

# 56-1 ONE REPORT 2566







# รางวัลแห่งความสำเร็จ

## THAILAND's BEST MANAGED COMPANIES 2566



การประเมินระดับ "ดีมาก" จากโครงการสำรวจการกำกับดูแลกิจการ  
บริษัทจดทะเบียนของสภาบันกรรมการบริษัทไทยปี 2566



การรับรองเป็นสมาชิกโครงการแนวร่วมปฏิบัติ  
ของภาคเอกชนไทยในการต่อต้านการทุจริต (CAC)

## Background and important information

2008

- ☐ Established Forth Smart Service Co.,Ltd. to operate a mobile phone top-up service provider business.

2009

- ☐ Started a commercial business providing online top-up service and automatically top-up mobile phone under the name "Boonterm".
- ☐ "Boonterm" top-up machine received the 1<sup>st</sup> runner-up award in AGRITRONICS & AUTOMATION int Thailand Embedded Product Award 2009.

2013

- ☐ Spin- Off from Forth Corporation Public Company Limited (FORTH) in order to be listed on the Market for Alternative Investment (MAI).
- ☐ Convert from a limited company to be a public limited company.

2014

- ☐ Start trading in the mai market with share capital registered at 400 million baht

2015

- ☐ Joint to established Forth Vending Company Limited (FVD) by hold shares in proportion 10% of the registered capital.

2016

- ☐ Launched an e - Money service for paying for goods and / or services using BeWallet services, the Boonterm kiosk, and other Boonterm service points.
- ☐ Appointed as a Krung Thai Bank and Kasikorn Bank representative company, providing deposit services, money transfers, and payment receipts to banks.
- ☐ Spend money to create Forth Smart Trading Company Limited (FST) to market more goods and services associated with Boonterm kiosk. 97 % of the shares are owned by the company.

2017

- ☐ Establishing a new FST subsidiary called Forth Smart Digital Company Limited (FSD) with a 60 % ownership stake to run an e - Commerce firm as a platform for online commerce.
- ☐ Bought preferred stock in BOX24 Company Limited, a company that runs a delivery service using lockers for FST.

2018

- ☐ 1st treasury stock totaling 20,000,000 shares, or 2.5 % of the total shares.
- ☐ Appointed to serve as a Bank of Ayudhya representative company, offering services for deposits, money transfers, and payments to the bank.
- ☐ Received a license through the Bank of Thailand for 3 types of services as follows:
  - 1) Electronic Payment Service License - Provision of Payment Service
  - 2) e - Money Service License
  - 3) Electronic Money Transfer Service License.

2019



- ☐ FST is allowed to operate Personal Loan business and Nano Finance business.
- ☐ The Siam Commercial Bank and the Bank for Agriculture and Agricultural Cooperatives (BAAC), which have been designated as a representative firm for the Government Savings Bank, offer services for deposits, money transfers, and payments to banks, including BAAC's savings lottery buying service.

#### 2020

- ☐ Created a new company called Forth Smart Distribution Company Limited (FSDT) to handle the sale of other goods and services associated to the Boonterm kiosk, such as related advertising, and introduced oil vending machine product.
- ☐ FST increased investment in FSD from 60 % to 99.99 %.
- ☐ FST changed its name to Forth Smart Capital Company Limited (FSC) to conduct a personal loan company under supervision with loans secured by car registration as collateral, loans without a car registration as collateral, and microloans for vocations under supervision,
- ☐ 2nd treasury stock totaling 26,858,700 shares, representing 3.36 % of the total shares.
- ☐ e - KYC service with your face was made available through the Boonterm kiosk for full banking services.

#### 2021

- ☐ Increase investment in FVD from 10 % to 19.35 %.
- ☐ Received the Market for Alternative Investment (MAI) award for "Best Listed Business of the Year 2021" from Money and Banking Magazine for the 4th year in a row.
- ☐ Certified as a member of the Coalition Against Corruption of the Thai Private Sector (CAC)
- ☐ Launched the "CenPay powered by Boonterm" electronic payment service at cashier counters in Central Group stores such Family Mart, Tops Supermarket, Central Department Store, etc.
- ☐ Appointed as an agent for CIMB Thai Bank to provide deposit and money transfer services to the bank.
- ☐ Continue by cutting off registered shares that haven't yet been issued to report the decrease in registered capital. The company's paid - up capital dropped from 400 million baht to 390 million baht.
- ☐ In collaboration with Kasikorn Bank, the Boonterm Mini ATM is available for cash withdrawals. Improve your chances of becoming a pioneer in complete financial services.

#### 2022

- ☐ In January, the Company has started operating with SCB on cash withdrawal service by QR Code via Boonterm Mini ATM.
- ☐ In February, the Company has been cooperating with Social Security Office (SSO) serving payment service for social security contributions section 39 and 40 via counter cashier, under named "Cenpay Powered by Boonterm".
- ☐ In March, the Company has cooperated with the Department of Health Service Support, The Ministry of Public Health to provide financial management services and various benefits to more than 1 million village health volunteers (VHVs, in Thai, Oor Sor Mor or OSMs) through an application under the name "Smart OSM Powered by Boonterm.

- ☐ In April, the 2022 AGM approved the dividend payment for 2021 at the rate of Bt0.46 per share. In this regard, the Company already paid the first dividend payment to shareholders as an interim dividend at Bt0.26 per share. Therefore, the second dividend payment will be at Baht 0.20 per share on April 29, 2022.
- ☐ In May, the Company has invested more through Forth Vending Company Limited (FVD) by increasing the shareholding from 19.35% to 26.71% in order for the Company to recognize profits from equity income method, effective from June 2022.
- ☐ In July, (1) The Company has collaborated with the Digital Government Development Agency or DGA to provide E-KYC identity verification service for "government" applications via Boonterm kiosk to increase convenience and access to government services. (2) The Company has been awarded "Best Company of the Year 2022" of the MAI from Money&Banking magazine. (3) The Company launched a service of deposit-and-transfer money via Boonterm kiosks for foreigners.
- ☐ In August, The Company approved the interim dividend payment for the first half of the year 2022 operating results at the rate of 0.20 baht per share.
- ☐ In November, The Company has been appointed as banking agent by Bangkok Bank Public Company Limited (BBL) to provide financial services to the bank, starting with deposit and transfer service via Boonterm kiosk.

## 2023

- ❖ January, collaborated with Big C Supercenter PCL. to expand payment channels through Big C counters nationwide and sells electrical appliances with installment loan service ( Buy Now Pay later: BNPL).
- ❖ February, The Company released a prototype of GINKA Charge Point and highlighted the outstanding point with simply choosing-paying-charging via a touch screen without using an application.
- ☐ May, addition money deposit-money transfer by cashier counter more than 2,000 points.
- ☐ August, The Company was awarded Thailand's Best Managed Companies 2023 and registered to decrease its paid-up capital from Bt390mn to Bt376.57mn by writing off its repurchase shares.
- ☐ September, GINKA launched at Major Ratchayothin parking building and Ekkachai Hospital parking area and participate in the inaugural Capital Market Case Competition (CMCC) in Thailand, focusing on the theme of "Alternative Ways of Fundraising" in the capital market.

The company operates in line with sustainable business expansion policies, focusing on enhancing the quality of products and services while expanding service channels to be more efficient. This is coupled with continuous social responsibility across economic, social, and environmental dimensions. By integrating knowledge, experience, and cutting-edge technology, the company aims to utilize resources efficiently and maximize benefits.

## Vision and Mission

### Vision

Impact Innovation for better life


### Mission

- ☐ To ensure successful transactions of customers via intelligent kiosks.
- ☐ To offer the most convenient and reliable services for people living in all communities.
- ☐ To provide and develop a wide range of services with greater quality and variety to serve different needs of customers.
- ☐ To ensure efficient and competitive cost of payment all times.
- ☐ To be training employee with an organizational culture that is full of determination and creativity.
- ☐ To create sustainable values among shareholders, customers, business partners, staff, and communal people.

\* The Board of Director No. 7/2023 held on 14 December, 2023 has reviewed the vision, mission, and objectives of the company and has resolved to adjust the vision and mission to align with the sustainable management direction, considering economic, social, and environmental aspects.



## Policy and Operation

Forth Smart Service Public Company Limited is the business operator that provides for electronic payment service, pre-paid mobile top up and online bill payment through our online top-up machine or Boonterm kiosk under trademark of  Boonterm, which resembles a platform that links customers and service providers, allows customers to conduct a variety of transactions on their own at any time through more than 130,000 Boonterm kiosks located throughout the country. Additionally, customers can receive services from more than 1,800 cashier counters that are open around the clock at Boonterm Call Center 1220, and the company also has a management system for Boonterm kiosk services. The business separates its activities into 3 primary groups as follows:

### 1. Online Top - Up and Payment Business

The business offers its customers the ability to pay for services through Boonterm kiosks and cashier counters. The business provides services to all customer groups, including prepaid mobile phone top - up, e - Money, and insurance premium payments, health and accident insurance, payment for goods and utilities, online music purchases, payment of fines, top - up services for public transportation cards, and other services. By 2023, the corporation will have 100,000 kiosk service locations spread across all of Thailand's major metropolitan centers, every subdistrict, and even distant regions. More than 1,800 cashier counter service points have been expanded nationwide in significant community areas using "smart kiosks" by adding cameras and ID card readers to improve service capacity.

### 2. Banking Agent and Lending Business

The company's primary goal is to offer all consumer groups both online and offline access to a full range of financial services under the concept of "O2O Financial Business" through 3 key channels. The business has agreements with non - financial service providers and has been designated as a banking agent for financial institutions. In addition to opening a bank account using the e - KYC service, which is a service that is highly sought - after in every community, the service may be used to deposit, transfer, and withdraw money from the account. Using all available channels, the business extends the range of all credit services to sole proprietors and other small business owners and expand to lending business, personal loan, and the year saw more than 17 million deposit - transfer operations. Via the Boonterm kiosk, which functions like a community bank and provides all types of comprehensive financial services, the company continues to put its emphasis on promoting people's access to financial services. Customers can readily access its distinctive feature from a location close to the community. It is easy to use from the touch screen, quick with real - time system management, secure with a sophisticated security system, and accessible through an application on every mobile phone.

### 3. Vending Machine and Distribution Business

Through this business group by acting as a payment service provider for robotic barista under the brand "Taobin" (Taobin), which is a popular trend everywhere from the technology that is perfectly combined with the creation of beverages for customers through beautiful cabinets, in 2023 is the year that the company has jointly developed. Furthermore, to accommodate and meet the increasing demand from consumers for electric vehicles, the company has enhanced its electric vehicle charging kiosks under the brand "GINKA." These kiosks feature cutting-edge innovation, sleek designs, and an intelligent cable management system that prevents cables from falling or tangling, ensuring clean and easy-to-use charging. The user-friendly interface with touchscreen display eliminates the need for mobile app installation, with notifications sent via SMS when the charging is complete. The payment system offers multiple channels, allowing customers to use remaining credit on their phones for future transactions. Additionally, the company is advancing the development of wheel locks to implement parking fees, addressing issues where vehicles are parked but not charging or are fully charged but not moved. With expertise in system management and cybersecurity, the company efficiently provides comprehensive management services for all kiosks, ensuring both payment security and customer data protection.

## Products and services

The company offers a wide variety of products and services to fulfil the demands of every client group and community. These products and services are thoughtfully created to give customers the goods and services they desire and ensure a positive user experience each and every time. Here are the specifics:

- ☐ Boonterm kiosks offer quick, simple, secure, and convenient online or electronic payment options.
- ☐ Boonterm kiosk with e - KYC account opening service, providing identity verification and verification services using electronic systems integrated with banks to open an electronic account without having to go to a bank, and supporting more future services.
- ☐ Cash withdrawal services are offered by Boonterm Mini ATMs via e - KYC kiosks and other electronic payment services, such as a Boonterm kiosk.
- ☐ Boonterm kiosk with mobile phone, SIM sales, and mobile sim sales service. Buyer can select the type of mobile SIM or the promotion of the mobile SIM they desire and can use the SIM service right away after receiving the mobile SIM card from the kiosk.
- ☐ Boonterm Counter Service and Boonterm Payment System offer payment services for all of the Boonterm kiosk services as well as increased bill payment services, including payments for utility bills like electricity and water as well as a variety of loans like credit cards, car hire purchase loans, loan payments, insurance premiums, etc.
- ☐ The Boonterm kiosk's services include a clean drinking water dispenser, mobile recharge, service for drinking water that has been filtered by 2 reverse osmosis and UV systems, and services for accepting payments.
- ☐ Weighing device installed with the Boonterm kiosk that offers weighing services and has the ability to calculate BMI and save historical weighing data.
- ☐ Electronic wallet "BeWallet" is a mobile phone app that offers the same service as the Boonterm kiosk and is compatible with both Android and iOS operating systems. Also, it is a service channel that is employed to fortify the ecology of the organization and move more operations online.

## Characteristics and strengths of the Boonterm system

- ☐ Service more than 100 services on boonterm kiosk.
- ☐ Boonterm Call Center 1220 that is available 24/7.
- ☐ Micro Transaction service can be used from 1 baht or more.
- ☐ Eye - catching, colorful touch screen that offers services in Thai, English, Burmese, and Cambodian. It also has audio descriptions for use.
- ☐ Obtain a wide variety of coins and banknotes, as well as a system for spotting fake currency. This system also supports the use of new currency online.
- ☐ An online software upgrading system from a centralized system exists, and it can continuously accommodate consumers' various needs by adding new services and keeping them up to date.
- ☐ A real - time management system with high accuracy, and speed as well as a cabinet security and anti - theft system is available.

- ☐ Further new services like cash withdrawal, e - KYC, SIM card sales, etc., can be offered by installing accessories.

#### **GINKA EV Charge Point**

The "GINKA" electric vehicle charging station serves as a power source for electric vehicle batteries, offering both AC Type standard charging and upgraded DC Type fast charging. It caters to all needs, whether for businesses or individual users, with outstanding innovation, sleek design, and an intelligent cable management system. The touchscreen display includes various payment options for customer convenience, such as QR code, E-Wallet, and GINKA Credit.

#### **Characteristics and strengths of GINKA**

- ☐ AC Type 2, Touch screen.
- ☐ No application is necessary
- ☐ pay now and use right away
- ☐ accepts all payment methods
- ☐ smart cable charging
- ☐ retractable cable management system.
- ☐ Patient payment

#### **EV Station (GINKA x Taobin)**

To further develop electric vehicle charging stations, two new models are planned. The first model aims to provide services in large-scale areas resembling gas stations, designed as EV Service Charging Stations. Within these charging stations, there will be automated 24-hour café counters offering a variety of food and beverages. Customers can serve themselves, with options such as freshly brewed drinks like bubble tea, and automatic counters providing ready-to-eat meals like noodles and fried snacks. Customers can enjoy their meals and drinks while waiting for their electric vehicles to charge.

The second model is a small-scale café format named "Taobin Cafe," equipped with GINKA electric vehicle chargers, catering to travelers during their pit stops. These cafes can operate 24/7, offering a convenient place for customers to charge their vehicles while enjoying refreshments.

#### **Robotic barista "Taobin"**

Automated fresh - brew beverage dispensers that become a regular feature in everyone's lives, serving premium menu items made with carefully chosen premium ingredients by professional baristas. In order for everyone's drinking to have the flavor of deliciousness, a machine with a sophisticated design and modern invention from the Thai people is freshly brewed glass by glass before being supplied to consumers.

