets					
Forward contract	30	-	30	-	30
Investments					
Marketable equity instruments in domestic market	1,940	1,940	-	-	1,940
Marketable equity instruments in foreign market	252	252	-	-	252
Non-marketable equity instruments in domestic market	13	-	-	13	13
<b>Financial liabilities</b>					
<b>Financial liabilities measured at fair value</b>					
Securities and derivatives business payables					
Payables under securities borrowing and lending business	172	172	-	-	172
Financial liabilities designated at fair value through profit or loss	511	-	-	511	511
Derivatives liabilities <sup>(1)</sup>	-	-	-	-	-

<sup>(1)</sup> Fair value of derivatives liabilities - futures (net) as at 31 December 2024 amounting to Baht 165 million, included in “Receivables from Clearing House and brokers”, were measured at fair value by using Level 1 of input.

(Unit: Million Baht)

	31 December 2023				
	Book	Fair Value			
	value	Level 1	Level 2	Level 3	Total
Financial assets					
Financial assets measured at fair value					
Securities and derivatives business receivables					
Receivables under securities borrowing and lending business	38	38	-	-	38
Derivatives assets <sup>(1)</sup>	-	-	-	-	-
Investments					
Marketable equity instruments in domestic market	1,715	1,715	-	-	1,715
Marketable equity instruments in foreign market	18	18	-	-	18
Non-marketable equity instruments in domestic market	13	-	-	13	13
Financial liabilities					
Financial liabilities measured at fair value					
Securities and derivatives business payables					
Payables under securities borrowing and lending business	119	119	-	-	119
Financial liabilities designated at fair value through profit or loss	300	-	-	300	300
Derivatives liabilities					
Forward contract	73	-	73	-	73

<sup>(1)</sup> Fair value of derivatives assets - futures (net) as at 31 December 2023 amounting to Baht 177 million, included in "Receivables from Clearing House and brokers", were measured at fair value by using Level 1 of input.

Reconciliation of recurring fair value measurement, of financial liabilities, categorised within level 3 of the fair value hierarchy.

		(Unit: Million Baht)
		Financial liabilities designated at fair value through profit or loss
Balance as of 1 January 2024		300
Disposed during the year		1,540
Matured during the year		(1,323)
Unrealised gain recognised in gain and returns on financial instruments in profit or loss		(6)
Balance as of 31 December 2024		511

The Company estimated the fair value of financial instruments as follow:

- a) Fair value of receivable and payables under securities borrowing and lending business is calculated using the latest offer price quoted on the Stock Exchange of Thailand of the last working day.
- b) Fair value of marketable-equity instruments in the domestic market and foreign market is determined using the latest bid price of the last working day. Fair value of non-marketable equity instruments in the domestic market is determined using current book value of investee.
- c) Fair value of derivative warrants is calculated using to the last offer price quoted on the Stock Exchange of Thailand on the last working day.
- d) Fair value of marketable futures is calculated using the settlement prices quoted on Thailand Futures Exchange Public Company Limited on the last working day.
- e) The fair value of forward contract has been determined using a valuation model technique. Most of the inputs used for the valuation are observable in the relevant market, such as spot rates of foreign currencies, forward exchange rates. The Company considers to counterparty's credit risk when determining the fair value of forward contract.
- f) Financial liabilities designated at fair value through profit or loss, fair value has been determined using a valuation technique and theoretical model. The input to the model is derived from observable market and conditions that include interest rate, underlying price and volatility of underlying asset.
- g) Financial assets and liabilities that are not measured at fair value, which mostly have short-term maturity years or carrying interest rates close to the market interest rates, their fair values are estimated approximate their carrying amounts in the statement of financial position.

During the current year, there is no transfers within the fair value hierarchy.

#### **44. Capital management**

The primary objectives of the Company's capital management are to maintain the Company's ability to continue as a going concern and to maintain net capital in accordance with the rules laid down by the Office of the Securities and Exchange Commission. The Company specifies the scope of transactions. Thus, the risk management is assigned to be responsible for closely monitoring NCR figures. During the year, the Company can maintain net capital ratio in accordance with the rules.

**45. Event after the reporting period**

On 19 February 2025, the meeting of the Company's Board of Directors resolved to approve annual dividends from the operating result as from 1 January 2024 to 31 December 2024 in cash at Baht 0.27 per share, or a total of Baht 154 million. The cash dividend payments will be made on 25 April 2025.

**46. Approval of financial statements**

These financial statements were authorised for issue by the Company's Board of Directors on 19 February 2025.

Information of Directors, Executives, Chief Officer in Finance and Accounting, and Company Secretary

The Board of Directors

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
1. Dr. Areepong Bhoocha-oom  Independent Director  (Approved by Stock Exchange Commission and held the position on October 22, 2018)	67	Ph.D. in Finance University of Mississippi, USA  Master of Finance Marshall University, USA  Bachelor of International Management Boston University, USA  The Thai Institute of Directors Association : DCP3/2000	None of Direct or Indirect shareholding	None	Aug 19 - Present	Chairman, Independent Director, and Member of the Audit Committee, Maybank Securities (Thailand) Plc.
					Dec 23 - Present	Independent Director, Member of the Audit Committee and Risk Management Committee Maybank International Holdings Sdn Bhd.
					2022 - Present	Director, Siam Motors Co., Ltd.
					2019 - Present	Independent Director T.K.S. Technologies Plc.
					2019 - Present	Vice Chairman Thai Group Holding Plc.
					2020 - Present	Director Rajamangala University of Technology Isan
					2017 - Present	Member Public Private Partnership (PPP) Committee of Thailand
					2015 - Present	Member of the Council of State

