



# **Annual Registration Statement / Annual Report**

## **Form 56-1 One Report**

### **(Structured Data Report)**

**TTCL PUBLIC COMPANY LIMITED**

**Fiscal Year End 31 December 2024**



## Table of Contents

|  | Page |
|--|------|
| <b>Business Operations and Performance</b>   |      |
| Group Structure and Operations   | 1    |
| Risk Management  | 5    |
| Sustainable Development  | 8    |
| <b>Corporate Governance</b>  |      |
| Corporate Governance Policy  | 12   |
| Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information | 13   |
| Performance Report on Corporate Governance   | 25   |

# Group Structure and Operations

## Group Structure and Operations

### Business Overview and Policies (1.1)

#### Company Information (1.1.5)

Company Name : TTCL PUBLIC COMPANY LIMITED

Symbol : TTCL

Address : 159/41-44 SERM-MIT TOWER 27TH - 30TH FLOOR, SUKHUMVIT 21  
(ASOKE), NORTH KLONGTOEY, WATTANA

Province : Bangkok

Postcode : 10110

Business : The Company provides integrated design and engineering,  
procurement of equipment and materials, and construction  
services of turnkey projects for industrial and process plants  
to the business operator of petroleum, petrochemical and  
chemical industry in Thailand and overseas.

Registration Number : 0107551000185

Telephone : 0-2260-8505

Fax (if applicable) : 0-2260-8525-6

Website : [www.ttcl.com](http://www.ttcl.com)

Email : [mallika.c@ttcl.com](mailto:mallika.c@ttcl.com)

#### Total Shares Sold (shares)

Common Stock : 616,000,043

Preferred Stock : 0

## Business Operations (1.2)

### Revenue Structure (1.2.1)

By Product Line or Business Grouping

|   | 2022      | 2023      | 2024      |
|---|-----------|-----------|-----------|
| Total revenue from operations (Thousand baht) | 11,272.50 | 16,965.23 | 17,922.39 |
| - (Thousand baht)                             | 0.00      | 0.00      | 0.00      |
| Petrochemical (Thousand baht)                 | 6,820.37  | 6,852.36  | 7,949.92  |
| Power (Thousand baht)                         | 3,540.44  | 2,731.47  | 1,094.44  |
| Chemical (Thousand baht)                      | 697.26    | 6,117.99  | 8,702.34  |
| Electricity Generation (Thousand baht)        | 56.92     | 57.91     | 60.48     |
| Revenue from sale (Thousand baht)             | 0.00      | 2.88      | 16.13     |
| Other (Thousand baht)                         | 157.51    | 1,202.62  | 99.08     |

  

|                                   | 2022   | 2023   | 2024   |
|-----------------------------------|--------|--------|--------|
| Total revenue from operations (%) | 100.00 | 100.00 | 100.00 |
| - (%)                             | 0.00   | 0.00   | 0.00   |
| Petrochemical (%)                 | 60.50  | 40.39  | 44.36  |
| Power (%)                         | 31.41  | 16.10  | 6.11   |
| Chemical (%)                      | 6.19   | 36.06  | 48.56  |
| Electricity Generation (%)        | 0.50   | 0.34   | 0.34   |
| Revenue from sale (%)             | 0.00   | 0.02   | 0.09   |
| Other (%)                         | 1.40   | 7.09   | 0.55   |

**By Geographical Area or Market**

|   | 2022      | 2023      | 2024      |
|---|-----------|-----------|-----------|
| Total revenue from operations (Thousand baht) | 11,272.50 | 16,965.23 | 17,922.39 |
| Domestic (Thousand baht)                      | 6,347.30  | 14,810.12 | 16,807.49 |
| International (Thousand baht)                 | 4,925.20  | 2,155.11  | 1,114.90  |

|                                   | 2022   | 2023   | 2024   |
|-----------------------------------|--------|--------|--------|
| Total revenue from operations (%) | 100.00 | 100.00 | 100.00 |
| Domestic (%)                      | 56.31  | 87.30  | 93.78  |
| International (%)                 | 43.69  | 12.70  | 6.22   |

**Other income as specified in the financial statements**

|  | 2022   | 2023   | 2024   |
|--|--------|--------|--------|
| Total other income (Thousand baht)               | 169.50 | 157.70 | 204.26 |
| Other income from operations (Thousand baht)     | 177.86 | 169.71 | 149.24 |
| Other income not from operations (Thousand baht) | -8.36  | -12.01 | 55.02  |