#### **Characteristics and advantages of automatic cafes**

- ☐ Over 200 hot, cold, and mixed meal options.



- ☐ Consumers can personalize their own tastes.
- ☐ 1 square meter of installation space
- ☐ More than 37 patients
- ☐ acceptance of all payment methods
- ☐ the same additional features as the Boonterm kiosk.
- ☐ Loyalty Program
- ☐ Boonterm Call Center 1220

### Service type

#### Mobile phone service

The service includes accepting payments for service providers through Boonterm kiosks and cashiers' counters. It encompasses prepaid phone service charges, internet package fees, and mobile SIM card sales. This ensures customers have convenient and swift access to mobile phone services.

- ☐ Mobile Topup



Boonterm, cooperated with DTAC & TrueMove H offer mobile top-up service at a new price of 90 Baht through Boonterm kiosks, aiming to expand the range of price options and provide customers with access to phone services. This service is available 24/7 at Boonterm kiosks starting from November 2023.

- ☐ Add-on purchase promotion package and paid by QR Code



Boonterm now offers the purchase of internet packages from AIS, Dtac, and TrueMove H networks through Boonterm kiosks. These specially curated packages are exclusively available via Boonterm kiosks. Customers can pay for these packages using QR code scanning through any bank's mobile banking application. This addition of payment options aims to enhance convenience for customers, allowing them to choose between cash payments and QR code scanning via Boonterm kiosks 24/7. This service is available starting December 2023.

#### Cashier's counter services – Banking Agent

- ☐ Deposit money into agricultural and agricultural cooperative bank accounts (BAAC) through the CenPay channel powered by Boonterm.



Boonterm collaborates with the Bank for Agriculture and Agricultural Cooperatives (BAAC) to expand deposit channels through CenPay. We provide deposit points for bank accounts at cashier counters in convenience stores under the Central Group, branded as "CenPay powered by Boonterm". This service was launched in February 2023.

- ☐ Deposit money for Bangkok Bank accounts through the CenPay channel powered by Boonterm.



Boonterm collaborates with Krung Thai Bank to expand deposit channels through CenPay, providing deposit services for Krung Thai Bank accounts. This service is available at deposit points located at cashier counters in Central Group convenience stores under the "CenPay powered by Boonterm" trademark. The service was launched in April 2023.

#### Cashier's counter services – Bill Payment

- ☐ Payment services for social security contributions under Sections 39 and 40 through Big C channels.



Boonterm collaborates with the Social Security Office to expand payment channels for social security contributions under Sections 39 and 40, together with Big C. This service is available at the cashier counters in Big C convenience stores under the "Big C Boonterm Bill Payment" trademark, starting from January 2023.

- ☐ Payment service for provincial electricity authority and Metropolitan Electricity Authority bills through Big C channels.



Boonterm collaborates with Provincial Electricity Authority (PEA) and Metropolitan Electricity Authority (MEA) to expand bill payment channels in partnership with Big C. Service is available at bill payment counters in Big C convenience stores under the trademark "Big C Boonterm Bill Payment," starting May 2023.

#### Insurance services

The Company cooperates with general insurance providers to provide insurance to help customers and service agents who are interested in insurance and want to add security to life by paying low insurance premiums for worthwhile protection. The insurance premiums can be paid through various channels of the company. Also, in collaboration with insurance providers, the company provide free insurance during important festivals to help Boonterm's customers and the general public to have unrestricted access to insurance.

- ☐ New Year Accident Insurance Service (Free)





TQM Insurance Broker Co., Ltd. offers free accident insurance (guaranteed by Bangkok Insurance) to The Company customers as a gift during the new year festival by getting free accident insurance at the Boonterm kiosk during 1-29 January 2023.

- ☐ Songkran accident insurance service (free)



TQM Insurance Broker Company Limited offers free accident insurance (guaranteed by Bangkok Insurance) for Boonterm customers as a gift for the Thai New Year during the Songkran by getting free accident insurance at the Boonterm kiosk during 1 April - 31 May 2023

## Promotional activities in 2023

The company focuses on creating awareness among general consumers, both current and new customers who are interested in the service, so that they can come and try the service in order to have a good experience through various service channels to create engagement and tell the people around them, making Boonterm's service the first choice that customers choose to use.

### Campaign via Boonterm kiosks

- ☐ Top-up AIS at this kiosk, get 2 special bonuses immediately



- ☐ Boonterm loon rouay.



- ☐ Term loon ruay 2



- ☐ Term loon ruay 3



- ☐ Buy an AIS SIM 1-2-Call 5G with a 200-Baht top-up at this kiosk, get a 60 special points.



- ☐ Topup True 5G with 100 Baht or more get bonus 20%



- ☐ Topup DTAC 5G with 100 Baht or more get bonus 20%



- ☐ Special promotion DTAC Net Ble Ble Ble





- ☐ "Good luck in the Year of the Tiger" Top up TrueMoney, a chance to win an iPhone15



- ☐ SCB Deposit/Money Transfer get credit back 5 Baht



- ☐ BAY Deposit/Money Transfer Get 2 special privileges.



- ☐ SCB Deposit/Money Transfer get credit back 10 Baht



- ☐ Deposit/Money Transfer at Boonterm Kiosk Free Accident insurance



- ☐ Deposit/transfer money at the Boonterm kiosk and receive double credits. Only available in Ubon Ratchathani province



- ☐ Deposit/transfer money at the Boonterm kiosk and receive 15 Baht credits. Only available in Rayong province



- ☐ KBANK Deposit/transfer money receive 15 Baht cash back



- ☐ SCB Deposit/transfer money receive 10 Baht cash back



- ☐ KTB Deposit/transfer money get 2 special previllage.



- ☐ Free weight scale by use Boonter Kiosk.



- ☐ Boonterm Reward



Detail : Customers receive 1 point for each service used at the Boonterm kiosk. Points can be exchanged for up to 3 chances to win prizes worth over 1.5 million baht.

Option 1: Free exchange every month, such as free weighing, 5 Baht credit, 10 Baht credit, and 20 Baht credit (1 number, 1 privilege).

Option 2: Use 10 points to enter the monthly gold draw. Prizes include gold worth 3,000 baht, gold worth 5,000 baht, and a 500 baht credit (unlimited privileges).

#### CenPay power by Boonterm Campaign

- ☐ Deposit to KBank Service at CenPay powered by Bonterm fee 10 Baht



#### Benefits VHVs.

- ☐ Free personal accident insurance service! For VHV members



TQM Insurance Broker Co., Ltd. offers free accident insurance (guaranteed by Bangkok Insurance) to volunteer health workers in communities as a gift during the New Year festival. To claim this accident insurance, volunteers can access it through the "Benefits" menu in the ASOM smartphone app between January 1, 2023, and March 31, 2023.

- ☐ PT Max Card X2 point



PTG Energy Public Company Limited is offering special privileges to community health volunteers (CHVs) when they sign up as PT members through the "Wallet" menu in the ASOM smartphone application. CHVs will receive double points when refueling at PT gas stations by presenting their membership card to accumulate points (up to a maximum of 100 points per month).

- ☐ Register for the "Benefits" menu in the ASOM smartphone application.



When volunteers for community health services (ASOM) activate the "Benefits" menu in the ASOM smartphone application, they instantly receive 50 points. Additionally, they can register to receive a SIM card and internet package from AIS. Moreover, they can accumulate double points with the PT Max Card, as well as enjoy special prices when purchasing items from PT gas stations. Furthermore, they are entitled to exclusive rewards such as keychains, umbrellas, shirts, notebooks, and more when redeeming points accumulated through volunteering activities at Boontem.

- ☐ Register for the "Benefits" menu in ASOM get umbrella free



Community health volunteers (ASOM) who activate the "Benefits" menu in the ASOM smartphone application will receive a free umbrella from Boontem if they are among the first 10 individuals to do so each day. This offer is valid from June 21st to June 30th, 2023.

☐ Boontem Volunteer Credit for Community Health Volunteers (ASOM)



Boontem, in collaboration with Samsung and Aconatic, offers special credit options to village health volunteers (VHVs) for added convenience. VHVs can choose from up to 3 types of credit, including instant cash loans, mobile phone installments, and household appliance installments, through the "Benefits" menu in the Boonterm smart app.

Boonterm has expanded access to credit for VHVs, allowing them to choose installment plans according to their needs. Here are the details: Personal Loans: Maximum credit limit of 20,000 Baht., Samsung Galaxy M14 5G Mobile Phone Installment: Starts from 410 Baht per month for up to 18 months., Various Household Appliance Installment Options: Over 22 items to choose from. Boonterm aims to facilitate access to credit without the need for down payments or guarantors. Applicants aged 18-65 years old can apply without such requirements.

Furthermore, Boonterm enhances convenience for VHVs by expanding transaction channels through Boonterm kiosks nationwide. VHVs receive double Boonterm points (2 points instead of the usual 1 point) to enhance their participation in activities with Boonterm kiosks.

#### Public relations activities in 2023.

- ☐ Boonterm expanded cashier's counter channel to serve customers from nationwide.



The collaboration with Big C extends online channels through additional cashiers, expanding the service points to over 3,600, complementing the existing 100,000 Boonterm kiosks. This ensures comprehensive coverage and convenience for all customer groups. With new services continuously introduced at Boonterm kiosks, cashier counters, and mobile applications, we are establishing a fully integrated "Boonterm Bill Payment" network. This reinforces our leading position as a comprehensive financial service provider.

- ☐ Boonterm Taobin to GINKA Gingka EV Charging Station - Parking Lot Building

The Company had launch EV Charger GINKA charging point, targeting small-sized parking lots of buildings, providing easy-to-use installation similar to the Taobin Robotic Barista.

- ☐ The Company shown GINKA Charge Point



The company introduces the GINKA Charge Point prototype, highlighting its key feature of allowing charging without the need for an app; users simply select, pay, and charge through the touchscreen interface, similar to the Boontiam and Taobin. Executives are proposing a business model collaboration with property owners, emphasizing a comprehensive management solution from installation to payment systems and 24/7 call center support, with ongoing maintenance throughout the contract period. The initial target for this year is 5,000 stations, with plans to expand further based on the accelerating rate of future car numbers. They are confident that this new S-Curve will gradually generate revenue for the company.



☐ BEST MANAGED COMPANIES 2023 Rewards.



FSMART get Thailand's Best Managed Companies 2023 award, The company has been recognized for exceptional organizational management in its inaugural year, an accolade bestowed by Deloitte Thailand, a globally respected business consultancy. This accolade underscores the firm resolve of the board of directors, executives, and the entire team to leverage data for analysis, design products and services that cater to customer needs, and strategically plan the company's trajectory. This includes embracing new technologies to streamline operations for maximum efficiency. Furthermore, the company is steadfast in upholding work standards, fostering organizational development for sustainable success, and actively contributing to the advancement of industries and the national economy.

☐ GINKA HAS INSTALLMENT AT MAJOR RATCHAYOTHIN AND EKKACHAI HOSPITAL



GINKA Charge Point is ready to offer an unlimited electric vehicle charging experience. The first locations in Thailand are at 2 major spots, Mega Cineplex Ratchayothin and Ekachai Hospital in Samut Sakhon, totaling 8 charging points. Operating under the concept 'SMOOTH for CHARGE,' it allows users to charge freely without needing to download an app. The payment system supports multiple channels and accommodates charging for all models and sizes of electric vehicles. Check the availability of charging stations through the website and rest assured it's a great option for electric vehicle users."

## Revenue Structure

Profit and Loss	2021		2022		2023	
	Baht	%	Baht	%	Baht	%
<b>Revenues</b>						
Income from rendering of services through online top-up machines (Service charge)	1,910,216,836	65.3%	1,692,212,970	68.4%	1,606,284,745	71.0%
, Income from rendering of top-up service for prepaid phone and receipt of other online services (Commission)	750,129,978	25.6%	511,302,575	20.7%	405,581,155	18.0%
Interest income	12,546,365	0.4%	25,333,233	1.0%	38,378,448	2.0%
Advertising income	6,448,625	0.2%	9,789,375	0.4%	4,491,700	0.0%
<b>Total from core revenues</b>	<b>2,679,341,804</b>	<b>91.5%</b>	<b>2,238,638,153</b>	<b>90.5%</b>	<b>2,054,736,048</b>	<b>91.0%</b>
รายได้จากการขายสินค้า	3,567,145	0.1%	178,315	0.1%	14,029,969	1.0%
รายได้อื่น	244,530,254	8.4%	234,908,631	9.5%	186,386,586	8.0%
<b>Total Revenue</b>	<b>2,927,439,203</b>	<b>100.0%</b>	<b>2,473,725,099</b>	<b>100.0%</b>	<b>2,255,152,603</b>	<b>100.0%</b>

### Note:

- Income from rendering of services through online top-up machines "Boonterm kiosk" (Service charge) is service charge which the Company charges customers when making a transaction at Boonterm kiosk, for example, customers will pay service charge for 2 Baht when topping up for 10 Baht.
- Income from rendering of top-up service for prepaid phone and other online service (Commission) is commission that the Company receives from service operators.
- Interest income has revenue from subsidiary company.
- Advertising income is revenue from advertising on Boonterm kiosk such as digital ads on screen etc.
- Sales of goods such as income from selling materials apart from Boonterm kiosks, for example, tripod, cement pedestal, coin counter etc.
- Other income comprised warranty money of Boonterm kiosks (collected from agents), revenue from customers' credit top-ups because the machines are unable to give change. The revenue from customers' credit top-ups is recognized as income when customers' credit has remained unused for 1 year), revenue from unsuccessful money top-ups that were not able to be added in accordance with customer orders such (The revenue is recognized when the customer has not claimed a refund for more than 1 year.) Other income, etc.

#### Number of Boonterm Kiosks

Year	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
No. of Boonterm Kiosks (As of 31 December)	42,859	65,867	92,082	124,653	130,053	130,481	129,934	129,907	129,918	125,407
Add from previous year (Decrease)	10,167	23,008	26,215	32,571	5,400	428	(547)	(27)	11	(4,511)

## Industry situation and competition in 2023

### Thailand Economic

In 2023, the economic direction remains uncertain due to the political situation, global economic conditions, and the gradual recovery of the tourism industry. While there are signs of improvement, the economy has not fully recovered yet. This has resulted in cautious consumer spending during the first half of the year. However, as political factors begin to stabilize in the latter half of the year, people are becoming more confident in spending. Nonetheless, household incomes in Thailand have recovered relatively slowly, while expenses have increased significantly, leading to a gradual recovery in consumer purchasing power. Household debt repayment capabilities have decreased, while the tourism sector has started to recover and inflationary pressures have eased. However, the overall Thai economy has not fully recovered yet. Meanwhile, the Bank of Thailand has raised interest rates to mitigate the impact of rising inflation caused by higher energy prices and adjusted product prices. This has led to cautious spending among customers, especially those with moderate to low incomes and limited-income migrant workers. As a result, both the economy and customer purchasing power have only moderately adjusted.

Regarding using cash in Thailand, according to a survey by the Bank of Thailand, people in the country still use cash as a means of payment for goods and services, in line with cash in the economy that tends to increase continuously. This reflects

Thailand's continued use of cash, although e-Payment gained popularity and began to be used a lot. The company offers services to support the cashless society and add online services in line with the growth of the digital world, together with a wide range of services in all industry groups that meet the needs of all customer groups.