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
2. Ms. Sopawadee Lertmanaschai  Independent Director  (Approved by Stock Exchange Commission and held the position on October 5, 2015)	71	Master of Science (Accounting), Thammasat University  Bachelor of Law, Thammasat University  Bachelor of Science (Accounting), Thammasat University  The Wharton Advanced Management Program, University of Pennsylvania, USA  The Thai Institute of Directors Association:  Director Certification Program (DCP) 2/2000  Audit Committee Program (ACP) 27/2009  Successful Formulation & Execution the Strategy (SFE) 6/2010	None of Direct or Indirect shareholding	None	Oct 15 - Present	Independent Director and the Chairman of Audit Committee, Maybank Securities (Thailand) Plc.
					Apr 18- Present	Independent Director and Chairman of the Audit Committee, Central Plaza Hotel Plc
					Mar 22 - Present	Independent Director, JSP Public Company Limited
					Nov 20 - Present	Independent Director, Chotiwat Plc
					May 18 - Present	Chairman and Independent Director, KTBST REIT Management Co., Ltd.
					Apr 14 - Present	Advisor to Chairman of the Board and Member of the Investment Committee, Dhipaya Insurance Plc
					Oct 22 - Feb 24	Chairman and Audit Committee Cheese Digital Network Company Limited
					Jul 19 - Feb 21	Director and Independent Director, DoHome Plc.
					Mar 14 - Sep 21	Independent Director and Audit Committee, Intouch Holdings Plc
					Dec 17 - Dec 21	Director, General Hospital Product Public Co., Ltd.
					Aug 14 - Nov 18	Director, The Government Pharmaceutical Organization
					Jun 15- Nov 18	Qualified Director National Savings Fund
					Apr 15- Mar 18	Director Metropolitan Electricity Authority
					Aug 13- Sep 16	Commissioner, The Securities and Exchange Commission

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
3. Mr. Hans Johan Patrik Sandin Independent Director (Approved by Stock Exchange Commission and held the position on May 14, 2018)	58	Master of Philosophy (Economic) University of Cambridge  Bachelor of Commerce (Economics) University of Cape Town  Bachelor of Business Science (Finance) University of Cape Town	None of Direct or Indirect shareholding	None	May 18 - Present	Independent Director, A member of the Audit Committee Maybank Securities (Thailand) Plc.
					Dec 19 - May 24	Independent Director and Chairman of Kim Eng Securities (Hong Kong) Ltd.
					Aug 19 - May 24	Independent Director and Chairman, Maybank IBG Holding Ltd., Singapore
					May 15 - May 24	Independent Director, Maybank Investment Bank Berhad
					Nov 13 - Apr 14	Head, Strategic Hedging Advisory, Investment Banking Asia Pacific
					Apr 00 - Oct 13	Head of Fixed Income Distribution & Origination, Asia Pacific (ex-Japan), BNP Paribas
4. Mr. Ricardo Nicanor Jacinto (Approved by Stock Exchange Commission and held the position on August 31, 2021)	64	Master of Business Administration Harvard University  Bachelor of Business Administration University of Philippines	None of Direct or Indirect shareholding	None	Aug 21 - Present	Independent Director, A member of the Audit Committee Maybank Securities (Thailand) Plc.
					2020 - Present	Chairman SBS Philippines Corporation
					2020 - Present	Chairman Maybank Capital Philippines Inc.
					2020 - Present	Chairman Maybank Securities Philippines Inc.
					2017 - Present	Director SBS Holdings Corporation
					2015 - Present	Director Metro Retail Stores Group Inc.
					2019 - Present	Lecturer University of the Philippines (Virata School of Business)



Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
5. Mr. Arapat Sangkharat Authorized Director  (Approved by Stock Exchange Commission and held the position on August 31, 2021)	53	Master of Business Administration, University of Southern California  The Thai Institute of Directors Association: Director Accreditation Program (DAP) 187/2021  Capital Market Academy Executive Course (CMA.32) 2023	None of Direct or Indirect shareholding	None	Aug 21 - Present	Executive Director and Chief Executive Officer Maybank Securities (Thailand) Plc.
					Aug 20 - Aug 21	Deputy Chief Executive Officer Maybank Securities (Thailand) Plc.
					Aug 17 - Aug 20	Executive Vice President Krungthai Plc.
					Dec 15 - Jul 17	Executive Vice President Siam Commercial Bank Plc.
6. Mr. Oh Lau Chong Jin Authorized Director  (Approved by Stock Exchange Commission on February 6, 2023)	52	Bachelor of Science, Management Indiana University of Pennsylvania, USA  The Thai Institute of Directors Association: Director Accreditation Program (DAP) 211/2023	None of Direct or Indirect shareholding	None	Feb 23 - Present	Executive Director Maybank Securities (Thailand) Plc.
					Dec 22 - Present  2017 - Nov 22	Chief Executive Officer Maybank Investment Banking Group  Managing Director Head, Corporate Banking Group Global Banking

\* Determined based on the no. of shares outstanding after taking into account the no. of repurchase shares.