**Share of profit of joint ventures and associates accounted for using equity method**

|                                 | 2022   | 2023   | 2024   |
|---------------------------------|--------|--------|--------|
| Share of profit (Thousand baht) | 203.64 | 168.23 | 117.01 |

**Information on Products and Services (1.2.2)****Product/Service Information and Business Innovation Development (1.2.2.1)**

Research and Development (R&D) Policy : No

| (Unit : Thousand baht) | 2022 | 2023 | 2024 |
|------------------------|------|------|------|
|------------------------|------|------|------|

|                                  |     |     |     |
|----------------------------------|-----|-----|-----|
| R&D expenses in the past 3 years | N/A | N/A | N/A |
|----------------------------------|-----|-----|-----|

# Risk Management



# Risk Management

## Risk Factors (2.2)

**Risk that might affect the company's business, including environmental, social and corporate governance issues (2.2.1)**

**Risk associated with environmental impact including community complaints**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Impact on the environment

**Risk from the disaster**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Climate change and disasters

**Risk from the impact of global economic**

**Risk Management Measures:** Yes

**Related Risk Topics**

Financial Risk

- Other

**Risk associated with accidents, injuries, illness, contagious disease and mental health**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Safety, occupational health, and working environment

**Risk associate with personel data protection Act B.E. 2562**

**Risk Management Measures:** Yes

**Related Risk Topics**

Compliance Risk

- Violations of laws and regulations

**Risk associated with human rights**

**Risk Management Measures:** Yes

**Related Risk Topics**

Compliance Risk

- Violations of laws and regulations

**Risk from political Instability, state collapse crisis and failure of national, regional or global governance**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Government policy

**Risk associated with corporate brand and reputation**

**Risk Management Measures:** Yes

**Related Risk Topics**

Strategic Risk

- Damage to company image and reputation

**Risk associated with dispute over intellectual property/ information security**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Information security and cyber-attack

Compliance Risk

- Violations of laws and regulations

**Risk associated with disclosure of corporate information**

**Risk Management Measures:** Yes

**Related Risk Topics**

Compliance Risk

- Corporate Governance

**Risk associated with Dishonesty, Corruption, Fraud**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Corruption

**Risk associated with malpractices/ misconducts**

**Risk Management Measures:** Yes

**Related Risk Topics**

Financial Risk

- Other

**emerging risk**

**Risk Management Measures:** Yes

**Related Risk Topics**

Operational Risk

- Climate change and disasters

# Sustainable Development

# Sustainable Development

## Sustainability Management Policy and Targets (3.1)

### Sustainability Management Policy and Targets

Corporate Sustainability Policy : Yes

URL of corporate sustainability policy : <https://www.ttcl.com/storage/content/sustainability/economic/download-center/20240304-ttcl-esg-policy-th.pdf>  
(if applicable)

## Environmental Aspect (3.3)

### Policy and Guideline on Environmental Aspect (3.3.1)

Environmental Policy and Practice : Yes

URL of environmental policy and practice : <https://www.ttcl.com/th/sustainability/social/social-overview>  
(if applicable)

Company environmental guideline : Electricity Management, Fuel Management, Renewable/Clean Energy Management, Water Management, Waste Management, Biodiversity Management, Greenhouse Gas and Climate Change Management

### Results with Respect to the Environmental Aspect (3.3.2)

#### Energy management

##### • Fuel consumption

|                   | 2022      | 2023      | 2024      |
|-------------------|-----------|-----------|-----------|
| Diesel (Litres)   | 32,395.22 | 79,430.78 | 88,667.72 |
| Gasoline (Litres) | 13,027.33 | 8,076.90  | 15,873.49 |

##### • Electricity consumption

|  | 2022       | 2023       | 2024       |
|--|------------|------------|------------|
| Total electricity consumption within the organization (Kilowatt-Hours) | 603,130.00 | 570,933.00 | 551,920.00 |

## Water management

### • Water consumption

|                                       | 2022 | 2023 | 2024 |
|---------------------------------------|------|------|------|
| Total water withdrawal (Cubic meters) | N/A  | N/A  | 0.00 |

## Waste management

### • Waste from operations

|  | 2022                | 2023                | 2024                |
|--|---------------------|---------------------|---------------------|
| Non-hazardous waste (Kilograms)          | 5,654,162.20        | 2,056,748.18        | 2,602,321.00        |
| Hazardous waste (Kilograms)              | 417.10              | 8,905.80            | 134,549.00          |
| <b>Total waste generated (Kilograms)</b> | <b>5,654,579.30</b> | <b>2,065,653.98</b> | <b>2,736,870.00</b> |