### The mobile service market industry (Mobile Service)

The mobile service market industry (Mobile Service) continues to develop technology continuously, especially from the driving force of the data service market (Data) and from the behavior of consumers who have stepped into the online internet society through the use of smartphones. In particular, the popularity of using online social networks is growing steadily with supporting factors in terms of smartphones, tablets and other IT devices that consumers can buy at an easily accessible price and the development of telecommunication network technology that is faster. In addition, competition among mobile phone network operators, both prepaid and postpaid, has increased. As a result, these directly affect the mobile phone top-up service business.

Nowadays, service users have begun to turn to channels for mobile phone top-up through various applications on smartphones, especially customers who prefer to use electronic money or those who have money circulation in bank account. On the other hand, top-up kiosks are still a popular channel among

cash users and low-income customers because it can add cash even in a small value. The top-up business and automatic payment are available through Boonterm kiosks and cashier counters of the company that provide services with a minimum amount of 10 baht, which is easy to use, convenient, fast and safe, ready to serve 24 hours a day. It still has a market share from the high market value of prepaid mobile phone services due to the demand of many consumers who still prefer to use cash that is highly convenient. At the end of 2023, there were more than 14 million numbers of top-up users through Boonterm kiosks, or about 21% of the total number of prepaid mobile phone numbers of over 70 million in the country. The company continues to maintain its leadership in the automatic payment business. In 2023.

### Financial services industry

Commercial banks are continually trying to reduce operating costs by reducing the number of branches and ATMs across the country, in 2023, there were more than 17.2 million money transfers in the Boonterm network, a decrease of about 7% from 2022 due to pressure from the slow recovery of the economy from the inflation crisis, making customers more careful with their spending. The company represents a total of 8 banks and will increase the number of banks to cover all banks and other services related to finance, such as electronic identity verification through Boonterm kiosks and cash withdrawal services through Boonterm Mini ATMs that have already begun the service to increase the potential of the business of providing comprehensive financial and credit services. The company also has opportunities to provide other additional services to many banks. In addition, the company can expand its business to financial service providers that are not financial institutions (Non-Bank).

Under the need for funding sources of small entrepreneurs and individuals and rapid changes in credit business services, the company therefore saw an opportunity and began to operate a loan business with a license to operate a personal loan business

and a personal loan for a career under supervision. This enables the company to provide credit services to those who need a source of funds. In 2023, the company uses data from its in-depth customer base to consider, analyze and issue credit effectively within risk-worthiness limits as well as cooperate with a large network of customers in extending credit limits by adjusting the conditions to suit each group of customers. The company provides various types of credit services. including granting credit to representatives of the company and installment loans for Boonterm customers such as mobile phones, etc. The company has a total outstanding credit of 364.6 million baht.

### Beverage Industry

The overall non-alcoholic beverage market in the country has been valued at over 200 billion baht, divided into various categories such as coffee, tea, milk, healthy drinks, etc. Nowadays, the non-alcoholic beverage market is growing in line with consumer behavior that turns to be more health conscious. Therefore, the selection of beverages must meet the needs of each person. FORTH Group has therefore developed a new innovation as a freshly brewed beverage machine or an automatic cafe under the brand "Tao Bin" to fill the gap in the traditional beverage market and meet the needs of all groups of all ages. A beautiful design creates an attractive image. The use of less space for service can be accessed in all areas. Delicious and consistent taste in every cup comes from leading barista recipes with a highly precise brewing mechanism. The machine is constantly launching new products and support all types of payment systems managed by the company. In 2023, there are 6,392 Tao Bin service points nationwide. And the total sales Bt.2,290 million or increasing 51.62% YoY, which reflects that Tao Bin has received good feedback from users and has continued to grow in popularity. Meanwhile, the company group aims to develop Tao Bin to be able to produce a variety of menus, support making more sales with faster production process and more service distribution points.

In 2023, Forth Vending has relocated Taobin to install new locations with higher-quality ones. Then brought Taobin old

version to upgrade the new version to accommodate increased beverage sales during each replenishment cycle. This includes upgrading the vending machines to ensure they can handle more beverage sales. These efforts aim to enhance the continuous availability of beverages from vending machines, providing customers with increased access to beverage options.

### Electric vehicle industry

Driven by growing environmental concerns, individuals are increasingly transitioning from combustion engine vehicles to electric vehicles (EVs). This shift is evident in the surge in EV registrations since 2023, with a continuous upward trend expected. As global populations strive to reduce their carbon footprint in daily life, EVs are becoming a popular choice due to their eco-friendly nature.

In response to this growing demand for EV charging solutions, FORTH Corporation has developed GINKA Charge point, an innovative EV charger provides a comprehensive charging ecosystem, encompassing hardware installation, management systems, and payment processing. Additionally, GINKA's smart parking management system optimizes charging station utilization by ensuring that fully charged EVs are promptly moved to make way for others waiting to charge.

To meet the rising demand for EV charging infrastructure, aggressively expanded its GINKA network, establishing over 100 charging stations in 2023. These stations are strategically located in private areas such as shopping malls, condominiums, office buildings, and sports complexes. With a commitment to continuous expansion, FORTH aims to install even more GINKA charging stations in 2024 and beyond.

## Business strategy

### Competitive advantage from scale economy and management system.

New entrepreneurs who want to enter the payment business and bank agents will encounter barriers to entry, such as economy of scale, capital investment requirement, knowledge and experience in management ( Learning Curve) , server system which covers networking and agency management, and after sales service etc. However, the company has the most service points in the country with a network covering all areas of the country of more than 100,000 kiosks and more than 3,000 cashier counters providing a wide range of services with performance and accuracy of the server system and credibility in providing financial services with a standardized management system such as payment services, mobile SIM cards sales and top-ups services, money deposits, transfers, withdrawals and loans as well as credit payments approved and appointed as the bank's representative by the Bank of Thailand.

### Joint development of innovation

FORTH Group places importance on the continuous development of new products and services. And every product developed by the group of companies is patented to prevent counterfeiting, modification or alteration of the product. The company has been involved in the development of the system along with data management and payment systems including vending machine for products and drinks, robotic barista "Tao Bin", Boonterm Counter Service, clean drinking water dispenser and mobile recharge, Boonterm kiosk with account opening service by electronic identity verification and verification (e-KYC) and an electric vehicle battery charging station (GINKA). The company will administer and accept all payments along with providing a customer service center or Boonterm Call Center 1220 for customer care and public relations.

### Potential and superior competitive strategies.

Emphasizing the strategy for installing quality Boonterm kiosks

- ☐ Available in 4 languages: Thai, English, Burmese and Cambodian languages on the Boonterm kiosk to support the use of services by various groups of customers in all communities.
- ☐ Expanding service channels in a variety of formats such as cashier counters, applications
- ☐ Managing with online system of Boonterm kiosks and cashier counters at every service point work with a system

that directly connects to the servers of various service providers, allowing you to instantly check the transaction amount with high precision, accuracy and speed.

- ☐ Efficiency of the online payment acceptance system of Boonterm kiosks and cashier counters that are fast, accurate and reliable; and Boonterm Call Center 1220 that can solve various problems for customers in a short time 24 hours a day, as well as taking care of service users proactively (Active Call Center) with monitoring and solving problems for customers without waiting for the problem report.
- ☐ Support a variety of services. In addition to mobile top-up, Boonterm kiosks and cashier counters can provide services such as paying monthly phone bills, buying an international phone card, purchasing a cash card (Cash Card), online game top-up service, buying a wireless internet code or Wi-Fi (Wireless Fidelity), buying Internet hours (Internet Data), adding money to an electronic wallet (e-Wallet), buying insurance online payment Public transport card top-up, accepting donations to various foundations, as well as other additional services such as fortune telling, lucky numbers, etc.
- ☐ Supporting financial services such as deposits-transfers into Krungthai Bank accounts, Kasikorn Bank, Bank of Ayudhya, Government Savings Bank, Bank for Agriculture and Agricultural Cooperatives, Siam Commercial Bank, CIMB Thai Bank, and Bangkok Bank. The company has been appointed as an approved bank representative by the Bank of Thailand as many as 8 banks and continuously increases cash withdrawal services via Boonterm Mini ATMs.
- ☐ Conducting promotional programs such as accumulating points to build brand loyalty through the "Boonterm Rewards" campaign, etc.

Boonterm's management system has been developed and designed by the company's research and development team. The company's system can easily add new services in the future. As of December 31, 2023, the Boonterm kiosk has more than 100 services for applications and more than 1,300 services for the cashier counter, and more than 70 services for applications

## Direction for 2023

### Uphold leadership Doing top-up and receiving payments business automatic payment

Entering the 16th year with assertive leadership doing mobile top-up and bill payments business automatic payment by importing while using existing innovations to create products and services to meet needs Customer behavior across all groups. The company's channels are used to help Thai society in a sustainable way, such as "Missing Persons Boonterm "Chuay-ha" in collaboration with the Mirror Foundation".

To coordinate missing persons through the Boonterm kiosk screen, which has more than 125,000 kiosks throughout Thailand. The company is committed to strengthening of the business along with connecting all channels to cover offline and online both by collaborating with partners to provide appropriate services and worthwhile for the company's customer group move forward to maintain top-up balance by maintaining the amount of the number of Boonterm kiosk installation points is more than 120,000 points, to be clean and pleasant to use.

Together with organizing sales promotions so that customers who come to use the service through the company's channels continuously in the long term receive many special privileges. Stimulate customer usage through many marketing campaigns for customers to choose to suit their needs and have the chance to win prizes every month, etc.

Ready to continue expanding additional cashier counter channels to reach more customer groups. To allow every group of customers to have access to a variety of payment services and services that are part of their daily life. in the daily life of every customer, along with adapting existing innovations to help manage costs efficiently.

### Strengthen the potential and develop comprehensive financial business services.

The Company focuses on strengthening this business by adding more service channels besides Boonterm kiosk, a community bank and expanding to cashier counters in convenience stores or department stores as well as building mobile applications for large corporate customers. The customers can make transactions through the Boonterm kiosk up to 8 banks and the cashier counter of the company can make transactions up to 4 banks (Krungthai Bank

Public Company Limited / Kasikornbank Public Company Limited / The Siam Commercial Bank Public Company Limited / Bank for Agriculture and Agricultural Cooperatives) and continue to addition the number of banks through the cashier counter continuously.

For lending service business, the Company focuses on providing credit services to customers who are reliable and located in the main source of income by offering a variety of products to meet the needs of customers, both personal loans and installment loans. (Buy now pay later: BNPL) via application. By managing and increasing caution in providing credit services by applying for a loan through account binding for monthly loan payments making it more efficient. It also set up a debt collection team and field debt collector with professional partners to manage credit lending efficiently. Target lending service business is Bt500-800mn.

### Join in creating and supporting the machine business. Distributor of automatic products and electric vehicle chargers

"Tao Bin" Robotic Barista, a vending machine for freshly brewed drinks that creates deliciousness through all types of drinks, both hot, cold and blended, through innovation and development. The innovations of the FORTH group that have gained popularity throughout the year make the company confident and maintain its goal of expanding 20,000 service points nationwide within 3 years. The company will be a part of helping push the "Tao Bin" with its payment system. Strong financial position with an experienced team which the company will receive service fees for providing payment system services and recognizing profit sharing and profit from investment ( Equity Income Method) in Forth Vending Company Limited as well.

Continuing from 2023, the company has stored the first version of the cabinet and It has returned to be updated to a new version. In 2024, Forth Vending Company Limited will rush to push the upgraded cabinets back to the market and be ready to serve all customer groups. Focusing on placing the Tao Bin cabinet in a location that has both good potentials which the company truly believe that there are still many good locations along with creating new menus for each festival along with using more big data to analyze for marketing that will reach customer target groups. more directly as well as there will be the company will increase promotions for both existing and new menu drinks to increase repeat purchases from existing customers



and increase awareness among new customers. More advertising will be done through online media. The company expects that It is expected that from focusing on quality locations, promoting existing menus and adding new menus, and more targeted marketing will cause sales to continue to increase. In addition, the weather in the summer that determines the upcoming events that are likely to result in an increase in sales.

In addition, due to the increasing environmental concerns of the world today, Electric Vehicles are therefore one of the options for important factors of the automotive group that will come to help to reduce carbon dioxide emissions by replacing the use of combustion engine vehicles. The company has high standard electric vehicle charging station products from Developed and produced by FORTH Group, a company produced by Thai people. Which can easily improve and develop the product as well as internal applications, keeping the company's products in position has an advantageous position in doing business get a better price.

With an innovative smart charging cable management system that automatically pulls the cable, it comes with a modern design. Helps service users experience the ease of use, uncomplicated touch screen display, no need to install the app, on your mobile phone, just scan and pay. When fully charged, there will be a notification via SMS. Moreover, it is a Thai-made machine. It can be said that the joint venture company with the owner of the area, so that the owner of the area does not have to make a high investment by clearly dividing the revenue from charging services and it is fair to both the land owner and the company. The land owner only prepares the installation site for ready to run the electrical system until the installation point and a then warranty for the machine throughout the contract period usage support system both forms of charging according to actual use and accumulate money to be redeem next time. There is a parking management system (wheel lock system; if payment is not made, the car cannot be pulled over) . The system charges hourly fees, or specify the amount by the owner. There is a team of experts providing service 24 hours a day, 7 days a week. There are experts to take care of the system both online and offline so that it is ready for use at all times. There is a website for the owner to check. The area has checked usage data, and there is a Call Center staff available 24 hours a day. GINKA will help answer the needs of users who want convenience, ease of use, and reduced application installation steps. So, it can be used immediately, easy to pay, just scan and pay via

QR code on the device screen. If there is money left over from charging, it can be stored as credit in the phone number to use for the next charge.

### Combining all products and services for complete convenience

The Company plans to provide electric vehicle charging stations in 2 modes 1) GINKA Charge Point in a large area in stand-alone style in the form of electric vehicle charging stations (EV Station). In the form of self-service, for example, TAOBIN robotic barista with freshly brewed drink counter such as pearl milk tea, as well as automate counter of ready-to-eat food such as noodle, fried meatballs, for customers to sit, eat and drink while waiting to charge the electric vehicle. Which is a full-service café', it is a new model that supports the needs of all customers groups. 2) GINKA Charge Point in small area which opens in the form of a full-service care inside GINKA EV Station. The Company plains Taobin Café' with GINKA Charge Point will be grand opening this year.

### Business operation in 3 years

### Commitment to building a full ecosystem

The company is committed to Impact Innovation for better life. The company is expanding the network that exists in every community across the country along with adding all kinds of service channels both offline and online through the Boonterm kiosk cashier counter and applications that can support both cash and electronic payment systems, allowing customers to access all services conveniently. This also increases the scope of services and enhances the experience of using all connected services along with continuing to supply new products to meet the needs of customers by focusing on the customer as the center. The company aims to develop the business for sustainable growth with strong financial statements and cash flow and conduct business with regard to the importance of all stakeholders, both personnel and representatives of the company, customers and partners, and are ready to continuously generate returns for investors.

The Company places importance on the Sustainable Development Goals. The company is also ready to continuously generate returns for investors, hence, seeking new opportunities along with expanding the network of both service representatives and cooperation with various business partners located in every community across the country to expand and increase the potential of the company ecosystem with offline and online services through the Boonterm kiosk. In addition, the company's products and services have been innovatively developed to meet the needs of customers, providing convenience and accessibility to the community at the village level 24 hours a day. Especially in services like deposits/transfers, which can be conducted through top-up kiosks or cashier counters even after bank hours. The increasing number of transactions through the company's channels indicates the popularity and convenience of these channels. Customers have confidence in continuously using the services, aligning with the organization's vision of "Impact Innovation for Better Life."