\*\* Change in no. of shares outstanding during the year does not include new shares from exercising share warrants.

## Executives and Chief Officer in Finance and Accounting

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
1. Mr. Koh Swee Ong Chief Operating Officer	56	Master of Business Administration Charles Sturt University  The Thai Institute of Directors Association: DAP 166/2019	None of Direct or Indirect shareholding	None	Oct 19 - Aug 21  Mar 17 - Present  Apr 18 - Oct 18  Apr 13 - Mar 17	Director and Chief Operating Officer, Maybank Securities (Thailand) Plc  Chief Operating Officer Maybank Securities (Thailand) Plc.  Director Maybank Securities (Thailand) Plc.  Regional Head, Operations Maybank Investment Bank Berhad
2. Mr. Vichet Pornsinsiruk Chief Information Officer	60	Master Degree, Business Administration, Thammasat University	None of Direct or Indirect shareholding	None	Jul 12 - Present	Chief Information Officer Maybank Securities (Thailand) Plc
3. Ms. Netita Krabuanrat Managing Director, Investment Management	46	Master of Science - International Finance, CERAM Sophia Antipolis Graduate School of Management  Master of Business Administration - International Business, Asian Institute of Technology	None of Direct or Indirect shareholding	None	Apr 16 - Present	Managing Director Maybank Securities (Thailand) PLC.

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
4. Ms. Nalyne Viriyasathien Managing Director, Investment Banking and Advisory	42	Master's degree in Marketing University of Technology Sydney (UTS), Australia  Master's degree in Management College of Management, Mahidol University (CMMU), Thailand  Bachelor of Business Administration (BBA) Mahidol University International College (MUIC), Thailand	None of Direct or Indirect shareholding	None	Apr 24 - Present	Managing Director, Investment Banking and Advisory Maybank Securities (Thailand) Plc.
					Sep 23 - Apr 24	Director, Head of Equity Capital Market, Investment Banking and Advisory Maybank Securities (Thailand) Plc.
					Mar 21 - Aug 23	Head of Equity Capital Market (ECM), Investment Banking DBS Vickers Securities (Thailand) Company Limited
					Aug 19 - Mar 21	Senior Vice President, Primary Distribution (ECM), Investment Banking Siam Commercial Bank (SCB) Plc.
5. Mr. Sittiporn Sorngam Managing Director and Advisor, Retail IC - Up-Country	61	Bachelor Degree, Business Administration, Ramkhamhaeng University	None of Direct or Indirect shareholding	None	Oct 24 - Present	Managing Director and Advisor, Retail IC - Up-Country Maybank Securities (Thailand) Plc.
					Oct 16 - Oct 24	Managing Director, Retail Brokerage Maybank Securities (Thailand) Plc.
					2013-2019	Acting Managing Director Infinity Wealth Future Securities
					2013	Deputy Managing Director, Sales and Marketing Classic Gold Future Company Limited

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
6. Mr. Panu Nivatvongs Managing Director, Institutional Brokerage	56	Master of Business Administration University of San Francisco	None of Direct or Indirect shareholding	None	2021-Present	Managing Director, Institutional Brokerage Maybank Securities (Thailand) Plc.
					2020-2021	Senior Executive Vice President, Maybank Securities (Thailand) Plc.
					2017-2021	Executive Vice President, Maybank Securities (Thailand) Plc.
7. Mr. Sombat Jiwariyavej Managing Director, Debt Origination	52	Master Degree, Finance and Investment Zicklin School of Business, Baruch College, The City University of New York  Bachelor Degree, Science and Computer, Thammasat University	None of Direct or Indirect shareholding	None	Feb 25 - Present	Managing Director, Debt Origination Maybank Securities (Thailand) Plc.
					Mar 19 - Feb 25	Managing Director, Debt Capital Market Maybank Securities (Thailand) Plc.
					Apr 17 - Nov 18	Head of Equities Standard Chartered (Thailand)
					Feb 13 - Mar 15	Senior Vice President, Head of Debt Capital Market Nomura Pattanasin Securities
8. Mr. Chak Reungsinpinya Managing Director, Research	44	Master of Business Administration - Finance University of Washington	None of Direct or Indirect shareholding	None	Apr 23 - Present	Managing Director, Research Maybank Securities (Thailand) Plc.
					2007 - 2022	Thanachart Securities Macquarie Securities (Thailand) Calyon Corporate and Investment Bank

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
9. Ms. Kanitta Teerabutwongkull Executive Vice President, Head of Finance	51	Master Degree, Accounting Thammasart University	None of Direct or Indirect shareholding	None	Apr 24 - Present	Executive Vice President, Finance Maybank Securities (Thailand) Plc.
					Jul 23 - Mar 24	Senior Vice President, Finance Maybank Securities (Thailand) Plc.
					Aug 22 - Aug 23	Vice President, Financial Reporting United Overseas Bank
					Nov 21 - Aug 22	GM - Accounting G Steel Company Limited
					Feb 19 - Jul 19	Senior Vice President, Head of Finance Business Partner - COO TMB Bank
10. Miss Vasamon Srisanun Vice President, Accounting	39	Master Degree, Accounting Mahidol University	None of Direct or Indirect shareholding	None	Mar 24 - Present	Vice President, Maybank Securities (Thailand) Plc.
					May 20 - Mar 24	Assistant Vice President, Maybank Securities (Thailand) Plc.