## Greenhouse gas management

### • Greenhouse gas emissions

|   | 2022        | 2023          | 2024          |
|---|-------------|---------------|---------------|
| Scope 1 (Tons of carbon dioxide equivalents)                            | N/A         | 290.00        | 280.00        |
| Scope 2 (Tons of carbon dioxide equivalents)                            | N/A         | 377.00        | 364.00        |
| Scope 3 (Tons of carbon dioxide equivalents)                            | N/A         | N/A           | N/A           |
| <b>Total GHG emissions (Metric tonnes of carbon dioxide equivalent)</b> | <b>0.00</b> | <b>667.00</b> | <b>644.00</b> |

### • Verification of greenhouse gas emissions over the past year

Third-party verification : Yes

Name of verifying organization : ECEE Company Limited

## Social Aspect (3.4)

### Policy and Guideline on Social Aspect (3.4.1)

Human Rights Policy and Practice : Yes

URL of human rights policy : [https://www.ttcl.com/sustainability/corporate\\_governance/human\\_right\\_policy](https://www.ttcl.com/sustainability/corporate_governance/human_right_policy)

Company human right guideline : Employee Rights, Migrant Workers, Child Labor, Community and Environment Rights, Safety and Occupational Health at Work, Non-discrimination

### Results with Respect to the Social Aspect (3.4.2)

#### Information about employees

##### • Total number of employees

|  | 2022       | 2023         | 2024         |
|--|------------|--------------|--------------|
| Number of male employees (Persons)         | 499        | 2,053        | 3,239        |
| Number of female employees (Persons)       | 243        | 948          | 1,141        |
| <b>Total number of employees (Persons)</b> | <b>742</b> | <b>3,001</b> | <b>4,380</b> |

##### • Employee remuneration

|                              | 2022          | 2023           | 2024           |
|------------------------------|---------------|----------------|----------------|
| Employee remuneration (baht) | 62,801,301.00 | 269,228,527.00 | 173,551,634.00 |

##### • Employee development and training

|   | 2022     | 2023       | 2024       |
|---|----------|------------|------------|
| Average employee training hours (Hours / Person / Year) | 2.97     | 7.05       | 7.95       |
| Employee development and training expenses (baht)       | 4,466.11 | 848,541.44 | 239,361.50 |

##### • Health, safety and work environment

|  | 2022 | 2023 | 2024 |
|--|------|------|------|
|--|------|------|------|

|  |   |   |     |
|--|---|---|-----|
| Total number of lost time injury incidents by employees<br>(Cases) | 0 | 0 | N/A |
|--|---|---|-----|

• Significant labor dispute

|                           | 2022 | 2023 | 2024 |
|---------------------------|------|------|------|
| Significant labor dispute | No   | No   | No   |



# Corporate Governance Policy

## Corporate Governance Policy

### Overview of the Corporate Governance Policy and Guideline (6.1)

#### Corporate Governance Policy

Corporate Governance Policy : Yes

Company website on corporate governance policy : <https://www.ttcl.com/th/sustainability/governance/cg-policy>

#### Policy and Guideline Related to the Board of Directors (6.1.1)

##### Policy and guideline related to the board of directors

Company policy and guideline : Nomination of Directors, Compensation, Independence of the Board of Directors, Director Development, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

## Code of Conduct (6.2)

### Establishing a Code of Conduct

#### Establishing a Code of Conduct

Code of Conduct : Yes

##### Policy and Guideline related to the Code of Conduct

Company policy and guideline : Preventing of Conflicts of Interest, Preventing the Misuse of Inside Information, Anti-corruption, Whistleblowing

**Corporate Governance Structure  
and Significant Information Regarding  
the Board of Directors, Subcommittees,  
Management,  
Employee and Other Information**

## Corporate Governance Structure and Significant Information Regarding the Board of Directors, Subcommittees, Management, Employee and Other Information

### Board of Directors (7.2)

#### Composition of the board of directors (7.2.1)

|                                   | Number of persons | Percentage (%) |
|-----------------------------------|-------------------|----------------|
| Total number of directors         | 12                | 100.00         |
| Number of male directors          | 10                | 83.33          |
| Number of female directors        | 2                 | 16.67          |
| Number of executive directors     | 3                 | 25.00          |
| Number of non-executive directors | 9                 | 75.00          |
| Number of independent directors   | 4                 | 33.33          |