### . Customers and Target Groups

Customers who use the company's services are divided into 4 main groups:

1. Cash users
  - ☐ individuals, small entrepreneurs and daily workers
2. Residents in remote areas
  - ☐ people who live far from banks or somewhere with no service stations
3. Youth or the elderly
  - ☐ groups of people who do not have or cannot open a bank account
4. Foreign workers
  - ☐ People who have difficulty accessing financial services
5. People who have not yet accessed financial services
  - ☐ People who are unable to access financial services through banks
6. Corporate customers

- ☐ Organizations that need ready-to-use applications for customers or personnel

The company recognizes the importance of having a customer base in various groups. Currently, the company has begun to expand its new customer base by adding new channels and services such as cashier counters, applications and flying turtle automatic cafes which not only adds convenience to existing customers, but also supports the access of new customers as well as meeting the needs of customers with products and services that match all target groups.

#### Procurement of Boonterm kiosks and service channels.

The company operates a business of accepting payments and providing comprehensive financial services through 3 channels:

- 1) Boonterm kiosk of 100,000 kiosks.

The Company focuses on providing safe service to service users and places importance to the durability of automatic top-up machines. There is also a large number of procurements. The company, therefore, has a meticulous process of procurement and production of Boonterm top-up machines by taking into account the procurement of quality products and standardized certifications as well as receiving the product on time, which has the following details.

- ☐ Design that fits. The company designs and researches the Boonterm kiosk together with Forth Corporation Public Company Limited ("FORTH"), which is a major shareholder of the company. The Boonterm kiosk has been designed through an analytical thinking process from all departments. In order to get an efficient automatic top-up machine for use, in terms of products and equipment. Management system that can be tracked 24 hours a day. We also understand the experience of using the Boonterm kiosk service of customers in every aspect, making customers impressed and confident in using it.
- ☐ Providing cost-effective raw materials and equipment FORTH is the manufacturer of all the top-up kiosks for the company. FORTH specializes in the production of circuits and electronics, supplying the main components as most of the suppliers are already FORTH's partners, making it possible to negotiate prices from large purchases to achieve economies of scale with low costs (Economies of Scale). In addition, FORTH will select products and sell raw materials themselves by considering quality, price and trade terms are important. By purchasing raw materials from within the country and abroad, it ensures that the company gets the best from both quality and price.
- ☐ Assembly and quality testing: The process of manufacturing and assembling a Boonterm kiosk using all equipment and components has been operated by FORTH until a Boonterm kiosk becomes ready to use. When assembly of the Boonterm kiosk is complete, there will be a product test (Quality Control) to ensure that every Boonterm kiosk can serve all menus without any problems or data connection issues.
- ☐ Efficient delivery and service after passing the product testing process, the company will keep the Boonterm kiosk as stock in order to prepare and wait to be sent to the next service agent. Regarding the delivery of Boonterm containers, the company carries out the delivery by using the company's own trucks or outsources for delivery of the kiosks to the service representatives to install the Boonterm kiosk and provide service along with continuing to take care of customers. In the part of the operation, after the Boonterm kiosk has already been used, the company will repair the Boonterm kiosk or renovate the existing Boonterm kiosk (Rework), such as painting,

replacing spare parts and equipment, all of which will be carried out in the company's own factories. After the repair and improvement process, the company will deliver it back to the service agent.

- 2) More than 3,200 service points for cashier counters: The Company is committed to continually expanding its customer base and service channels. The cashier counter is an extension of the company's business in collaboration with business partners. Due to the fact that the company is a payment agent and an intermediary that can provide a full range of services through the cashier counter, the company provides service channels as follows:

☐ Recruit business partners who complement each other. The process of recruiting and selecting partners: The company places great importance on cooperation that will help each other to create the utmost benefit between the company and its partners. The company has considered suitability in many aspects such as strategic and resource alignment, reputational, financial and legal risk assessment, etc.

☐ Joint development of sustainable services: The company cooperates with business partners and service providers to provide services by having a team that specializes in accepting payments with knowledge and experience to help develop the service which takes into account the needs of service users, service price and all relevant laws and regulations, resulting in a service that covers the needs of all customer groups that comes with convenience, speed and safety.

☐ Efficient service: After the co-development of the service is completed, the company will provide service through the partner cashier counter. The alliance will be a service provider at the cashier counter, positioned with trained staff to serve customers efficiently and with the same standards. And the company will be a payment administrator which is certified by the service provider.

- 3) Mobile applications to enhance customer service with digital technology: The company has developed applications on both Android and iOS mobile phones to expand service channels and offer services and privileges to customers. The company started by emphasizing basic services that were developed from Boonterm kiosks and adding other services through application channels.

☐ Creatively creating: The company has brainstormed ideas from all departments and analyzed in various dimensions to design applications that provide services that meet the needs and solve problems for customers in terms of study, analysis of consumer behavior and competitors in the industry. In regards to the development process, both UX and UI aspects have been designed to be perfect. The company pays attention to every detail and has a clear development process from the selection of software service on application and the form displayed on the screen to the experience that the customer will receive after using the service. There is also a design of a method for collecting usage data for further improvement.

☐ Continuously developed and available for service. The company has assigned FSD to develop the entire system under the control of the company. At every stage of development, FSD examines, finds errors, and fixes applications so that they work properly to meet the needs of the company. The company will test the working system thoroughly to ensure that the company is able to consistently deliver a good customer experience. The company is ready to provide service immediately after the test is completed. In addition, the company will continue to develop applications continuously.

Investment Policy in Subsidiaries and Related Companies: The Company has a policy to invest in subsidiaries and related companies. The company will invest in businesses that are related and consistent with the company's core business operations to sustainably enhance strength and growth, covering all services from upstream to downstream. In addition, to

ensure that businesses in the group of companies operate smoothly and in the same direction, directors and executives of the Company and its subsidiaries are in the same group.

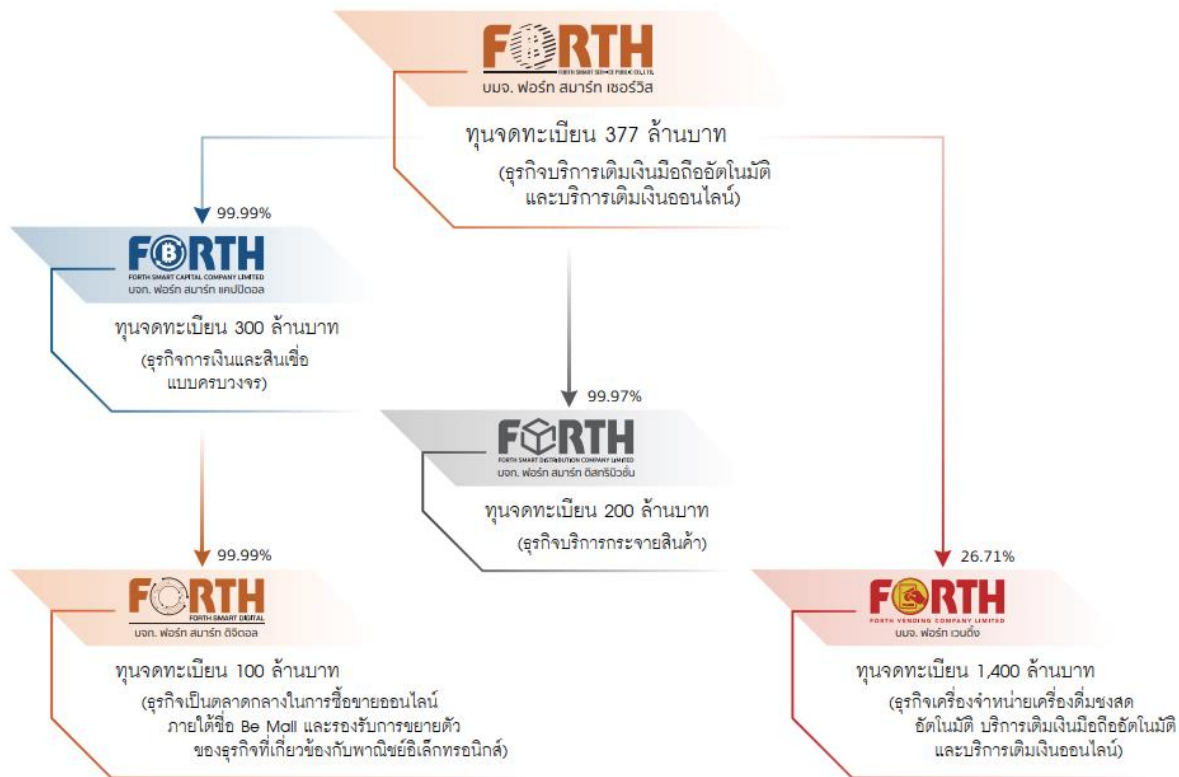
#### Undelivered work

-None-

## Shareholder Structure

Shareholder structure of the Company as of 28 December 2023

The Company Structure has below:



### 1.3.2 Shareholder structure as of 28 December 2023

Registered capital	: Bt.376,570,650 (Common stock 753,141,300 shares, par value Bt0.50 per share)
Paid-up capital	: Bt.376,570,650 (Common stock 753,141,300 shares, par value Bt0.50 per share)
Market Value	: Bt.9,234 million

#### Note

The Company has decrease of the Company's paid-up capital by writing off its repurchased shares on 24 August, 2023 that were not resold in the amount of 26,858,700 million shares at par value of Bt0.50 per shares (It's the share repurchase program for financial management purpose No. 2 has resolution from the meeting of Board of Directors No. 6/2019 on 19 December 2019). The Company has paid-up capital decrease from Bt.390 million to be Bt.376.57 million.

## Major shareholders

(1) Top 10 Major Shareholders as of 28 December 2023 has below

No	Shareholder Name	Shares	Percent (%)
1	Forth Corporation Public Company Limited.	396,164,800	52.60
2	Thai NVDR Co.,Ltd.	27,291,259	3.62
3	Mr. Pongchai Amtanon	27,174,640	3.61
4	UBS AG LONDON BRANCH	17,678,985	2.35
5	Mrs. Wantana Amtanon	13,408,960	1.78
6	Mr. Sophon Asawasriworanan	10,100,000	1.34
7	Mr. Siwaphant Ratanavirojwong	10,000,000	1.33
8	Mr. Somchai Akkaradechsakul	8,125,000	1.08
9	Khun Pisalak Nimkul	7,567,500	1.00
10	Khiun Wanwisa Nimkul	7,020,000	0.93
	<b>Total</b>	<b>524,531,144</b>	<b>69.65</b>

Source: Thailand Securities Depository Co., Ltd.

(2) Major shareholders who, by their behavior, has influence on the management policy or operation of the company.

**1. Forth Corporation Public Company Limited.**

The Company has subsidiary company of Forth Corporation Public Company Limited. (FORTH), listed company in Stock Exchange of Thailand by FORTH holds 52.60% of the Company's paid-up capital as of 28 December, 2023.

Nature of business : Manufacture and sale of telecommunication equipment and electronic equipment under the trademark "FORTH"

Register capital : Bt.467,687,350 million (Common stock 953,374,700 shares, par value Bt. 0.50 per share)

Paid-up capital : Bt.467,687,350 million (Common stock 953,374,700 shares, par value Bt. 0.50 per share)

By the major of Forth Corporation Public Company Limited as below:

Name of shareholder	Total shares (Share)	Percent (%)
Amatanon group	514,773,700	55.04

**Note**

1) Data as of the latest book closing on 28 December 2023. (Source from Thailand Securities Depository Co.,Ltd.

2) Amatanon Group are including Mr. Pongchai Amtanon (spouse included) hold percentage 42.63

Mr. Galic Anatanon hold percent 6.03, Mrs Rangsee Lerttripinyo hold percent 5.37

Mr. Chavin Lerttripinyo hold percent 0.53, Ms. Rasinee Lerttripinyo hold percent 0.06.

Mr. Pattanan Amatanon hold percent 0.12, Ms. Watanya Amatanon hold percent 0.11.

Mrs. Thitaporn Amatanon hold percent 0.01, Mr. Atsila Amatanon hold percent 0.003.

Mrs. Pichamon Jarupanavate hold percent 0.001, Mrs. Sumalee Amatanon hold percent 0.000



## 2. Amatanon Group

No	Shareholder Name	Share	Percent
1	Mr. Pongchai Amtanon <sup>1</sup>	40,583,600	5.39
2	Mr. Galic Amatanon	5,792,400	0.77
3	Rs. Rasinee Lerttripinyo	655,400	0.09
4	คุณรังษี เลิศไตรภพบุญ	90,200	0.01
5	Mrs. Rangsee lerttripinyo	12,000	0.002
6	Mrs. Thanyathorn Lerttripinyo	5,000	0.001
7	Mrs. Nisa Amatanon	1,000	0.0001
	Total	47,139,600	6.26

Note: <sup>1</sup> Mr. Pongchai Amatanon include spouses and minor children

Source: Thailand Securities Depository Co., Ltd.

Relationship with major shareholder's.

- ☐ The Company has FORTH as a major shareholder by holding 396,164,800 shares or 52.60 persen of the paid-up capital and is a shareholder with expertise and experience in manufacturing electronics which can promote the company's business that has both quality and internal standard.
- ☐ Mr. Pongchai Amtanon has a Director and Chairman of Executive of the Company and Chairman of Executive of Forth Corporation Public Company Limited ("FORTH") who has Director of Forth Smart Service Public Company Limited. ("FSMART")
- ☐ Mr. Pongchai Amtanon has shareholder of FORTH percent 42.64 (Spouse included) and shareholder of the Company percent 5.39 (Spouse included) as 28 December 2023.

### Othe securities

-None-

### The Company's Dividend Policy and investment in subsidiary and related company.

#### The Company's Dividend Policy

The Company has a policy to pay dividends to the shareholders at the rate of not less than 40 % of the net profit after deduction of retained loss (if any) and any reserves according to the Company's articles of association or by law without any other necessities and such dividend payment has no significant effect on the Company's operation.

However, the dividend payment approval by the Board of Directors must be proposed to approve by the Shareholders' General Meeting except for an interim dividend payment. The Board of Directors has the right to approve an interim dividend payment and inform the next Shareholders' General Meeting.

Dividend payment (Baht/Share)				Earning per share (Baht)	Dividend Payout Ratio (Percent)	Shares(Million Shares)	Total Dividen Payment (Million Baht)
Year	1H	2H	Year				
2017	0.25	0.30	0.55	0.68	81	800	440.0
2018	0.30	0.32	0.62	0.74	84	780	483.6
2019	0.32	0.34	0.66	0.75	88	780	514.8
2020	0.30	0.30	0.60	0.61	98	753	451.9
2021	0.26	0.20	0.46	0.53	87	753	346.4
2022	0.20	0.16	0.36	0.40	90	753	271
2023	0.18	0.18	0.36	0.40	91	753	271

Note: <sup>1</sup>The Board of Directors resolved to propose the 2024 Annual General Meeting of Shareholders for considering an approval of a dividend payment for the year 2023 performance at Baht 0.36 per share. In this regard, the Company already paid the first dividend payment to shareholders as an interim dividend at Baht 0.18 per share on 6 September 2023. Therefore, the second dividend payment will be at Baht 0.18 per share. However, giving such dividend payment right must be approved by the Annual General Meeting of Shareholders at 25 April 2024.