Company Secretary

Name and Position at the Company	Age	Education	% of Share Holding as of Dec 31, 2024* (Change in No. of Shares Held during the Year)**	Family Relationship among management	Work Experiences (last 5 years)	
					Period	Position and Company
Mr. Yuttana Suwanpradit	56	Doctor of Laws (JSD) Chulalongkorn University - Attended CSP 97/2019 Institute of Thai Directors - Lawyer License No. 448/2549	None of Direct or Indirect shareholding	None	May 24 - Present	Company Secretary Maybank Securities (Thailand) Plc.
Senior First Vice President, Corporate Secretarial Services					Aug 22 - Present	Senior First Vice President Maybank Securities (Thailand) Plc.
					Jun 21 - Mar 22	Senior Vice President (Head of Legal, Compliance and Risk Management Department) Phillip Life Insurance Plc.
					Nov 08 - Oct 19	Executive Director (Group Head) and Company Secretary Muangthai Insurance Plc.

Details of Head of Internal Audit and Head of Compliance

- Head of Internal Audit

Name-Surname Position	Age (year)	Educational Background	Work Experience (In 5 years)	
			Period	Position and Company
1. Ms. Chutima Nakapadungrat	46	Master degree in English for Careers, Thammasat University  Bachelor degree in Accounting, Chulalongkorn University  <u>Related Training Courses</u> <ul style="list-style-type: none"><li>IIA ESG Certificate: Internal Auditing for Sustainable Organisations</li><li>Fundamental Audit Training: conducted by Maybank</li><li>M25 Unlimited Potential (M25UP) Programme: conducted by Maybank</li></ul>	Jul 2024 - Present	EVP, Head of Internal Audit Department Maybank Securities (Thailand) Plc.
			Feb 2024 - Jun 2024	Loan Risk Management Division Head Mizuho Bank Limited (Bangkok Branch)
			Nov 2022 - Jan 2024	Head of Enterprise Risk Management Hellopay Company Limited (Lazada Payment)
			Jan 2017 - Oct 2022	Citibank N.A. Thailand VP, Operational Risk Management

• Head of Compliance

Name-Surname Position	Age (year)	Educational Background	Work Experience (In 5 years)	
			Period	Position and Company
2. Mrs. Vipawadee Lersrsrisuriya	55	<b>Master Degree</b> Fairleigh Dickinson University, New Jersey USA (MBA, Finance)	1 Apr 23 - present	Director, Head of Compliance Maybank Securities (Thailand) Plc.
		<b>Bachelor Degree</b> Rutgers University, New Jersey USA (Bachelor of Science in Accounting)	15 Nov 21 - 31 Mar 23	Head of Compliance, SEVP
		<u>Related Training Courses</u> <ul style="list-style-type: none"><li>• Knowledge Training for Head of Compliance certified by ASCO (2023)</li><li>• Cyber Security Training and awareness (2024)</li><li>• Executive Leadership Program, ILR School, Cornell University (2019)</li><li>• Digital Transformation and Change Management in Banking Industry (2018)</li><li>• Personal Data Protection Act (PDPA)</li><li>• Compliance Officer Training for Banking Sector by Faculty of Law, Chulalongkorn University</li></ul>	15 Aug 17 - Dec 20	EVP, Sector Head, Compliance and Procedural Sector Compliance and Legal Management Group Krung Thai Bank Public Company Limited
			2015- Aug 2017	SVP, Head of Compliance Department Sumitomo Mitsui Banking Corporation

# Audit Committee’s Report

The Audit Committee of Maybank Securities (Thailand) Public Company Limited currently comprises of 4 independent directors, all of whom have possessed qualifications in line with the requirements of the Securities and Exchange Commission of Thailand (SEC) and the Stock Exchange of Thailand (SET). The members are as follows:

	Name	Title
1.	Ms. Sopawadee Lertmanaschai	Chairman of the Audit Committee and Independent Director
2.	Dr. Areepong Bhoocha-Oom	Member of the Audit Committee and Independent Director
3.	Mr. Hans Johan Patrik Sandin	Member of the Audit Committee and Independent Director
4.	Mr. Ricardo Nicanor Jacinto	Member of the Audit Committee and Independent Director

The Audit Committee independently and fairly executes its duties as prescribed by the Term of Reference of the Audit Committee and as assigned by the Board of Directors, in alignment with the announcement of the Stock Exchange of Thailand and Good Governance practices of the Securities and Exchange Commission. For the Year 2024, the Audit Committee held 10 meetings (*See details of meetings in “Committee and Management Structure”*) to review the Company’s operating performance and other activities as designated by the Board of Directors.