#### Information on the board of directors and persons with authority to control the company (7.2.2)

##### List of directors

| General information  | Position   | Date position was assumed | Experience and expertise  |
|--|--|---------------------------|---|
| 1. Mr. HIRONOBU IRIYA<br>Gender: Male<br>Age: 69 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering<br>Thai nationality: No<br>Residing in Thailand: Yes | Chairman of the board<br>(Non-executive)<br><br>Director type: Original director | 15 Jul 2008               | Engineering, Construction Services, Sustainability, Risk Management, Governance/ Compliance |

|    |   |  |             |  |
|----|---|--|-------------|--|
| 2. | Pol.Lt. SIVARAKS PHINICHAROMNA<br>Gender: Male<br>Age: 73 years old<br>Highest level of education:<br>Master's degree<br>Major: Political Science<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Vice Chairman<br>(Non-executive,<br>Independent director)<br><br>Director type: Original<br>director | 15 Jul 2008 | Accounting, Finance,<br>Sustainability, Audit,<br>Budgeting                                    |
| 3. | Mrs. NIJAPORN CHARANACHITTA<br>Gender: Female<br>Age: 73 years old<br>Highest level of education:<br>Master's degree<br>Major: Finance<br>Thai nationality: Yes<br>Residing in Thailand: Yes            | Director<br>(Non-executive)<br><br>Director type: Original<br>director                               | 15 Jul 2008 | Economics, Construction<br>Services, Finance, Corporate<br>Management, Strategic<br>Management |
| 4. | Mr. SUVIT MANOMAIYANON<br>Gender: Male<br>Age: 70 years old<br>Highest level of education:<br>Bachelor's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes              | Director<br>(Non-executive,<br>Independent director)<br><br>Director type: Original<br>director      | 1 Mar 2021  | Sustainability,<br>Engineering, Risk<br>Management, Audit,<br>Governance/ Compliance           |
| 5. | Mr. WANCHAI RATINTHORN<br>Gender: Male<br>Age: 57 years old<br>Highest level of education:<br>Bachelor's degree<br>Major: Engineering<br>Thai nationality: Yes<br>Residing in Thailand: Yes             | Director<br>(Executive)<br><br>Director type: Re-elected<br>as director                              | 21 Apr 2021 | Corporate Management,<br>Engineering, Risk<br>Management, Leadership,<br>Sustainability        |

|    |   |   |             |  |
|----|---|---|-------------|--|
| 6. | <p>Mr. NUTTACHAT CHARUCHINDA</p> <p>Gender: Male</p> <p>Age: 69 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>     | <p>Director</p> <p>(Non-executive, Independent director)</p> <p>Director type: Re-elected as director</p> | 21 Apr 2021 | <p>Petrochemicals &amp; Chemicals, Energy &amp; Utilities, Sustainability, Engineering, Leadership</p> |
| 7. | <p>Ms. KANTIKA TANTHUVANIT</p> <p>Gender: Female</p> <p>Age: 69 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Management</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>   | <p>Director</p> <p>(Non-executive)</p> <p>Director type: Re-elected as director</p>                       | 16 Aug 2022 | <p>Law, Accounting, Finance, Sustainability, Governance/ Compliance</p>                                |
| 8. | <p>Mr. BRETT LOLLBACK</p> <p>Gender: Male</p> <p>Age: 57 years old</p> <p>Highest level of education: Master's degree</p> <p>Major: Business Administration</p> <p>Thai nationality: No</p> <p>Residing in Thailand: No</p> | <p>Director</p> <p>(Executive)</p> <p>Director type: Re-elected as director</p>                           | 17 Dec 2022 | <p>Engineering, Finance, Construction Materials, Data Analysis, Project Management</p>                 |
| 9. | <p>Mr. TIWA JARUKE</p> <p>Gender: Male</p> <p>Age: 70 years old</p> <p>Highest level of education: Bachelor's degree</p> <p>Major: Engineering</p> <p>Thai nationality: Yes</p> <p>Residing in Thailand: Yes</p>            | <p>Director</p> <p>(Non-executive)</p> <p>Director type: Original director</p>                            | 1 Jan 2023  | <p>Engineering, Construction Services, Data Analysis, Strategic Management, Risk Management</p>        |

|     |  |   |             |   |
|-----|--|---|-------------|---|
| 10. | Mr. YASUhide KANO<br>Gender: Male<br>Age: 63 years old<br>Highest level of education: Master's degree<br>Major: Engineering<br>Thai nationality: No<br>Residing in Thailand: No  | Director<br>(Non-executive)<br><br>Director type: Original director                           | 16 Aug 2023 | Strategic Management, Petrochemicals & Chemicals, Data Management, Data Analysis, Negotiation |
| 11. | Mr. EIJI HAGIWARA<br>Gender: Male<br>Age: 65 years old<br>Highest level of education: Bachelor's degree<br>Major: Accounting<br>Thai nationality: No<br>Residing in Thailand: No | Director<br>(Non-executive, Independent director)<br><br>Director type: Original director     | 16 Aug 2023 | Economics, Engineering, Leadership, Strategic Management, Risk Management                     |
| 12. | Mr. YUKIO KOBE<br>Gender: Male<br>Age: 63 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering<br>Thai nationality: No<br>Residing in Thailand: No   | Director<br>(Executive)<br><br>Director type: Newly appointed director to replace ex-director | 14 Nov 2024 | Engineering   |