#### Investment Policy in Subsidiaries and Related Companies

The Company has a policy to invest in subsidiaries and related companies. It will invest in businesses that are related and consistent with the main business operations of the Company. To strengthen and grow sustainably covering all services from upstream to

downstream. In addition, in order for the businesses in the group to operate smoothly and in the same direction. Directors and executives of the Company and its subsidiaries are in the same group.

## Risk Management

### Policy and risk management plan

The Board of Directors has appointed a Risk Management Committee in order to have an efficient operation and risk management system in business operations in accordance with the framework of the electronic transaction law of Bank of Thailand, laws relating to the prevention and suppression of money laundering and the financing of terrorism and weapons of mass destruction on matters relating to risk management in business operations within the scope of relevant laws. The company also sets a risk management policy that covers the entire organization starting from the risk analysis process, identification of risks, risk assessment, risk management, monitoring and controlling risks, as well as creating appropriate standards and criteria for risk indicators to create an efficient and consistent risk management process.

In addition, Forth Smart Capital Co., Ltd., a subsidiary of the company, is also authorized by the Ministry of Finance through the Bank of Thailand, having permission to operate personal loan business under supervision (Personal Loan) and personal loan service under supervision (Nano Finance). The company has started to provide personal loans under supervision (Personal Loan) to general people. As a result, the company is obligated to establish processes and actions related to corporate risk management to have an efficient operation and risk management system in business operations, including the management of providing services to customers fairly (Market Conduct)

### Operation risk factor

#### Risk from changes in user behavior

This situation has resulted in a rapid change in consumer behavior as consumers can choose to use various channels for making phone top-up transactions or making payments such as making payment through mobile banking or mobile applications that can provide mobile phone top-up or payment services or making payment through convenience stores or purchasing prepaid scratch cards or prepaid mobile phones via ATMs, etc., to avoid the risk of spreading the virus that can arise from meeting people. In addition, for some types of services, there is a lower rate of fees or payment charges than transactions made through the Company's service channels and/or there is a channel that users can access more easily. This puts the company at risk that the Boonterm kiosk will not be as popular with users as it is today if the service user changes behavior or change the service channel to another channel in the future which will be an alternative that can meet the needs of the service users more than using the service through a top-up machine.

However, the service on the kiosk is still in demand among key customers with limited income, self-employed group or a group of students who may not have deposits in a bank account and still receive their income mainly in cash which is a limitation of access to certain service channels. And to reduce the risk from changes in the behavior of service users in the future, the company developed and expanded the service model of the Boonterm kiosk to continue to meet the needs of service users, facilitate the service users of the target group, and add more strengths than other service providers both in the top-up kiosk and other channels. For example, users can top-up their mobile phones for a very small amount (Micro Transaction) with an amount starting from 10 baht per transaction to

meet the needs of users according to the cash usage behavior of the main customers. The company also increased the number of Boonterm kiosk service points to cover service areas in the country, with the most quality. Users can choose to do top-up and payment transactions 24 hours a day due to the service efficiency of the Boonterm kiosk that makes transactions convenient, fast and reliable. Next, the company has added a variety of services, modern and complete with more than 105 services to support service users in 4 languages. There is a Boonterm Call Center, telephone number 1220, ready to serve 24 hours a day as well.

In addition, the company continues to strive to develop and expand a variety of integrated services to be more than just a payment acceptance and money transfer point by adding new channels via cashier counters and applications for corporate customers in order to be a channel to enable a full range of services that are convenient and comprehensive to support new customers who may not have used Boonterm service yet. And it will be an opportunity to increase customer base in a large number. The company adds electronic identity verification and verification (e-KYC) services, where such innovations are used for identity verification and proving identity instead of face-to-face service. This will increase the chances that customers will be able to use other services of Boonterm additionally. In 2023, the company had developed an innovation in payment methods by adding a Wallet top-up service through the company's channels. Customers were given the option to pay by scanning a QR code to perform the transaction. Furthermore, the company remained committed to shaping its business model through new automated payment reception systems, including the automated café management system "Turtle Flight" and the battery charging service for electric cars through the "GINKA" electric vehicle charger, to accommodate the evolving societal trends towards a cashless society and increased environmental consciousness.

The company has increased the potential of providing comprehensive financial services by having Forth Smart Capital Co., Ltd. (formerly Forth Smart Trading Co., Ltd.) a company established to operate the business that supports new business expansion. It has obtained a permission to operate personal loan business under the supervision of the Ministry of Finance through the Bank of Thailand in 3 types including personal loans under supervision that are not loans with car registration as collateral, personal loan under supervision type of loan with car registration as collateral, and micro-loans for careers under supervision. The company plans to launch a personal loan service which will focus on increasing the number of members from the closed system (Close Loop) and from the customers of partners (Partner) and customers who primarily use Boonterm services in the initial phase, then expand to corporate credit customers that have been granted with credibility, and continue to provide services to the general public. The Company expects that increasing service models and expanding new businesses will help reduce the risk of changing user behavior towards the Company.

#### **Risks from technological changes**

Mobile phone recharge business or various payment services are heavily dependent on technology to provide services. This may be considered a risk from technological changes. The company therefore has to set up a process to monitor and develop the technology of the mobile top-up service system and other services provided through the Boonterm kiosk to be up-to-date at all times. The Boonterm system has a strong point in using online data connection system technology, so it can connect the system to every Boonterm kiosk and cashier counter anywhere. The company is also able to quickly change the software system to meet the needs of the service users including being able to adjust, increase or decrease the service through the Boonterm kiosk such as introducing new services that are popular with service users through the Boonterm kiosk. The company can also take services that users do not like anymore from the Boonterm kiosk as well. Because the company has its own information technology development team (R&D) to develop service systems

and/or work system programs, it is convenient and quick to add, improve and develop programs as needed. The information technology strength of the company mentioned above is a part that can help reduce the risk if compared to other service providers that use automatic payment machines from abroad or use a tablet computer ready to order which may have a chance to cause problems more easily and can be more difficult to adapt to use in the Thai market.

In 2023, the company focuses on building service quality through automatic payment machines and cashier counters of the company with comprehensive service points to increase the potential of providing better services, responding to all needs of main customers who conduct cash transactions. Moreover, it has accelerated the development of various types of automated service channels, making the company more diversified in terms of service channels, able to support service users in all target groups and also able to reduce risks from technological changes.

#### **Operating system security risks**

The Company operates an electronic service business through the Boonterm kiosk by using technology and information technology systems as the main mechanism to drive the business. It is inevitable to face the risk of technological threats. The company recognizes the importance of technology due to the challenges from intense competition and the rapid growth of technology that is coupled with cyber threats. This may cause damage to business operations and the confidence of service users, whether in terms of providing services or maintaining customer confidentiality.

The company, therefore, has strict and concise security measures against cyber threats by setting up both a regulatory framework and risk management in terms of personnel, processes and tools used in operations including the internal audit process and from outside auditors and from service licensors to prepare for dealing with cyber threats. The company has established a cyber threat preparedness assessment framework and risk management guidelines with security and safety control measures such as network segmentation, data encryption, personnel training, proper firewall settings, choosing a program to protect against malware or ransomware and the use of multiple factors to verify a person's identity, etc. To enhance readiness to deal with cyber threats. The company remains committed to developing the most robust cybersecurity and auditing processes to address any and all potential risks.

#### **Risk from dependence on income from mobile phone network operators**

In 2023, the size of the pre-paid mobile top-up market has significantly decreased from the market size in the previous year. Although the number of service users has increased, the revenue per number decreased. The Company's revenue from top-up services can be divided into 2 parts:

1) Fee for prepaid phone top-up service (Commission), which is income received from network operators. The two major mobile phone operators in the country are AIS (AIS), DTAC (DTAC) and TrueMove H (Truemove-H). The income from the fees for providing top-up telephone services from the three major mobile phone network operators accounted for 76 percent of the Company's commission income or 15 percent of the income of the Company in 2023.

2) Service income from service users having to pay when making transactions (Service Charge) through the Boonterm kiosk in the mobile top-up service of all 3 mobile phone network operators, which accounted for 21% of the fee income from service fees through Boonterm or representing 17% of the total revenue from providing services through Boonterm in 2023.

Due to the significant affiliation with the aforementioned mobile phone network business, if there is an incident that causes problems for mobile phone network operators in business operations that are unable to provide mobile phone services or in the event that the aforementioned mobile phone network service provider has canceled the company's contract to be an agent for mobile top-up service

of these network operators, it may significantly affect the total revenue. In 2023, two mobile network service providers, Truemove-H and DTAC, merged, increasing the risk of bargaining power from mobile network service providers.

However, the three major mobile phone network operators are considered the country's major mobile phone network operators with good financial status and have been popular with the majority of users who choose to use the service in the country. For this reason, the chance that there will be a problem in the Company's business operations with the aforementioned mobile phone network service provider is still considered to be a low level of possibility. In addition, mobile phone network operators have appointed the Company as an agent for providing payment services for goods or other services on mobile phones through the Boonterm system in order to continually expand the payment channels of the aforementioned mobile phone network operators. Therefore, the company predicts that the risk from contract termination of mobile network operators is low. In 2023, the Company has managed the risk of relying on revenue from mobile phone network operators by developing and expanding service models to increase the proportion of revenue from payment services other than just relying on the main income from mobile top-up services alone, including comprehensive financial services of both deposit-transfer-withdraw cash through the Boonterm kiosk, electronic wallet top-up service and various utility bill payment services through the cashier counter, etc. It can be seen that the proportion of revenue from such services has increased significantly due to the expansion of services through other channels, In 3Q2023, the company also adjusted and increased the service fees for the top-up service to align with the company's cost.

#### **The risk of relying on service agents (Master Agent) and business partners**

Company's business operations is a form of management system and cooperation in providing the Boonterm kiosk service among the company, the service agent (Master Agent) and business partners to expand the Boonterm kiosk service point to quality areas and locations, which will cover all areas nationwide by 31 December, 2023. The company has a total of 125,407 kiosks, divided into: 1) 107,085 Boonterm kiosks operated by service agents or 85.39% of the total Boonterm kiosks 2) Boonterm kiosks jointly managed by the company and business partners, installed at convenience stores or department stores, etc., for a total of 18,322 kiosks, or 14.61% of the total number of Boonterm kiosks. As of 31 December 2023, The company had 135 master agent which all of Thailand

Due to the risks associated with relying on service agents and business partners, as well as the declining popularity of the company's channels, the company has devised risk management plans. These plans aim to address potential issues such as service agents not complying with agreed terms, insufficient revenue leading to contract cancellation, and the impact of these on overall revenue. To mitigate these risks, the company has implemented strategies such as conducting assessments and visits to evaluate the quality and potential of service agents in each area. Additionally, they have provided guidance and assistance to agents in managing and maintaining the top-up kiosks, ensuring continuous service availability. Furthermore, the company has enhanced revenue management efficiency by developing the service capabilities of service agents continuously, reducing various risks associated with inadequate service quality. These efforts include ensuring high-quality location procurement and effective kiosk management. Moreover, the company has established advisory systems to help service agents maximize revenue from the kiosks, fostering long-term business collaboration. Regarding kiosk management with business partners, the company has engaged in negotiations and coordination to maintain service quality consistently, minimize risks, and establish suitable profit-sharing agreements. Additionally, the company has

expanded its sales team and installation units to increase kiosk service points in areas where service agents or business partners cannot reach, further reducing the risk of inaccessible kiosk locations.

#### **Risk from relevant laws**

As electronic transactions continue to increase due to changes in consumer behavior, digital footprint that may contain personally identifiable information about users can cause the risk of using personal information for various unwanted transactions. And it may affect the use of personal data for the operation of the company as well. Under the supervision and compliance with the rules and practices of the Personal Data Protection Act (PDPA) that are strict and the criteria that the company must comply with, a rigorous audit of the company has been performed. And the company places great importance on the protection of customer information in every transaction. The company has thoroughly complied with the laws and regulations as specified by the PDPA, by setting up a policy on collecting, using and disclosing personal data of customers that requires consent, assigning data access permissions by operators and setting limitation of information for use in the activities of the company. Every process is rigorously monitored by both the corporate governance and risk management departments of the company, and regulatory agencies such as the Bank of Thailand in examining the security of information technology systems (Cyber Hygiene), Office of the Personal Data Protection Committee from the government sector and an external IT auditor. This is to ensure transparency in the use of customer personal information that the company has to operate in various parts to be able to inspect, review and follow up on every process, and to enable the Company to use personal data of customers correctly according to the objectives of obtaining consent and to use it with maximum efficiency, unlike others who may be at risk from the use of personal information in case of non-compliance with laws and regulations completely./ Risk from competition in the vending machine market

#### **Risk from Competition in Top-up machine market**

In 2023, Number of Boonterm kiosk had decreasing from customer behavior has changed. However, the automatic top-up machine market still has high demand from users. And there are many service providers in the market. In addition, the use of top-up services and bill payments can be made through other service channels such as mobile application mobile banking or through various payment counters, etc.,

The company continues to focus on making its dominance in the vending machine market in order to differentiate and create a competitive advantage against competitors. With the highest number of automatic payments accepting machines in the name of "Boonterm" of more than 100,000 machines and with a modern payment service system, the system can connect directly to mobile operators and other payment service providers. This allows users to make transactions conveniently, quickly, verify transaction information accurately and precisely, and know the result of the transactions immediately. The company, who provide leading channels for electronic payment services, continues to offer more than 96 different service types and numbers, and the company continues to accelerate the expansion of new service models to meet the needs of service users. Moreover, the company has a business management system through service agents and business partners by bringing the Boonterm kiosk to install and provide services in various areas so that users can access and use the service conveniently, quickly and covering all areas throughout Thailand at the village level and providing services in up to 4 languages to provide services to multi-ethnic groups of users in all community groups.



In 2023, the Company held the highest market share in the value of top-up from prepaid mobile phone top-up services, accounting for more than 17% of the total market value of prepaid mobile phones, which was the highest value among service providers of automated top-up vending machine service. Economy of scale is a result from this and the business competitive advantage that the Company has the lowest system development cost and operating cost per unit. The company is committed to developing and adjusting strategic plans in business operations to maintain customer base and continually lead in the business by adding electronic payment services and on-behalf payment services in accordance with the service license framework that the company received from the Bank of Thailand. In addition, there are other payment acceptance services as well as comprehensive financial services to meet the needs of the user's convenience and to be able to reach more low- to medium-level service users.

**Newly emerging risks.**

In the year 2023, the company began operating a business providing electric vehicle charging services under the brand GINKA Charge Point, offering AC Type chargers, which are standard chargers. Despite the relatively low number of electric vehicles in Thailand compared to the market, the electric vehicle charging industry faces significant competition from numerous players, including major service providers who have entered the market with similar offerings. This poses a risk that the new venture initiated by the company may not meet initial expectations. However, the company has innovated and developed sleek designs and intelligent cable management systems for its chargers, ensuring that charging cables remain tidy and do not fall to the ground, thus enabling quick, clean, and safe charging experiences for users. The user-friendly system features a touch-screen display, eliminating the need for mobile app installation, and notifies users via SMS when charging is complete. Furthermore, the company offers multiple payment channels, including the ability to use stored credit on mobile phones for subsequent transactions, distinguishing itself from competitors. Additionally, the company is advancing innovations in DC Type fast chargers to accommodate rapid service and is progressing in developing wheel locks that incorporate parking fee payments to address scenarios where cars are parked but not charging, or when charging is complete but the car remains parked. This ensures that customers cannot remove their vehicles without paying parking fees.