In particular meetings of the Audit Committee, the Management and/or external auditors were invited to attend such meetings. In addition, the results from the meetings were reported to the Board of Directors. Major activities of the Audit Committee in the year 2024 were as follows:

1. The Audit Committee reviewed 2023 financial statements and Q1/2024, Q2/2024 and Q3/2024 financial statements. The Audit Committee and the Company’s external auditor (EY Office Limited) held meetings to review the audit results. The audit result indicates that the Company’s financial statements were prepared in accordance with Thai Financial Reporting Standards. The external auditor has been providing suggestions regarding problems or limitations that may arise from reviewing the financial statements which the Company has been taken into consideration. In addition, the Committee held a meeting with the external auditors without the presence of the Management so as to freely discuss important matters in the preparation of the financial statements and the disclosure of information in accordance with financial reporting standards and to be beneficial to users of these financial statements. Furthermore, based on the suggestions provided by the external auditor, the Company has enhanced its internal control plan relating to operational processes, information processing systems, and information security. This is to mitigate the likelihood of fraudulent activities that may be occurred by unauthorized or inappropriate use of the Company’s information by both internal and external parties.
2. The Audit Committee reviewed and approved the internal audit plan for the Year 2024. The Audit Committee also gave suggestions and comments on the audit performance. Practically, the Audit Committee would inquire about the planned audit scope to ensure that the established audit plan will assist in detecting fraudulent activities and deficient internal controls. In addition, the Audit Committee has also supported guidelines for good corporate governance practices. In case that there are additional topics that should be further reviewed, the Audit Committee would assign the Internal Audit department to perform an additional review and report the review result to the Audit Committee accordingly.



3. The Audit Committee evaluated an adequacy of the Company's internal control system for the Year 2024 by closely monitored audit performance, audit results and risk management results. The overall result was satisfactory. All departments gave full cooperation to the auditor. The Board of Directors and the Top Management recognized the importance of adequate internal controls and fully supported the audit activities. They urged all of the Company's departments and personnel to rectify deficiencies and enhance controls as per recommended and reported by the internal audit. As a result, the Company's operational effectiveness has been improved.
4. The Audit Committee reviewed the Company's compliance with the requirements of the SEC and the SET, business law, as well as the Company's operating policies, ethics, morality, and other matters that have been assigned by the Board of Directors. From the review, the Audit Committee noted that the Company has appropriately complied with the governance bodies' requirements and guidelines. However, for material deficiencies in relation to compliance with applicable regulations, the Audit Committee has reiterated related departments to improve processes and resolved the deficiencies to be in line with the regulations.
5. The Audit Committee selected and appointed an independent external auditor that has no business relationship or interests with the Company, its management, its major shareholder or any of their related persons. The Audit Committee proposed the external auditor for consideration by the Board of Directors prior to being nominated by the meeting of shareholders for the Year 2024. The Audit Committee has always asked for an independent opinion from the external auditor.
6. The Audit Committee reviewed and provided opinion on related party transactions and transactions with potential conflict of interest in accordance with the requirement of the SEC and the SET. It is of the opinion of the Audit Committee that those transactions are rationale, fairly valued and conducted on an arm's length basis, as well as sufficient disclosure was provided in the Company's notes to financial statements.
7. The Audit Committee managed information disclosure about the Company, the Management and major events via the Company's website ([www.maybank.co.th](http://www.maybank.co.th)) for investors and interested general public to acknowledge and/or be able to verify. The Audit Committee also supports good corporate governance principles, Anti-Bribery and Corruption (AB&C) Policy and Procedures, and Whistle Blowing policy and procedures which are major policies of the Company.
8. The Audit Committee inspected potential fraudulent activities or actions in accordance with Section 89/25 of the Securities and Exchange Act (No.5), B.E.2559 that requires the financial auditor report directly to the Audit Committee in case any potential fraudulent activities or actions exist. The Audit Committee is required to provide initial investigation result to the SEC and the financial auditor within 30 days from the date the financial auditor reports potential fraudulent activities or actions to the Audit Committee. For the Year 2024, the financial auditor found no potential fraudulent activities or actions.

It is of the opinion of the Audit Committee that the Company complied with the Thai Financial Reporting Standards as prescribed by the Federation of Accounting Professions and regulations of the SET and the SEC. The Audit Committee has closely monitored the Company's operation to ensure transparency, which is consistent with good corporate governance practices. The Audit Committee ensured that the Company has built and maintained internal control systems appropriate to business circumstance, and this is consistent with the external auditor's opinion. If there are any transactions or matters that should be informed shareholders and interested persons, the Audit Committee would report such information based on the authority delegated by the Board of Directors. The Company provided sufficient information to all shareholders and interested persons and emphasized on enhancing the Company's internal control system and audit activities. This includes a consistent practice in controls implementation to ensure appropriate benefits to Maybank Securities (Thailand) Public Company Limited shareholders and stakeholders, under good corporate governance principles.

A handwritten signature in black ink, appearing to read 'Sopawadee L.' with a stylized flourish at the end.

(Ms.Sopawadee Lertmanaschai)  
Chairman of the Audit Committee

## Internal Control Adequacy Assessment

### Concept and Objective

A good internal control system plays a significant role in listed companies or publicly shareholding companies. A good system greatly facilitates the prevention and management of risks and a variety of losses that may occur to the company and its stakeholders. Therefore, this responsibility rests with the Company's board of directors in ensuring the appropriate and adequate internal control system so that Company can achieve its goals and objectives; efficiently operate in accordance with rules and related regulations; prevent asset losses that may occur from malpractice; and provide credible accounts and reports.

The Office of the Securities and Exchange Commission (SEC) has received kind cooperation from PricewaterhouseCoopers Thailand (PwC Thailand) in the development of this Internal Control Adequacy Assessment form which is a tool for the Company to self-assess the adequacy of the internal control system.

This assessment form has been designed according to COSO<sup>1</sup> (The Committee of Sponsoring Organizations of the Treadway Commission) of which the framework was improved in May 2013 for better comprehension and more appropriate for Thai listed companies. The main questions remain divided into five sections as appeared in COSO principle but are extended into 17 parts for clearer understanding.