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

| General information  | Position                    | Tenure   | Replacement Director  |
|--|-----------------------------|--|---|
| 1. Mr. SEIICHI ITAKURA<br>Gender: Male<br>Age: 74 years old<br>Highest level of education: Doctoral degree<br>Major: Engineering<br>Thai nationality: No<br>Residing in Thailand: No | Director<br>(Non-executive) | Date position was assumed:<br>1 Mar 2018<br>Date directorship ended:<br>9 Sep 2024 | Mr. YUKIO KOBE<br>Date position was assumed:<br>14 Nov 2024 |

## Other Information pertaining to committees

The Chairman is an independent director : No

The Chairman and the manager are the same person : No

The Chairman and the manager are members of the same family : No

The company appoints at least one independent director to determine the agenda of  
the Board of Directors' meetings : Yes



## Sub-committees (7.3)

### Information about sub-committees (7.3.2)

#### Audit Committee

##### List of audit committee members

| General information   | Position   | Date position was assumed | Experience and expertise  |
|---|--|---------------------------|---|
| 1. Pol.Lt. SIVARAKS PHINICHAROMNA [1]<br>Gender: Male<br>Age: 73 years old<br>Highest level of education: Master's degree<br>Major: Political Science<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Chairman of the audit committee<br>(Non-executive, Independent director)<br>Director type: Original director | 15 Jul 2008               | Accounting, Finance, Sustainability, Audit, Budgeting                       |
| 2. Mr. SUVIT MANOMAIYANON [1]<br>Gender: Male<br>Age: 70 years old<br>Highest level of education: Bachelor's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes              | Audit committee<br>(Non-executive, Independent director)<br>Director type: Original director                 | 1 Mar 2021                | Sustainability, Engineering, Risk Management, Audit, Governance/ Compliance |
| 3. Mr. EIJI HAGIWARA [1]<br>Gender: Male<br>Age: 65 years old<br>Highest level of education: Bachelor's degree<br>Major: Accounting<br>Thai nationality: No<br>Residing in Thailand: No                     | Audit committee<br>(Non-executive, Independent director)<br>Director type: Original director                 | 16 Aug 2023               | Economics, Engineering, Leadership, Strategic Management, Risk Management   |

[1] A director with the accounting expertise needed to review financial statements

## Executive Committee

### List of executive committee members

| General information   | Position                                 | Date position was assumed |
|---|--|---------------------------|
| 1. Mr. WANCHAI RATINTHORN<br>Gender: Male<br>Age: 57 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering<br>Thai nationality: Yes<br>Residing in Thailand: Yes     | Chairman of the executive committee      | 1 Jan 2023                |
| 2. Mr. BRETT LOLLBACK<br>Gender: Male<br>Age: 57 years old<br>Highest level of education: Master's degree<br>Major: Business Administration<br>Thai nationality: No<br>Residing in Thailand: No | Vice-chairman of the executive committee | 1 Jul 2018                |
| 3. Mr. Chamnarn Atsanatam<br>Gender: Male<br>Age: 51 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering<br>Thai nationality: Yes<br>Residing in Thailand: Yes     | Vice-chairman of the executive committee | 1 Jun 2020                |
| 4. Mr. Suchet Watchalayan<br>Gender: Male<br>Age: 57 years old<br>Highest level of education: Master's degree<br>Major: Science<br>Thai nationality: Yes<br>Residing in Thailand: Yes           | Vice-chairman of the executive committee | 1 Mar 2021                |

|    |  |  |             |
|----|--|--|-------------|
| 5. | Mr. Boonyakrit Saowan<br>Gender: Male<br>Age: 40 years old<br>Highest level of education: Bachelor's degree<br>Major: Finance<br>Thai nationality: Yes<br>Residing in Thailand: Yes            | Member of the executive committee        | 3 Jan 2023  |
| 6. | Mr. YUKIO KOBE<br>Gender: Male<br>Age: 63 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering<br>Thai nationality: No<br>Residing in Thailand: No                 | Vice-chairman of the executive committee | 14 Nov 2024 |
| 7. | Ms. Pennapa Sakchaichrearnkul<br>Gender: Female<br>Age: 51 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Member of the executive committee        | 1 Dec 2024  |