The company places great importance on evaluation, review, and planning to establish proactive policies during crisis situations, ensuring that the organization achieves its goals. This is done to prevent new risks that may accompany responses to customer and stakeholder needs, with the aim of sustainable development. Additionally, there is a regular reporting of operational results to the risk management committee and the board of directors every quarter.

**Risk related to assets used in business operations**

**The risk of purchasing Boonterm kiosk from the parent company.**

Risk from purchasing automated payment machines or Boonterm kiosks from the parent company / The company's main assets used for business operations are automatic payment machines or "Boonterm kiosks" by FORTH which is the parent company and is engaged in the business of manufacturing and distributing telecommunication equipment and electronic circuit boards and manufacturing and assembling circuit boards for telecommunication equipment, electrical equipment spare parts and electronic circuit boards related to all Boonterm kiosks. If FORTH ceases to support the production of Boonterm kiosks and spare parts for various parts of the Boonterm kiosks, the Company may have risks in acquiring and maintaining core assets used in business operations. However, the company still has FORTH and Amatanon Group, which is the group that has control over FORTH. And all of FORTH's affiliates collectively have control over the company. The company can, therefore, be confident that the company will continue to

receive support regarding the purchase and production of various parts of the Boonterm kiosk from FORTH. Therefore, the risk related to purchasing an automatic payment terminal or the Boonterm kiosk from the parent company is therefore low.

In 2023, the company was not place additional orders Boonterm kiosks from FORTH. The Company had managed existing Boonterm kiosks by refurbishing them to ensure they were in optimal condition. Additionally, it developed innovations to enhance service efficiency, enabling the installation of automatic payment machines or existing recharge kiosks at various locations to provide convenient and faster service to customers in various communities. This approach not only aimed to improve customer accessibility but also optimized the company's assets for maximum benefit.

#### **The risk of loss and damage of the Boonterm kiosks**

The fact that the company has to bring the Boonterm kiosk which is the main asset in the business operation of the company to be installed at service points in various areas across the country in order to support the service for users to be able to use the service conveniently and quickly every day, 24 hours a day, resulting in the company being at risk of loss and damage of the Boonterm kiosk. In addition, the electronic payment service of the Boonterm kiosk operates in cash. The cash received from the service must be stored in the Boonterm kiosk for a short period of time before the service representative of the company opens the kiosk and collects the money to deliver to the company. As a result, such cash is at risk of being stolen or be tampered

From the above risks, the company has, therefore, continually developed and improved the security system of the Boonterm kiosks. At present, the company has developed and installed a tamper or theft prevention system with sensors and sirens that will send a loud alarm when there is a tamper, bump or smash of the Boonterm kiosk. At the same time, the system will send an alert signal to the central office through the Boonterm Call Center, telephone number 1220, in order to notify relevant persons in a timely manner. In addition, the company also collects monthly insurance from all service agents by deducting from the compensation that the service agent will receive in order to be a reserve for managing the risk of loss and damage of the Boonterm kiosk as well.

In 2023, there were several incidents of robbery clips circulated online, resulting in continuous damages. The company, not taking the matter lightly, implemented additional measures to mitigate the risks of loss and damage to recharge kiosks. This included establishing a team to proactively track and apprehend criminals and malicious individuals involved in vandalism or attempts to steal or dismantle kiosks to access cash inside. Furthermore, they installed security equipment and implemented measures to reduce the occurrence of robberies in high-risk areas. This also involved implementing legally effective processes. Additionally, the company established maximum transaction limits to mitigate the risk of cash loss in kiosks. Consequently, the risk of loss and damage to recharge kiosks was kept at a minimal level.

#### **Financial risk**

##### **Risk from dependence on financial institutions**

As of December 31, 2023, the company still borrows money from financial institutions for business use. The financial institution will have conditions requiring the Company to maintain certain financial ratios according to the conditions specified in the loan agreement. And the company can comply with the specified conditions appropriately. In 2023, the Company is still exposed to the risk of interest rate volatility related to loans. Even though the company has no long-term credit obligations with financial institutions. In the future,

interest rates are expected to rise in line with inflation. This may result in higher financial costs of the company. However, the company still has the ability to pay dividends in the amount of more than 271 million baht or 91% of net profit, which can well reflect the strength of the company's financial status. Therefore, the risk of relying on funding from financial institutions is very low.

## Management risk

### **Risk from dependence on the main director**

Risk from dependence on the main director: Mr. Pongchai Amatanon, the founder of the company, currently holds the position of director of the company and Chairman of the Executive Board of the Company who has been in business for a long time. He has a vision and is directly responsible for setting policies, directions and business operations of the Company.

Therefore, the Company has the risk of relying on such main director. At present, the company has set up an organizational structure to appoint qualified and experienced directors in management and business operations. And the company has high-level executives who have the potential to formulate strategies and manage the organization to achieve the organization's goals well. This is to manage the risk of relying on the main directors to be at a low level.

### **Risk from reliance on high-ranking executives.**

Risk from dependence on high-ranking executives who have the potential to formulate strategies and manage the organization to meet the set goals with potential, making the company grow and penetrate the business quickly and efficiently. Currently, the company plans to decentralize management power by requiring executives at various levels to participate more in decision-making and determining the direction of the company's business operations, having clear authority and responsibility for various tasks and having the authority to make decisions and perform detailed actions within the specified scope. Also, the Company has provided appropriate succession plan management and career path development to reduce the risk of dependence on the company's senior management to be at a low level..

## Business drive for sustainability

### Sustainability management policy

The company sets its strategies framework for conducting business under the new vision “ Impact Innovation for better life” aiming to ensure that customers of all groups, level, and professions can access the company's service through various service channels conveniently and efficiently, 24 hours a day. With the commitment to conducting business always believing in opportunities for growth towards success and a better quality of life, the company's business strategy framework emphasizes the importance of the environment, society, and economic growth to create balanced value for stakeholders. Furthermore, the company has set organizational goals for the year 2024 that align with the strategy, covering operations in three dimensions: economic, environmental, and social.

### Structure and Guidline for sustainability management

The company establishes a sustainability management policy to provide a framework for the organization's sustainability operations in achieving transparent business operations, compliance with relevant laws, fostering sustainability awareness among stakeholders throughout the company's value chain, promoting innovation and technology development, and enhancing community quality of life. A Sustainable Development Committee has been established with serving and managers from all business units participating as committee members. The committee's responsibilities include approving sustainability strategies, business plans, and operational plans related to the company's sustainable development, ensuring alignment with national and international organizational sustainability management policies and standards, providing feedback and reviewing key sustainability issues, driving relevant departmental operations to support sustainability strategies, approving annual sustainability reports and progress reports on sustainability operations to the company's board of directors. Additionally, the company has assigned the Sustainability, Quality, Health, Safety, and Environment department as the primary unit responsible for driving the organization's sustainability operations.

### Sustainability Strategy

The Company, sets sustainability strategies to ensure the stable and staitainable growth of its business, considering social, community, and environment aspects, as well as governance. The strategies include:

#### 1. Smart Innovation

- ☐ Improved employees to adapt and collaborate in creating quality products and services.
- ☐ Foster innovation and technology in delivering products and services to consumers fairly.
- ☐ Conduct business with partners of the company ethically and transparently.

#### 2. Digital Inclusion

- ☐ Deliver valuable products and services to consumers consistently.
- ☐ Reduce social disparities and inequalities.
- ☐ Create positive experiences, including ensuring the security of customer data.
- ☐ Cultivate long-lasting relationships with partners towards sustainable partnerships.

#### 3. Eco Efficiency

- ☐ Adapt work processes by leveraging digital technplogy.
- ☐ Manage and dispose of waste generated from operations efficiency.
- ☐ Enhance accessiblility to products and services for customers.
- ☐ Foster sustainable supply chains and community development.

#### 4. Trustworthy Engagement

- ☐ Support diversity, equity, and inclusion
- ☐ Foster customer satisfaction and uphold responsibility towards products and services.
- ☐ Conduct business ethically with good governance oversight.

- ☐ Prioritize cybersecurity and customer data security.

### Guidelines for managing sustainability

The company identifies key sustainability issues to drive the organization towards sustainability and integrates sustainability strategies into the operations of every business unit, along with creating sustainability awareness among employees, distributors, and partners.

The company began reviewing, identifying, and prioritizing key sustainability issues in 2023, considering both sustainability trends and potential impacts on stakeholders from company activities. This involves soliciting input from key stakeholders to guide sustainability management strategies. Additionally, performance data related to the goals of each key issue are collected to present performance results to unit business managers for continuous improvement recommendations.

### Sustainability result in 2023

#### Economics

- Create and develop digital platforms to promote access to technology for improving the quality of life for everyone.
- Foster local development to generate income, promote well-being, and stimulate economic circulation within communities.
- Pursue ethical business practices, provide after-sales services, ensure data security systems, and prioritize customer satisfaction.

#### Social

- The missing person campaign in collaboration with the Shadow Foundation has expanded to include monthly searches for missing persons at every top-up kiosk. This initiative aims to raise awareness and vigilance regarding the disappearance of individuals within families. The company has been conducting these operations continuously for the past two years, utilizing its various service channels to assist the community in locating missing family members or loved ones consistently.

#### Environment

- Boonterm is participating in the "Cyclic Glass Bottle" initiative alongside the community members of Boonterm, aiming to reduce single-use plastic waste. The company is collaborating with the Shadow Foundation to conduct monthly searches for missing persons at every top-up kiosk. This initiative aims to raise awareness and vigilance regarding the disappearance of individuals within families. The company has been conducting these operations continuously for the past two years, utilizing its various service channels to assist the community in locating missing family members or loved ones consistently.

### Corporate culture

#### Boonterm 6F

- ☐ **Fast** Always ready to adapt and not afraid of change.
- ☐ **Firm** Stable, decisive, truthful, practical, reliable.
- ☐ **Fit** Do the right job and make it better, always ready to do more.
- ☐ **Friend** Helping, supporting, sharing and willing to make others happy.

- ☐ **Forward** Looking forward to the future and co-creating good things
- ☐ **Fun** Working with fun and congratulating on all achievements

#### Managing the impact on stakeholders in the business value chain.

The company emphasizes the importance of stakeholders and sustainability management throughout its operations, demonstrating responsibility towards stakeholders from procurement processes, sourcing goods and services, production and service processes, testing and quality control in accordance with specified standards, transportation and distribution of products, and post-sales services. In addition to engaging in socially beneficial activities for the community and stakeholders, the company aims to meet the needs and expectations of stakeholders throughout the value chain.

#### Business Value Chain

##### 1. Smart Innovation (Procurement of goods and services)

The company focuses on procurement processes covering all industries and has the ability to accurately analyze the needs of service users from insights and market studies in order to have a variety of services that meet the needs of living along with promoting the potential of service channels and strengthening competitiveness. It has a policy to ensure that the acquisition of goods and services is standardized and fair. The company is committed to developing and maintaining sustainable relationships with business partners to receive quality products and services.

**Stakeholder** : Employees, Customers, Partner, Master Agent, Competitor, Governace, Community

##### 2. Digital Inclusion (Operation)

The company has ownership of the Boonterm kiosk by granting the service agent the right to manage the Boonterm kiosk to promote income generation and provide an opportunity to create a career in front of an existing shop as well as a circular economy within the community of local people. The company has a credit management team to help manage the money in the agent's kiosk so that agents can reduce the risk of money management. And the technical team helps and monitors the operation of the kiosk in the event that the cabinet malfunctions. In this regard, making transactions through the Boonterm kiosk can help reduce the use of paper in case of deposit-transfer and withdrawal transactions, for example. Customers will receive a successful transaction confirmation message as soon as the transaction is successful.

**Stakeholder** : Employees, Customers, Partner, Governace, Community

##### 3. Eco efficiency (Marketing and Sales)

Survey and analysis of customer needs in order to create user awareness to meet the target group. It also focuses on helping and understanding customers who have difficulty accessing financial products and services, providing accurate and straightforward information as well as keeping the user's personal information as safe as possible

**Stakeholder** : Employees, Customers, Partner, Master Agent, Governace, Community

#### 4. Trustworthy engagement (After sale services)

The company conduct follow-up inquiries in case of customer service errors for correct, fast and timely problem solving and for increasing the potential of after-sales service with sincere service while assessing customer satisfaction and listening to opinions and suggestions through various channels such as Call Center 1220 24 hours a day or LINE application: @boonterm.th.

**Stakeholders :** Employees, Customers, Partner, Governace, Shareholders

#### Stakeholders Engagement

Stakeholders	Communication Channel	Expectation	Approach and Response
Shareholders	<input type="checkbox"/> Annual General Meeting (AGM)	<input type="checkbox"/> High Return on investment and stable sustainable growth.	<input type="checkbox"/> Annual General Meeting (AGM)
	<input type="checkbox"/> Opportunity Day	<input type="checkbox"/> Good performance and consistent growth.	<input type="checkbox"/> Good Corporate Governance Policy and Strict Regulations.
	<input type="checkbox"/> Provide channels for suggestion such as telephone, e-mail or letters.	<input type="checkbox"/> Good corporate governance.	<input type="checkbox"/> Proper dividend payment
	<input type="checkbox"/> 56-1 One Report	<input type="checkbox"/> Accurate, complete and timely.	<input type="checkbox"/> Transparently disclosure.
		<input type="checkbox"/> Sustainable business growth.	<input type="checkbox"/> Opportunity Day 4 times per year

Stakeholders	Communication Channel	Expectation	Approach and Response
Employees	<input type="checkbox"/> Internal information	<input type="checkbox"/> Business Direction, Business outlook	<input type="checkbox"/> Update situation, operations and results.
	<input type="checkbox"/> Meeting to listen to opinion of each department.	<input type="checkbox"/> Knowledge training	<input type="checkbox"/> In-house and external training to improve with various situations.
	<input type="checkbox"/> Survey employees' happiness, complaint by e-mail, Line, comment box.	<input type="checkbox"/> Appropriate welfare increase.	<input type="checkbox"/> Compensation and fair welfare.
		<input type="checkbox"/> Good environment to reduce health risk factors.	

Stakeholders	Communication Channel	Expectation	Approach and Response
		<input type="checkbox"/> Equality and career path.	<input type="checkbox"/> Activities to promote team cooperation and health. <input type="checkbox"/> Right policy, Humanity and Practice.

Stakeholders	Communication Channel	Expectation	Approach and Response
<b>Partners</b>  <b>(Master Agent)</b>	<input type="checkbox"/> Provide channels for suggestion such as telephone, e-mail or letters. <input type="checkbox"/> Arrangement meeting and discuss ideas. <input type="checkbox"/> Activities to promote relationships. <input type="checkbox"/> Seminars and announcing Company's direction and policies. <input type="checkbox"/> Expectations need of business partners on sustainability.	<input type="checkbox"/> Cooperation business under good governance. <input type="checkbox"/> Providing knowledge and developing service processes. <input type="checkbox"/> Comply with the terms and conditions for fair payment.	<input type="checkbox"/> Introducing to provide knowledge and understanding for better services. <input type="checkbox"/> Comply Anti-Corruption policy. <input type="checkbox"/> Code of conduct to maintain business partners' confidential information.