### Implementation

The Company should use this assessment form as a guideline in assessing or reviewing the adequacy of internal control system annually. Additional reviews can also be done in the event that the Company's operations have been significantly compromised. Such reviews should be considered by the Company's audit committee and the Company's board of directors in order to foster idea exchange and shared understanding, and to determine appropriate practices for the Company.

In answering each assessment question, the Company must answer based on the actual practices within the Company. If, after the assessment, it has been found that the Company lacks adequate internal control in certain aspects (regardless of the absence of the system or the inappropriate system), the Company should provide explanations and solutions.

## Control Environment

### 1. The organization upholds the value of integrity and ethics.

Question	Yes	No
1.1 The Board of Directors and Management determine guidelines and practices based on the integrity and ethics in the Company's operations that encompass:		
1.1.1 Daily operations and various issues requiring decision making	✓	
1.1.2 Practices toward business partners, customers, and other external parties	✓	
1.2 A written form of regulations must be present for the Management and employees so that they are able to perform duties with integrity and ethics that encompass:		
1.2.1 Proper code of conduct for executives and employees	✓	
1.2.2 Prohibition for executives and employees regarding conflict of interest and corruption <sup>2</sup>	✓	
1.2.3 Proper punishment for violation of aforementioned regulations		
1.2.4 Communication on such regulations and punishment with all executives and employees; for example, regulations and punishment must be included in new employee's orientation, employees must annually sign to acknowledge the regulations and punishment, as well as the information on code of conduct must be disseminated to all employees and external entities.	✓ ✓	

<sup>1</sup> Consist of five professional institutions: American Institute of Certified Public Accounts (AICPA), Institute of Internal Auditors (IIA), Financial Executives Institute (FEI), American Accounting Association (AAA), and Institute of Management Accountants (IMA)

<sup>2</sup> The Company should determine internal control in accordance with anti-corruption measures appropriate for the Company's risks.

Question	Yes	No
1.3 There must be a process of monitoring and assessing the compliance of Code of Conduct.		
1.3.1 the monitoring and assessment by the Internal Audit or the Compliance Unit	✓	
1.3.2 self-assessment by executives and employees	✓	
1.3.3 assessment by independent experts	✓	
1.4 The management of non-compliance regarding integrity and ethics must be timely.		
1.4.1 Timely process in investigating violations	✓	
1.4.2 Process enabling the management of appropriate and timely punishment	✓	
1.4.3 Appropriate and timely solution to malpractices regarding integrity and ethics	✓	

**2. The Board of Directors must be independent from the Management and responsible for oversight and the development of internal control operations.**

Question	Yes	No
2.1 The Board of Directors' roles separating from the Management are clearly determined and its authority clearly reserved.	✓	
2.2 The Company's Board of Directors oversees the setting of operational goals that are clear and measurable which will be used as guidelines for executives and employees.	✓	
2.3 The Company's Board of Directors oversees the role determination of the Board of Directors and the Management that ensures its compliance by law and license which includes a crucial role of the audit committee, auditor, internal audit, and person in charge of financial reporting.	✓	
2.4 The Company's Board of Directors possesses knowledge on the Company's business and expertise beneficial for the Company. The Board is also able to ask for advice from the experts on certain matters if needed to.	✓	
2.5 The Company's Board of Directors contains an adequate number of independent members who are knowledgeable, credible, and truly independent to perform; for instance, they have no business relationships with the Company or other relations that may present influence over their performance and consideration.	✓	
2.6 The Company's Board of Directors oversees the development and operations of internal control within the organization which covers the creation of control environment, risk assessment, control activities, information and communication, and monitoring.	✓	

**3. The Management has arranged for reporting structure, line of command, and appropriate responsibility in order for the organization to achieve its objectives under the Company's Board of Directors oversight.**

Question	Yes	No
3.1 Senior executives determine organizational structure that supports the Company's objectives by considering both business and legal suitability as well as providing efficient internal control, such as segregation of duty to provide check and balance, direct line report of internal audit to the audit committee.	✓	
3.2 Senior executives determine the Company's reporting line by considering the appropriateness of authority, responsibility, and communication.	✓	
3.3 The restriction and responsibility are appropriately determined and assigned among the Company's Board of Directors, senior executives, executives, and employees.	✓	

**4. The Organization demonstrates determination in motivating, developing, and retaining knowledgeable and competent human resources.**

Question	Yes	No
4.1 The Company has a policy and practice aiming at recruiting, developing, and retaining skilled human resources. Additionally, there is a process regularly examining such policy and practice	✓	
4.2 The Company has a performance assessment process, motivation and reward for high performers, management of low performers, as well as communicating these processes to executives and employees.	✓	
4.3 The Company has a process of problem solving or well-prepared for a shortage of proficient human resources in an appropriate and timely manner.	✓	
4.4 The Company has a process of recruiting, developing, and retaining executives and employees such as mentoring system and training.	✓	
4.5 The Company has succession planning for vital positions.	✓	