## Other sub-committees

### Sub-committees information

| Name of sub-committees                 | List of directors      | Position |
|--|------------------------|----------|
| Corporate Governance Committee         | Mr. SUVIT MANOMAIYANON | Chairman |
| Normination and Remuneration Committee | Mr. EIJI HAGIWARA      | Chairman |
| Risk Management Committee              | Mr. SUVIT MANOMAIYANON | Chairman |

## **Roles of Sub-committees**

|   |   |
|---|---|
| Sub-committees responsible for risk management                      | : Risk Management Committee             |
| Sub-committees responsible for nomination                           | : Nomination and Remuneration Committee |
| Sub-committees responsible for remuneration                         | : Nomination and Remuneration Committee |
| Sub-committees responsible for corporate governance                 | : Corporate Governance Committee        |
| Sub-committees responsible for corporate sustainability development | : Corporate Governance Committee        |

## Executives (7.4)

### List and positions of the executive (7.4.1)

#### The four highest-ranking executives

| General information   | Position  | Date position was assumed | Experience and expertise  |
|---|---|---------------------------|---|
| 1. Mr. WANCHAI RATINTHORN<br>Gender: Male<br>Age: 57 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering     | PRESIDENT   | 1 Jan 2023                | Corporate Management, Engineering, Risk Management, Leadership, Sustainability      |
| 2. Mr. Boonyakrit Saowan [1][2]<br>Gender: Male<br>Age: 40 years old<br>Highest level of education: Bachelor's degree<br>Major: Finance   | Chief Financial Officer                             | 3 Jan 2023                | Finance & Securities, Accounting, Finance, Risk Management, Budgeting               |
| 3. Mr. Paibun Sribanphai [2]<br>Gender: Male<br>Age: 59 years old<br>Highest level of education: Master's degree<br>Major: Finance        | Advisor Accounting, Finance and Accounting Division | 1 Jan 2023                | Law, Accounting, Finance, Sustainability, Change Management                         |
| 4. Mr. YUKIO KOBE<br>Gender: Male<br>Age: 63 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering             | Senior Vice President                               | 14 Nov 2024               | Engineering   |
| 5. Ms. Pennapa Sakchaicharnkul<br>Gender: Female<br>Age: 51 years old<br>Highest level of education: Master's degree<br>Major: Management | Chief Planning Officer                              | 1 Dec 2024                | Business Administration, Accounting, Finance, Risk Management, Strategic Management |

|    |   |                       |             |                         |
|----|---|-----------------------|-------------|-------------------------|
| 6. | Mr. Hiroshi Shoji<br>Gender: Male<br>Age: 66 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering | Senior Vice President | 14 Nov 2024 | Business Administration |
| 7. | Mrs. Bui Boi Hai<br>Gender: Female<br>Age: 64 years old<br>Highest level of education: Master's degree<br>Major: Engineering  | Senior Vice President | 14 Nov 2024 | Leadership              |

[1] Highest responsibility in accounting and finance

[2] Directly responsible for financial account supervision

## Remuneration policy for executives (7.4.2 – 7.4.3)

### Other forms of remuneration

Employee Stock Ownership Plan (ESOP) : No

Employee Joint Investment Program (EJIP) : No

## Employees (7.5)

### Information about company employees

#### Employees

Number of male employees (persons) : 3,239

Number of female employees (persons) : 1,141

**Total number of employees (persons)** : 4,380

#### Employee Remuneration

Total employee remuneration : 173,551,634.00

## Provident fund

|   |         |
|---|---------|
| Total number of employees (persons)                   | : 4,380 |
| Number of employees contributing to the PVD (persons) | : 621   |
| Percentage of employees who are members (%)           | : 14.18 |

# Performance Report on Corporate Governance



# Performance Report on Corporate Governance

## Summary of Director Performance (8.1)

### Selection, development, and evaluation of duty performance of the Board of Directors (8.1.1)

#### List of new directors appointed in the past year

• List of continuing directors (full term of directorship and being re-appointed as a director)