Stakeholders	Communication Channel	Expectation	Approach and Response
<b>Customers (End users)</b>	<input type="checkbox"/> Company's Internal information <input type="checkbox"/> Survey customers' satisfaction. <input type="checkbox"/> Public hearing. <input type="checkbox"/> Joint activities with customers.	<input type="checkbox"/> Fair and responsible customer. <input type="checkbox"/> Various product and meet the need of customers. <input type="checkbox"/> Ease of access to products and services. <input type="checkbox"/> Availability and stability of operating system and smoothly provide services. <input type="checkbox"/> Quality and accountability of service. <input type="checkbox"/> After sale services.	<input type="checkbox"/> Providing information and public relations through online and offline. <input type="checkbox"/> Select various services to meet the need of customers. <input type="checkbox"/> Define criteria and standards for responsible and fair customer service. <input type="checkbox"/> Code of conduct to maintain business partners' confidential information.



Stakeholders	Communication Channel	Expectation	Approach and Response
		<input type="checkbox"/> Confidentiality of information.	<input type="checkbox"/> Cyber Security services. <input type="checkbox"/> Survey customers' satisfaction.

Stakeholders	Communication Channel	Expectation	Approach and Response
<b>Partners</b>  <b>(Service Providers)</b>	<input type="checkbox"/> Provide channels for suggestion such as telephone, e-mail or letters. <input type="checkbox"/> Company visit <input type="checkbox"/> Meeting to listen to opinions.	<input type="checkbox"/> Accurate information, according to time conditions. <input type="checkbox"/> Comply with the terms and conditions of fair payment. <input type="checkbox"/> Fair and transparent price competition. <input type="checkbox"/> Business opportunities.	<input type="checkbox"/> Provide information in accordance with purchasing policy. <input type="checkbox"/> Improvement of communication with business partners. <input type="checkbox"/> Strict compliance with contracts and conditions. <input type="checkbox"/> Comply with Anti-Corruption Policy. <input type="checkbox"/> Timely inspection and problem solving. <input type="checkbox"/> Open to listen to opinions of partners.

Stakeholders	Communication Channel	Expectation	Approach and Response
<b>Partners</b> <b>(Suppliers)</b>	<input type="checkbox"/> Provide channels for suggestion such as telephone, e-mail or letters. <input type="checkbox"/> Arrangement of meetings and discussions ideas. <input type="checkbox"/> Expectations need of business partners on sustainability.	<input type="checkbox"/> Good corporate governance and fair practice and business ethics. <input type="checkbox"/> New business opportunities.	<input type="checkbox"/> Procurement policy and practice for good governance. <input type="checkbox"/> Strict compliance with contracts and conditions. <input type="checkbox"/> Open to listen to opinions of partners.

Stakeholders	Communication Channel	Expectation	Approach and Response
--------------	-----------------------	-------------	-----------------------

Competitors	<input type="checkbox"/> Arrangement of meetings and discussions ideas.	<input type="checkbox"/> Conducting business honestly, transparently, fairly and in accordance with the framework of good competition.	<input type="checkbox"/> Determining the scope of fair competition conditions.
-------------	---	--	--

Stakeholders	Communication Channel	Expectation	Approach and Response
Account Payables	<input type="checkbox"/> Arrangement of meetings and discussions ideas. <input type="checkbox"/> Print media, letters, information media.	<input type="checkbox"/> Payment of interest and debt obligations. <input type="checkbox"/> Communication and provide information.	<input type="checkbox"/> Compliance with contracts and conditions based on correctness, transparency. In case of non-compliance with the conditions, will be informed to communicate directly. <input type="checkbox"/> If the company has a policy or significant changes will clarify to the creditors with the company's policy.

Stakeholders	Communication Channel	Expectation	Approach and Response
Communities and Socials	<input type="checkbox"/> Provide channels for suggestion such as telephone, e-mail or letters. <input type="checkbox"/> Community relations activities through various volunteer projects.	<input type="checkbox"/> access to financial products that meet the needs of the people in the community. <input type="checkbox"/> Development and promotion of quality of life in economic, social and environmental aspects. Helping communities affected by disasters.	<input type="checkbox"/> Community needs survey to provide new services to meet the needs of the community. <input type="checkbox"/> Promote educational opportunities through the provision of equipment and learning facilities. <input type="checkbox"/> Assisting with community relief efforts affected by COVID-19.

Stakeholders	Communication Channel	Expectation	Approach and Response
--------------	-----------------------	-------------	-----------------------

<b>Governance</b>	<input type="checkbox"/> Provide channels for suggestion such as telephone, e-mail or letters.  <input type="checkbox"/> Arrangement of meetings and discussions ideas.	<input type="checkbox"/> Comply with rule, not impact to customers.  <input type="checkbox"/> Communication to customers with comply the legal.	<input type="checkbox"/> Improvement of communication with business partners.  <input type="checkbox"/> Inform stakeholders and check the potential impacts that may occur.
-------------------	---	---	---

### Roles of Stakeholders

The Board of Directors has established a policy to treat each group of stakeholders by taking into account the rights of such stakeholders according to the law or agreement with the company. The company should not take any action that violates the rights of those stakeholders and compensation measures should be established in case stakeholders suffer damages from rights violations. This is also considered part of the Company's business ethics

The Company gives importance to all groups of stakeholders, including shareholders, employees, customers, trade partners, creditors, society and the environment by focusing on the treatment of various groups of stakeholders as follows:

#### Shareholders

The Company takes into account the interests of the shareholders as much as possible. It is determined to operate the business for sustainable and stable growth, to increase competitiveness and to manage risks to add value to the company in the long run.

#### Employees

The company regards human resources as the most valuable asset that have personal rights and have the right to be protected from violating personal rights including the right to be treated with equal opportunities. The company places importance on the welfare and safety of employees. The company focuses on taking care of fair remuneration of employees to be in line with the assigned responsibilities. The compensation is competitive in the

labor market. And the company does not provide any other benefits to employees and executives other than salaries, wages, bonuses, accident insurance, life insurance, provident funds, annual health check and contributions to the Social Security Fund every year. This fact can be verified for transparency. Employees are entitled to special compensation (bonuses) which is based on the employee's performance each year. In addition, employees are entitled to increased remuneration every year depending on the performance of the employees according to key performance indicators (Key Performance Indicator: KPI) that are reasonable

#### Partner - Master Agent

The company is committed to creating the highest satisfaction for customers in the group of service representatives, aiming to provide customers with appropriate benefits and satisfaction by offering good quality products and services, providing fair service and keeping customer information confidential.

The company arranges a sales team to advise the company's service representatives. Also, customer service representatives will guide and provide technical advice by separating the staff to take care of each region to be able to provide services and take care of service agents thoroughly and timely. In case of problems, staff will be assigned to work areas to help service agents to solve problems with automatic payment machines so that they can return to normal service as soon as possible. In addition, there are other relevant support agencies as well. In departments related to customers - service representatives, staff

are assigned to advise and support during 8:00 a.m. - 9:00 p.m., 7 days a week.

In addition, the company also encourages service agents to be able to operate their business sustainably in the long run by training and arranging regular seminars for service representatives to enhance management capabilities, issuing advice to service representatives in sales management, conducting internal audit and control including inventory management, etc.

#### **Customer - End User**

Moreover, the company cooperates with banks in granting credit lines to service agents and allocates fair and appropriate remuneration. The company mainly takes into account the interests of customers to provide accurate information based on facts without making customers misunderstand or receive incomplete information. And most importantly, the company has a process to ensure that the information is accurate, up-to-date and strictly secures customer information to prevent damage or unauthorized access to customer personal information.

The company has taken into account the convenience to use the service at the automatic payment machine of a retail customer when problems arise. Customers can contact the company for assistance and ask for advice on using the service. The company provides a Boonterm Call Center, telephone number 1220, to solve problems for customers 24 hours a day every day to care of customers who use the service in a proactive way. If problems are found, coordination will be undertaken to resolve problems for customers without waiting for the customer to report the problem. And in the event that customers report problems through other channels such as the website, there will be a team to follow up and send the matter to relevant departments to investigate, correct and respond to customers within 3 working days.

#### **Competitor**

The Company has a policy to conduct business with fairness and never distort information, deceive, or use any other method that is not in accordance with the way of the competition. The

Company conducts business and operates under the framework of good competition without seeking confidential information of trade competitors by dishonest or inappropriate means such as paying bribes to employees of competitors, etc., including not competing by slandering, bullying or distorting facts of competitors.

In 2023, the Company has not received any complaints of unfair business practices against competitors.

#### **Partners (Service Provider)**

The company has committed to honesty in complying with the conditions given to all types of partners under the conditions, prescribed rules and laws. In 2022, the company has negotiated with business partners in order to provide new services continuously and improve the service to be up to date to facilitate, making the service faster to retail customers to be able to support the existing customers and continually expand the new customer base. In addition, the company also focuses on seeking new business partners to add a variety of automated payment machine services. And it also increases revenue for customers and service agents as well.

#### **Partners (Suppliers)**

The company is committed to developing processes for procurement of products and services to meet standards, developing and maintaining sustainable relationships with trade partners and contract parties with clear objectives regarding the quality of products and services. The Company has established a fair procurement process for goods and services as follows:

1. Choose trading partners based on price and quality. and compete on information received fairly and transparently.

2. In business negotiations, directors, executives and employees of the Company must refrain from accepting money, gifts, assets or dishonest benefits from business partners or contract parties.

3. Pay business partners and contract parties on time.

4. Protect confidential information between trading partners and contract parties.
5. Act with honesty, credibility and legal notice, regulations and related policies for acknowledgment.

In 2023, the company has provided products and services that are fair to partners - suppliers according to the policy set.

#### **Loan Payable**

The company strictly complies with the terms and conditions of the loan agreement. The loan has been repaid on time. And the company has cooperated with financial institutions in disclosing financial reports and other information as required accurately and completely, as well as taking care of collateral securities and

### **Environmental Sustainability Management**

#### **Environmental Policies and Practices**

The company has established policies and guidelines for environmental preservation by complying with the law, regulations and requirements that the company is involved in along with taking into account the preservation of the environment and reducing pollution that affects the ecosystem and communities from the company's operations. This includes the efficient use of resources according to the established environmental policy. This is not only to prevent and control but there is also a process to continuously improve and develop the management system. In addition, the company has trained on environmental measures including efficient use of resources to educate and instill a sense of responsibility for the environment to employees and operating personnel as well. Environmental Performance

#### **Environmental performance**

##### **Energy Management**

The company requires all departments to perform their duties and roles according to the law and in accordance with the environmental policy. The company has a data storage system for energy consumption for analysis and planning of the most efficient use of energy while using minimal energy. For example, controlling the air conditioning temperature in the office properly, turning off the air conditioner and turning off the lights during the lunch break, replacing office lighting with LED bulbs throughout

cooperating in solving problems together in case of non-compliance with the contract conditions. In 2022, the company can repay the loan according to the debt repayment conditions agreed.

#### **Government**

The company has adhered and is ready to strictly comply with the supervision and punishment according to the laws, regulations and standards of government agencies.

the office, turning on the light only at the point you want to use, walking up and down the stairs instead of using the elevator.

#### **Water resource management**

The company consists of both offices and factories for repairing Boonterm kiosk equipment. About water use in the head office, the company has a campaign to use water economically and turn off the water every time after use. As for the factory part, water is part of the kiosk painting process. The company has collected data on water usage to plan both water use for maximum benefit and proper disposal of wastewater generated from the process.

#### **Waste management and paper usage**

The company, together with Advanced Info Service Public Company Limited, donate electronic waste (E-Waste) such as various electrical appliances and broken mobile phones as well as educate employees on how to properly recycle and destroy e-waste.

The Company places great importance on the cost-effective use of paper by reusing one page of used paper for greater benefit (reuse), along with encouraging employees to reduce paper usage, then using technology to conduct various transactions in the operation within the company.

The company, employees and various shops in the company canteen jointly drive awareness of responsibility towards the environment by reducing waste generation and use environmentally friendly materials and campaigning for the use of containers made from bagasse and campaigning for employees to bring their own glass to use to reduce the amount

of waste and encourage all employees to have knowledge and help manage each type of waste properly.

## Sustainability management in a social dimension

### Social policies and practices

The company establishes business principles by respecting laws, culture, customs, traditions and international human rights principles in all areas where business is conducted without violating but consistently complying with them. Directors, executives and employees must respect the rights of stakeholders equally without violating personal rights, including respecting honor and dignity, not discriminating against education, rank, race, nationality, religion and gender, as well as supporting employment for disadvantaged groups to create opportunities, create careers and stable income. This will be a part of achieving the sustainable development goals and stable income and, moreover, a part of achieving the sustainable development goals.

### Social Performance

The company has operated strictly according to the policy and practices towards stakeholders. In 2022, the company has not received any complaints of human rights violations. The results of operations are as follows:

### □ Employees and labor

Treatment of employees and labor with regard to human rights — This may consist of fair employment and compensation, employee training and development, improving employee engagement and satisfaction, management of safety, occupational health and working environment, etc. this also includes demonstrating efforts to mitigate risks in employee and labor disputes to maintain competitiveness, attract potential people to attend the event and develop employee engagement with the organization.

### □ Personnel information

The Company places importance on human rights compliance from employment to taking care of employees and personnel so that all employees and personnel feel connected as if being the same family with the organization. The Company recognizes equality in terms of gender, age and individuality. The company has employee information classified by gender and age to show the overview and trends of employment.

Detail	Unit	หน่วย	Year					
			2021		2022		2023	
			Male	Female	Male	Female	Male	Female
Total of employee	People	คน	131	168	113	157	131	156
			299		270		287	
	Percent	ร้อยละ	100		100		100	

Age under 30 years old	People	คน	56	68	36	54	54	50
	Percent	ร้อยละ	19	23	14	20	19	17
Age 30-50 years old	People	คน	74	97	76	100	76	101
	Percent	ร้อยละ	25	32	28	37	26	35
Age over 50 years old	People	คน	1	3	1	3	1	5
	Percent	ร้อยละ	0	1	0	1	1	2

#### ☐ Employee safety policy

The company is committed to supporting and promoting management systems for occupational safety, health and working environment and consistently realizes the policy. There are public relations communications to employees, visitors, contractors and related parties as well as dissemination to the public with the following policies.

1. Implement and develop a management system for safety, occupational health and working environment by encouraging employees to participate in activities and plans on safety, occupational health and working environment to ensure safety and health of employees.
2. Conduct business in compliance with rules, regulations and laws on occupational safety, health and working environment.
3. Procure and encourage all employees to wear appropriately standardized personal protective equipment and be safe in their work operations.
4. Provide knowledge, training and information on safety, occupational health and environment in working for all employees as necessary for safe operation.
5. Provide support and encourage the implementation of safety activities occupational health and working environment to reduce accidents, accidents and occupational diseases.

In 2023, there were no accidents arising from work.

#### ☐ Caring for employees and equal benefits.

The company prioritizes the health and safety of its employees by providing benefits such as medical care coverage, accident insurance, and other health-related benefits. It has established a dedicated team to closely monitor the health and safety situation and communicate important information within the organization. Additionally, there are measures in place to reduce the risk of infection, such as providing employees with vaccinations against diseases like influenza.

#### ☐ The average number of training hours of employees per year

The company places importance on the development of knowledge and potential of employees. In 2023, there were 238 employees who attended the training, totaling 1,554 hours of training, an average of 7 hours per person.

#### Customer Satisfaction

The Company is committed to continuously developing products and services to meet customer satisfaction with responsibility, honesty and ethics. In 2023, the company has measured the level of customer satisfaction towards the service through the call center 1220, representing an average score throughout the year equal to 99.50% and customers complaints for receiving service 4 times and ask for more information about loyalty program 4 times. The company continues to strive to increase the level of customer satisfaction and maintain the company's good standards.