**5. The Organization determines persons responsible for internal control in order to achieve its objective.**

Question	Yes	No
5.1 The Company's board of directors and management implement compulsory communication among all employees on their responsibility toward internal control and improve actual practices when necessary.	✓	
5.2 The Company's board of directors and management determine appropriate key performance indicators, motivating, and rewarding by considering the compliance of Code of Conduct and the Company's short and long-term objectives.	✓	
5.3 The Company's board of directors and management continuously assess motivating and rewarding with an emphasis on the relation with the success of internal control performance.	✓	
5.4 The Company's committee and management prevent excessive pressure to perform for each employee.	✓	

**Risk Assessment**

**6. The Organization determines sufficiently clear objectives for the purpose of identifying and assessing a variety of risks related to the achieving of organization's objectives.**

Question	Yes	No
6.1 The Company is able to operate according to general certified accounting standards that are appropriate for the current business by displaying that the items in its financial reports do exist and are complete. Moreover, such items accurately exhibit rights and obligations that are appropriate in value. The disclosure of the information is also complete and accurate.	✓	
6.2 The Company determines the essence of the financial reports by considering critical factors such as the users of financial reports, the size of the items, and business trends.	✓	
6.3 The Company's financial reports reflect the Company's actual operating activities.	✓	
6.4 The Board of Directors or Risk Management Committee approves and communicates risk management policy to all executives and employees as part of organizational culture.	✓	

**7. The Organization identifies and analyzes all types of risks that may affect the achieving of objectives for the entire organization.**

Question	Yes	No
7.1 The Company identifies all types of risks that may affect the business operations at organizational level, business unit, department, and other assignments.	✓	
7.2 The Company analyzes all types of risks that may arise from both internal and external organizational environments which include strategic risks, operations, reporting, compliance, and information technology.	✓	
7.3 Executives at all levels are involved in risk management.	✓	
7.4 The Company assesses the importance of risks by considering the chance of occurrence and its potential impacts.	✓	
7.5 The Company has, in order to manage risks, measures and action plans which can include risk acceptance, risk reduction, risk avoidance, or risk sharing.	✓	

**8. The Organization considers the chances of fraud/corruption in risk assessment for achieving the organization's objectives.**

Question	Yes	No
8.1 The Company assesses the chances of fraud/corruption which covers different types of fraud/corruption such as false financial reporting, asset loss, management override of internal controls, significant information distortion in reporting, or illegitimate acquisition or disposal of assets.	✓	
8.2 The Company thoroughly reviews performance goals by considering the attainability of the established goals and the rationality of the motivations and rewards which do not encourage misconduct such as unrealistic sales target that can lead to the fabrication of sale figures.	✓	
8.3 The Audit Committee considers and inquires executives on chances of fraud/corruption and measures to be taken to prevent or resolve fraud/corruption issues.	✓	
8.4 The Company communicates to all employees on the course of policy and practices that have been determined so that everyone has shared understanding and oblige.	✓	

**9. The organization is able to identify and assess changes that may impact internal control system.**

Question	Yes	No
9.1 The Company assesses the chances of external factors that may affect business operations, internal control, and financial reporting, as well as determines sufficient measures in response to the changes.	✓	
9.2 The Company assesses the changes in business models that may affect business operations, internal control, and financial reporting as well as determines sufficient measures in response to the changes.	✓	
9.3 The Company assesses the changes in the organization's leadership that may affect business operations, internal control, and financial reporting as well as determines sufficient measures in response to the changes.	✓	

## Control Activities

10. The Organization has control measures that reduce risks in failing to achieve organizational objectives to an acceptable level.

Question	Yes	No
10.1 The Company's control measures are suitable for risks and organizational specifics such as organizational environment, work complexity, work description, term of reference, and other traits.	✓	
10.2 Company has the written measures of internal control that are appropriately comprehensive. For instance, policies and operation regulations relating to financial transactions, procurement, general administrative matters, term of reference, and executives' approval authority in each level should be clear and concise in order to prevent any fraud/corruptions that may occur. Examples of such measures are the credit limit and approval authority for each executive level; approval processes for investment projects; procurement processes and screening of sellers; information recording of procurement decisions; and material or supply disbursement processes. The processes for various occasions are as follows:  10.2.1 The collection of information on major shareholders, board members, executives, and those related to and associated with said entities for the benefit of monitoring and examining the transactions between parties, conflict of interests, and information updates.  10.2.2 In the event that the Company has approved a transaction or executed a contract with related person that requires long term commitment such as a trade contract, loan, or warrant, the Company would keep track of the practices to ensure that they have been operated according to the term of reference as seen in the contract throughout the commitment period. Such monitoring includes payments in due course or reviews of contract.	✓   ✓  ✓	
10.3 The Company determines the appropriate diversity of internal control such as manual and automated control or preventive and monitoring internal control	✓	
10.4 The Company ensures internal control at all levels within the organization such as company subsidiaries, business units, departments, divisions, teams, or processes.	✓	
10.5 10.5 The Company, in order to create check and balance, separates three aspects of responsibilities completely as follows: (1) Approval (2) Account keeping and information (3) Asset keeping	✓	

11. The Organization selects and develops general activities of internal control by using supportive technology to achieve its objectives.