| General information   | Position   | Date position was assumed                 | Experience and expertise  |
|---|--|---|---|
| 1. Mr. WANCHAI RATINTHORN<br>Gender: Male<br>Age: 57 years old<br>Highest level of education: Bachelor's degree<br>Major: Engineering<br>Thai nationality: Yes<br>Residing in Thailand: Yes   | Director<br>(Executive)<br><br>Director type: Re-elected as director                           | Date position was assumed:<br>21 Apr 2021 | Corporate Management, Engineering, Risk Management, Leadership, Sustainability          |
| 2. Mr. NUTTACHAT CHARUCHINDA<br>Gender: Male<br>Age: 69 years old<br>Highest level of education: Master's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes   | Director<br>(Non-executive, Independent director)<br><br>Director type: Re-elected as director | Date position was assumed:<br>21 Apr 2021 | Petrochemicals & Chemicals, Energy & Utilities, Sustainability, Engineering, Leadership |
| 3. Ms. KANTIKA TANTHUVANIT<br>Gender: Female<br>Age: 69 years old<br>Highest level of education: Bachelor's degree<br>Major: Management<br>Thai nationality: Yes<br>Residing in Thailand: Yes | Director<br>(Non-executive)<br><br>Director type: Re-elected as director                       | Date position was assumed:<br>16 Aug 2022 | Law, Accounting, Finance, Sustainability, Governance/ Compliance                        |

|    |                                |                           |                   |                              |
|----|--------------------------------|---------------------------|-------------------|------------------------------|
| 4. | Mr. BRETT LOLLBACK             | Director                  | Date position was | Engineering, Finance,        |
|    | Gender: Male                   | (Executive)               | assumed:          | Construction Materials, Data |
|    | Age: 57 years old              |                           | 17 Dec 2022       | Analysis, Project Management |
|    | Highest level of education:    | Director type: Re-elected |                   |                              |
|    | Master's degree                | as director               |                   |                              |
|    | Major: Business Administration |                           |                   |                              |
|    | Thai nationality: No           |                           |                   |                              |
|    | Residing in Thailand: No       |                           |                   |                              |

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

| General information         | Position              | Date position was assumed | Experience and expertise |
|-----------------------------|-----------------------|---------------------------|--------------------------|
| 1. Mr. YUKIO KOBE           | Director              | Date position was         | Engineering              |
| Gender: Male                | (Executive)           | assumed:                  |                          |
| Age: 63 years old           |                       | 14 Nov 2024               |                          |
| Highest level of education: | Director type: Newly  |                           |                          |
| Bachelor's degree           | appointed director to |                           |                          |
| Major: Engineering          | replace ex-director   |                           |                          |
| Thai nationality: No        |                       |                           |                          |
| Residing in Thailand: No    |                       |                           |                          |

Development of directors over the past year

| List of directors              | Position              | Participated in director development program |
|--------------------------------|-----------------------|--|
| Mr. HIRONOBU IRIYA             | Chairman of the board | Non-participating                            |
| Pol.Lt. SIVARAKS PHINICHAROMNA | Vice Chairman         | Participating                                |
| Mrs. NIJAPORN CHARANACHITTA    | Director              | Non-participating                            |
| Mr. SUVIT MANOMAIYANON         | Director              | Participating                                |
| Mr. WANCHAI RATINTHORN         | Director              | Non-participating                            |
| Mr. NUTTACHAT CHARUCHINDA      | Director              | Participating                                |
| Ms. KANTIKA TANTHUVANIT        | Director              | Participating                                |
| Mr. BRETT LOLLBACK             | Director              | Participating                                |
| Mr. TIWA JARUKE                | Director              | Participating                                |

|                     |          |               |
|---------------------|----------|---------------|
| Mr. YASUhide KANO   | Director | Participating |
| Mr. EIJI HAGIWARA   | Director | Participating |
| Mr. YUKIO KOBE      | Director | Participating |
| Mr. SEIICHI ITAKURA | Director | Participating |

## Directors' performance assessment

|  |   |
|--|---|
| Method used to evaluate directors' performance | : Whole-board-of-directors assessment, Individual-director assessment (self-assessment) |
|--|---|

## Meeting attendance and remuneration to each Board member (8.1.2)

### Meeting attendance of the board of directors

|                                  |               |
|----------------------------------|---------------|
| Number of board meetings (times) | : 6           |
| Date of AGM meeting              | : 11 Apr 2024 |
| EGM meeting                      | : No          |