Question	Yes	No
11.1 The Company should determine a relation between the utilization of information technology in work processes and general control of information system.	✓	
11.2 The Company should determine internal control over the basic structure of the appropriate technology system.	✓	
11.3 The Company should determine internal control regarding the appropriate security of technology system.	✓	
11.4 The Company should determine internal control over appropriate procurement processes, development, and technology maintenance.	✓	

**12. The Organization should provide control activities through policies that entail expectations and practices in order to turn the set policies into actual practices.**

Question	Yes	No
12.1 The Company has a concise policy to keep track of any transactions conducted by major shareholders, board members, executives, or their associated persons. Such transactions must be approved according to, for instance, the Company's regulation and SET criteria in order to prevent the exploitation of the Company's benefits.	✓	
12.2 The Company has a policy to ensure that the approving person have no conflict of interest in the transaction.	✓	
12.3 The Company has a policy that ensures the Company's best interest in transaction approval and considers the approval at arms' length basis.	✓	
12.4 The Company has a monitoring process in overseeing the operations of subsidiary or affiliate companies and determines guiding principles for appointed board member and executives in respective subsidiary or affiliate companies (if the Company does not have any investment in subsidiary or affiliate companies, the Company does not need to answer).		
12.5 The Company determines duties and responsibilities for executives and employees in putting policies and processes into real practices.	✓	
12.6 The Company's policies and practices are implemented in a timely fashion by proficient personnel, as well as solutions to any issues that may arise in the implementation.	✓	
12.7 The Company regularly reviews the appropriateness of the policies and practices.	✓	

**Information & Communication**

**13. The Organization has relevant and quality information to support the operation of internal control.**

Question	Yes	No
13.1 The Company determines information needed for operations including information derived internally and externally, and quality and relevant information.	✓	
13.2 The Company considers both costs and benefits including quantity and accuracy of the information.	✓	
13.3 The Company provides the board of directors with sufficient information used for decision making such as details of agenda being considered, rationale, impacts on the Company, and other options.	✓	
13.4 The Company ensures that the board of directors receives meeting schedules and additional documents that entail information necessary and sufficient for consideration prior to the meetings within the minimum time period required by law.	✓	
13.5 The Company ensures that the board of directors meeting minutes contain appropriate details for retroactive scrutiny with regards to the appropriateness of the board members' performance; for instance, record keeping of member inquiries, comments and feedbacks on considered agenda, and opinions of the Committee members against the agenda and their rationale.	✓	
13.6 13.6 The Company has operated as follows: 13.6.1 Complete and categorized filing of important documents 13.6.2 In the event that the Company was notified by the auditor or internal control of any error regarding internal control, the Company has completely resolved such error.	✓ ✓	



**14. The Organization communicates internal information which includes objectives and responsibilities on internal control necessary for achieving the established internal control plans.**

Question	Yes	No
14.1 The Company has an efficient internal communication process that contains appropriate communication channels to support internal control.	✓	
14.2 The Company regularly reports important information to the Company's board member who is able to access information sources necessary for operations or reviews as desired; for instance, the identification of contacting point for information in addition to the information given by the Management; queries to auditor and internal audits; meetings between the board of directors and the Management as requested by the board of directors; and additional consultation sessions between the board of directors and the Management.	✓	
14.3 The Company provides exclusive or private communication channels for information or trace reporting on any misconducts or corruptions that ensures the safety of the reporting persons within the organization (whistle-blower hotline).	✓	

**15. The Organization communicates with external entities regarding issues that may impact internal control.**

Question	Yes	No
15.1 The Company has an efficient communication process with external stakeholders with appropriate communication channels to support internal control such as the arrangement of officers or investor relationship unit and complaint reporting center.	✓	
15.2 The Company provides exclusive or private communication channels for information or trace reporting on any misconducts or corruptions that ensures the safety of the reporting persons outside of the organization (whistle-blower hotline).	✓	

**Monitoring Activities**

**16. The Organization monitors and assesses internal control to ensure the completion and appropriateness of internal control operations.**

Question	Yes	No
16.1 The Company provides monitoring processes according to ethics and regulations. Furthermore, the Company prohibits the Management and employees to conduct themselves in situations where conflicts of interest may be at play; for example, determining the monitoring of the operations in each department and reporting to supervisors; and assigning internal control to monitor the operations and to report to the audit committee.	✓	
16.2 The Company provides the examination of the operations according to the planned internal control including self-assessment and/or independent assessment by internal audit.	✓	
16.3 The frequency of the monitoring and assessment must be appropriate for the Company's potential changes.	✓	
16.4 The monitoring and assessment of internal control are conducted by knowledgeable and competent individuals.	✓	
16.5 The Company determines guiding principles in reporting the result of internal control which must be under the audit committee.	✓	
16.6 The Company encourages the internal auditor to perform in accordance with International Standards for the Professional Practice of Internal Auditing (IIA).	✓	

**17. The Organization assesses and communicates internal control errors in a timely fashion to responsible persons which include senior executives and the Committee when appropriate.**

Question	Yes	No
17.1 The Company assesses and communicates any internal control errors and immediately follows up with a solution when, especially, the performance appears to significantly deviate from the established goals.	✓	
17.2 The Company has a reporting policy as detailed below: 17.2.1 The Management must immediately report to the Company's Board of Directors in the event that critical fraud/corruptions have occurred or been suspected; law violations; and other misconducts that may significantly impact the Company's reputation and financial status. 17.2.2 Any significant errors must be reported along with the solutions (even though the errors have already been managed) to the Company's board of directors and audit committee for timely consideration. 17.2.3 Any significant improvement progress must be reported to the Company's board of directors and audit committee.	✓  ✓ ✓	





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