| List of directors                                    | Termination date | Number of Board Meeting | AGM meetings  | EGM meetings             |
|--|------------------|-------------------------|---------------|--------------------------|
| 1. Mr. HIRONOBU IRIYA<br>(Chairman of the board)     | -                | 6/6                     | Participating | Did not hold the meeting |
| 2. Pol.Lt. SIVARAKS PHINICHAROMNA<br>(Vice Chairman) | -                | 6/6                     | Participating | Did not hold the meeting |
| 3. Mrs. NIJAPORN CHARANACHITTA<br>(Director)         | -                | 4/6                     | Participating | Did not hold the meeting |
| 4. Mr. SUVIT MANOMAIYANON<br>(Director)              | -                | 6/6                     | Participating | Did not hold the meeting |
| 5. Mr. WANCHAI RATINTHORN<br>(Director)              | -                | 6/6                     | Participating | Did not hold the meeting |
| 6. Mr. NUTTACHAT CHARUCHINDA<br>(Director)           | -                | 6/6                     | Participating | Did not hold the meeting |

|     |                                       |            |     |                   |                          |
|-----|---------------------------------------|------------|-----|-------------------|--------------------------|
| 7.  | Ms. KANTIKA TANTHUVANIT<br>(Director) | -          | 6/6 | Participating     | Did not hold the meeting |
| 8.  | Mr. BRETT LOLLBACK<br>(Director)      | -          | 6/6 | Participating     | Did not hold the meeting |
| 9.  | Mr. TIWA JARUKE<br>(Director)         | -          | 6/6 | Participating     | Did not hold the meeting |
| 10. | Mr. YASUhide KANO<br>(Director)       | -          | 6/6 | Participating     | Did not hold the meeting |
| 11. | Mr. EIJI HAGIWARA<br>(Director)       | -          | 6/6 | Participating     | Did not hold the meeting |
| 12. | Mr. YUKIO KOBE<br>(Director)          | -          | 1/1 | Non-participating | Did not hold the meeting |
| 13. | Mr. SEIICHI ITAKURA<br>(Director)     | 9 Sep 2024 | 3/4 | Participating     | Did not hold the meeting |

#### Remuneration for company directors

|     | List of directors                                 | Termination date | Meeting allowance<br>(baht) | Other monetary<br>remuneration<br>(baht) | Other non-<br>monetary |
|-----|---|------------------|-----------------------------|--|------------------------|
| 1.  | Mr. HIRONOBU IRIYA<br>(Chairman of the board)     | -                | 0.00                        | 600,000.00                               | No                     |
| 2.  | Pol.Lt. SIVARAKS PHINICHAROMNA<br>(Vice Chairman) | -                | 0.00                        | 500,000.00                               | N/A                    |
| 3.  | Mrs. NIJAPORN CHARANACHITTA<br>(Director)         | -                | 0.00                        | 500,000.00                               | N/A                    |
| 4.  | Mr. SUVIT MANOMAIYANON<br>(Director)              | -                | 0.00                        | 500,000.00                               | N/A                    |
| 5.  | Mr. WANCHAI RATINTHORN<br>(Director)              | -                | 0.00                        | 500,000.00                               | N/A                    |
| 6.  | Mr. NUTTACHAT CHARUCHINDA<br>(Director)           | -                | 0.00                        | 500,000.00                               | N/A                    |
| 7.  | Ms. KANTIKA TANTHUVANIT<br>(Director)             | -                | 0.00                        | 500,000.00                               | N/A                    |
| 8.  | Mr. BRETT LOLLBACK<br>(Director)                  | -                | 0.00                        | 500,000.00                               | N/A                    |
| 9.  | Mr. TIWA JARUKE<br>(Director)                     | -                | 0.00                        | 500,000.00                               | N/A                    |
| 10. | Mr. YASUhide KANO<br>(Director)                   | -                | 0.00                        | 500,000.00                               | N/A                    |
| 11. | Mr. EIJI HAGIWARA<br>(Director)                   | -                | 0.00                        | 500,000.00                               | N/A                    |

|     |                                   |            |      |            |     |
|-----|-----------------------------------|------------|------|------------|-----|
| 12. | Mr. YUKIO KOBE<br>(Director)      | -          | 0.00 | 65,278.00  | N/A |
| 13. | Mr. SEIICHI ITAKURA<br>(Director) | 9 Sep 2024 | 0.00 | 345,833.00 | N/A |

## Report on the Audit Committee's Performance for the Past Year (8.2)

### Report on the audit committee's performance for the past year

#### Meeting attendance of audit committee

Number of Audit committee meetings (times) : 6

|    | List of directors   | Termination date | Number of the audit committee meeting |
|----|---|------------------|---------------------------------------|
| 1. | Pol.Lt. SIVARAKS PHINICHAROMNA<br>(Chairman of the audit committee) | -                | 6/6                                   |
| 2. | Mr. SUVIT MANOMAIYANON<br>(Audit committee)                         | -                | 6/6                                   |
| 3. | Mr. EIJI HAGIWARA<br>(Audit committee)                              | -                | 6/6                                   |