#### **Satisfaction of the community**

The company conducts business with community and social responsibility by giving priority to people's lives in which the company has participated in helping and relieving the suffering of the society. In 2023, the company organized the "Khon Hai, Boonterm Chuay Ha" activity as part of the search for "missing person" together with the Mirror Foundation

#### **FSMART sustainability result in 2023**

The company is dedicated to continuously developing products and services to meet customer satisfaction with responsibility, integrity, and ethics. In 2566, there was a significant increase in the number of service usages through the company's channels, totaling more than 389 million times. The convenience of services like money transfers and deposits through the company's top-up kiosks allows customers to access services at any time, even outside of bank hours. This resulted in approximately 17.15 million transactions per year, or an average of 1.43 million transactions per month.



### 3. 2023 Management Discussion and Analysis

#### Operational Summary in 2023 (Recovery economic activities, High cost of living, Rain floods)

- Total revenue from core business was Bt2,068.77mn.
- Net profit was Bt299.4mn. (Earnings Per Share 0.40 Baht)
- Dividend payment total 0.36 Bt per share
- The Company is the banking agent for 8 commercial banks (KTB, KANK, BAY, GSB, BAAC, SCB, CIMBT, BBL).
- Total money transfer transactions were 4.27 million transactions per quarter.
- Lending outstanding amount was Bt364.6mn. (NPL7%)
- Number of "Boonterm kiosk" was 125,407 nationwide.
- Number of TAOBIN Robotic Barista was 6,392 nationwide.

#### Significant Event in 2023

##### January

- ❖ Collaborated with Big C Super Center Public Company Limited to expand payment channels through Big C counters nationwide and opened the service of selling electrical appliances along with installment loan services (BNPL) to large corporate customers.

##### February

- ❖ Introducing the prototype electric car charger GINKA Charge Point, highlighting the advantage that no app can be charged, just select - pay - charge via the Touch Screen and expand the Sukjai loan business exponentially further.

##### April

- ❖ Organized the campaign "Fill Up, Win Rich", an activity to join in the chance to win prizes of more than 2.4 million baht and the shareholder meeting resolved to approve the payment of dividends for the year 2022 at the rate of 0.36 baht per share, with the company paying interim dividends at the rate per share. 0.20 baht and pay the remaining dividend of 0.16 baht per share on May 3, 2023

##### May

- ❖ The Company provided deposit-transfer services through more than 2,000 cashier counters nationwide.

##### August

- ❖ Forth Smart received the THAILAND BEST MANAGE CAMPANNIES 2023 award for a company with excellent organizational management, paid interim dividends for the year 2023, and registered a reduction in treasury shares that were not redeemed.

##### September

- ❖ Ginka opened its first "Ginka Charge Point" service at two locations: The Major Cineplex Ratchayothin Charge Parking Building and the parking area inside Ekkachai Hospital. Samut Sakhon Province

##### November

- Appointed as a Bangkok Bank Representative Service is provided through the cashier counter.

## Business Overview

		Quarter	Quarter	Quarter	Quarter	Quarter	Y.2022	Y.2023	%YoY
		4/2022	1/2023	2/2023	3/2023	4/2023			
Total number of "Boonterm Kiosk" as the period ended	(Kiosk)	129,918	129,813	126,208	126,023	125,407	129,918	125,407	-3.47%
Total number of "Tao Bin" as the period ended	(Kiosk)	4,942	5,537	6,142	6,567	6,392	4,942	6,392	29.34%
Total usage amount through "Boonterm Kiosk"	(Bt.mn.)	8,684	8,768	8,598	8,128	8,374	35,857	33,869	-5.54%
- Total usage amount top up and bill payment	(Bt.mn.)	6,252	6,259	6,131	5,832	5,940	25,146	24,162	-3.91%
- Total usage amount money transfer	(Bt.mn.)	2,432	2,509	2,468	2,296	2,435	10,711	9,707	-9.37%
- Total number of money transfer transactions (per quarter)	(Txn)	4,203,283	4,356,496	4,380,046	4,145,412	4,268,596	4,203,283	4,268,596	1.55%
Total amount of beverage sold from Tao Bin	(Bt.mn.)	550	575	592	599	524	1,510	2,290	51.62%
Total number of cups "Tao Bin"	(Cup.mn.)	17.33	18.59	19.56	20.20	18.02	45.78	76.36	66.79%

The company still maintains financial channels and services to provide convenience to customers in all areas throughout the country. There are 125,407 Boonterm kiosks distributed in many areas and more than 3,200 cashier counters nationwide. There is also the "Wallet Powered by Boonterm" project along with services and promotional activities on the application for corporate customers under the name "Wallet Powered by Boonterm". The operating performance in 2023 was Bt33,869 bn, from the previous year to 2023. Thailand is facing economic difficulties due to its cautious approach to public spending. Due to persistent inflation, the government is attempting to stimulate the economy by freezing oil prices. Measures to promote the improvement of people's living conditions. However, due to this situation, the economy remains stable and the unemployment rate remains high. The company continues to meet the needs of customers through Internet package services to meet the value and behavior of customers and maintain the potential customer base. And add new customers from three service channels, including Boon Term kiosks, cash registers, and applications. Continue to increase services that meet customer needs.

**Online Top-up and Payment Business** receive automatic payments affected by the high cost of living in addition, customer behavior has changed to calling via the internet, a factor that has led to a decline in mobile top-up services. However, the company still focuses on providing new services, such as Internet package

recharge, wallet recharge, etc., and finding new packages. We are committed to providing new services to our customers. Satisfy constantly changing customer behavior Help company customers receive services equally. Whether accessing services through Boontim kiosks, cash registers, or company applications. In addition, the company has expanded its financial services to support the services of foreign workers working in Thailand.

**Banking Agent and Lending Business**, Comprehensive financial service and loan business The company also strives to be a comprehensive financial service provider through being an agent for 8 banks that provide services for deposits, transfers, and withdrawals of cash through Boonterm kiosks. Cash withdrawal service via Boonterm ATMs from 2 banks: Kasikorn Bank and Siam Commercial Bank. Including e- KYC services through Boonterm kiosks in 2023, number of deposits and money transfers through Boonterm kiosks. There is an average of 1.5 million items per month.

The total outstanding loan amount is Bt364.6mn, with interest income of Bt38.38mn, an increase of 51.5%. Compared to last year, in terms of loan business, the company provides credit limits to more reliable large organizations. One million people are provided with cash credit lines and credit lines for purchasing electrical appliances. And mobile phones that effectively manage credit limits and allow customers to make monthly debits to pay installment payments. There is a debt tracking team that can effectively manage debts.

**TAOBIN Robotic Barista and EV charger Business** as of the end of 2023, the total number of vending machines under the

"Tao Bin" brand was 6,392. 29.3% compared to last year, but slightly decreased compared to the previous quarter because in 2023, Fort Vending Company Limited has moved the installation location of the Taobin Cabinet from a low-quality location to a quality location, along with bringing back the first version of the Taobin Cabinet to modify and upgrade it. The new version of the Tao Bin cabinet supports the sale of more drinks with each round of adding raw materials inside the cabinet, which will help customers receive more continuity in purchasing drinks from the Tao Bin cabinet. In 2023, the total sales revenue was Bt2.29mn, exceeding 77 million cups, with year-on-year growth of 51.7% and 66.8%, respectively. For the electric vehicle charger business, at the end of 2023, the company has increased the

number of GINKA EVs installed in various areas, totaling 66 charging points, which has received good response from users due to its ease of use, convenience, and Payment is not complicated. You can use mobile banking to scan and make payments without having to download an application. The company focuses on expanding service point areas to condominiums, hospitals, department stores, various offices, and so forth.

In addition, the plan will also expand into a one-stop electric vehicle charging station along with the new Tao Bin Cafe, with the goal of expanding the installation GINKA points. There are 2,000 electric vehicles charging this year.

## 2023 Financial Statement Summary

Income Statement	Q4/2022		Q3/2023		Q4/2023		%QoQ	%YoY	Y. 2022		Y. 2023		%YoY
	MB	%	MB	%	MB	%			MB	%	MB	%	
Income from rendering of top-up service for prepaid phone and other online service (Commission)	121.63	23.4%	97.08	19.1%	98.38	18.2%	1.4%	-19.1%	541.28	24.2%	405.58	19.6%	-25.1%
Income from rendering of service through online top-up machines "Boonterm kiosk" (Service Charge)	385.16	74.1%	391.83	77.1%	420.02	77.7%	7.2%	9.1%	1,662.24	74.3%	1,606.28	77.6%	-3.4%
Interest Income	8.10	1.6%	10.08	2.0%	13.85	2.6%	37.4%	70.9%	25.33	1.1%	38.38	1.9%	51.5%
Advertising income	5.14	1.0%	-	0.0%	4.49	0.8%	0.0%	-12.6%	9.79	0.4%	4.49	0.2%	-54.1%
Total revenue from core business (4 items)	520.03	100.0%	507.25	99.8%	540.56	100.0%	6.6%	4.0%	2,238.64	100.0%	2,068.77	100.0%	-7.6%
Cost of services	(432.75)	-83.2%	(403.35)	(79.7%)	(401.84)	-74.3%	-0.4%	-7.1%	(1,837.18)	-82.1%	(1,622.95)	-78.5%	-11.7%
Gross profit	87.28	16.8%	99.09	19.5%	135.39	25.1%	36.6%	55.1%	401.46	17.9%	433.62	21.0%	8.0%
Service & Administrative expenses	(95.49)	-18.4%	(72.42)	-14.3%	(89.79)	-16.6%	24.0%	-6.0%	(293.35)	-13.1%	(308.32)	-14.9%	5.1%
Operating profit	-8.22	-1.6%	26.67	5.3%	45.59	8.4%	71.0%	-655.0%	108.10	4.8%	125.30	6.1%	15.9%
Other income	58.95	11.3%	44.62	8.8%	42.29	7.8%	-5.2%	-28.3%	235.09	10.5%	186.39	9.0%	-20.7%
Share of profit from investment in associate	18.39	3.5%	16.24	3.2%	8.97	1.7%	-44.8%	-51.3%	44.20	2.0%	62.78	3.0%	42.0%
Profit before finance cost and income tax expenses	69.12	13.3%	87.52	17.2%	96.84	17.9%	10.7%	40.1%	387.39	17.3%	374.46	18.1%	-3.3%
Bank charge	(0.66)	-0.1%	-	0.0%	-	0.0%	0.0%	-100.0%	(4.77)	-0.2%	-	0.0%	-100.0%
Interest expenses	(3.87)	-0.7%	(2.88)	-0.6%	-	-	-100.0%	-100.0%	(11.77)	-0.5%	(12.26)	-0.6%	4.2%
Profit before income tax expenses	64.59	12.4%	84.64	16.7%	96.84	17.9%	14.4%	49.9%	370.85	16.6%	362.20	17.5%	-2.3%
Income tax expense	(10.17)	-2.0%	(15.58)	-3.1%	(14.75)	-2.7%	-5.4%	45.0%	(68.97)	-3.1%	(62.75)	-3.0%	-9.0%
Net profit	54.42	10.5%	69.07	13.6%	82.10	15.2%	18.9%	50.9%	301.88	13.5%	299.45	14.5%	-0.8%
Non-controlling interests of the subsidiaries	0.00	0.0%	0.00	0.0%	0.00	0.0%	0.0%	0.0%	-	0.0%	-	0.0%	0.0%
Net profit - Equity holders of the Company	54.42	10.5%	69.07	13.6%	82.10	15.2%	18.9%	50.9%	301.88	13.5%	299.45	14.5%	-0.8%

### Total Revenue

Total revenue from the core business in 2023 was Bt2,068.77mn, decreasing 7.6% YoY because the economy has a stagnation, inflation began to subside, but the purchasing power of middle-to-low-income consumers to decline. In addition, there was a

severe flooding situation. However, the company was still able to maintain its customer base to continuously use the services of Boonterm kiosk. The details of total revenue are as follows:

1) Income from rendering of top-up service for prepaid phone and receipt of online services (Commission) was Bt405.58mn,

decreasing 25.1% YoY under the economics' slow down and customer behavior has shifted to using mobile internet packages and other channels.

2) **Income from rendering of services through online top-up machines (Service Charge)** was Bt1,606.28mn, decreasing 3.4% YoY because economic activities have not fully recovered, customer purchasing power has decreased. The company has maintained the number of deposit-transfer service, and top-up service for E-Wallets through the Boonterm kiosk, for taking account to maintain the existing customers and expand to new customer groups.

3) **Sales of goods** was Bt14.03mn, increasing from sale of appliances and mobile phones.

4) **Interest income** was B38.38mn, increasing 51.5% YoY, due to the company being more careful in lending service by linking the customer's account for monthly payments and managing more efficient lending and more appropriately.

5) **Advertising income** was Bt4.49mn, decrease 54.1% YoY due to partners reducing promoting budget.

6) **Other income** was Bt186.39mn, decreasing 20.7% YoY, from mobile top-up service decrease.

#### Costs and Expenses

1) **Cost of services** was Bt1,622.95mn, decreasing 11.7% YoY from the company, had more the use of fully depreciated kiosks and continued effective cost control.

2) **Cost of goods sold** was Bt12.20 mn. from sale of appliances and mobile phones.

3) **Service & administrative expenses** were Bt308.32mn, decreasing 5.1% YoY from credit loss expected to occur from lending.

#### Profits

1) **Gross profit** was Bt433.62mn, representing a gross profit margin of 21%, due to the decreased mobile recharge and cost control for efficiency.

2) **Share of profit from investment in associate** was Bt62.78mn., which is the recognition of profit from Forth Vending Co., Ltd. (FVD) by 26.71%

3) **Net profit** was Bt299.45mn, decreasing 0.8% YoY due to the decreased mobile recharge, share of profit from investment in associates and good cost control.

#### Statement of Financial Position

Statement of Financial position	31 Dec 22		31 Dec 23		Increase (Decrease)	
	MB	%	MB	%	MB	%
Current assets	1,311.02	46.3%	1,422.16	52.0%	111.14	7.8%
Non-current assets	1,523.76	53.8%	1,315.16	48.1%	-208.60	-15.9%
<b>Total assets</b>	<b>2,834.78</b>	<b>100.0%</b>	<b>2,737.32</b>	<b>100.0%</b>	<b>-97.46</b>	<b>-3.6%</b>
Current liabilities	1,229.18	43.4%	1,224.95	44.8%	-4.23	-0.4%
Interest Bearing Debt - Current	365.97	12.9%	238.46	8.7%	-127.50	-53.5%
Interest Bearing Debt - Non current	106.48	3.8%	96.67	3.5%	-9.81	-10.2%
Non-current liabilities	5.21	0.2%	5.92	0.2%	0.71	12.0%
<b>Total liabilities</b>	<b>1,706.83</b>	<b>60.2%</b>	<b>1,566.00</b>	<b>57.2%</b>	<b>(140.84)</b>	<b>-9.0%</b>
<b>Total shareholders' equity</b>	<b>1,127.95</b>	<b>39.8%</b>	<b>1,171.32</b>	<b>42.8%</b>	<b>43.37</b>	<b>3.7%</b>
<b>Total liabilities and shareholders' equity</b>	<b>2,834.78</b>	<b>100.0%</b>	<b>2,737.32</b>	<b>100.0%</b>	<b>-97.46</b>	<b>-3.7%</b>



Total assets were Bt1,422.16mn, decrease from the use of fully depreciated kiosks.

Total liabilities were Bt1,566mn, increasing from short term loan.

Total shareholders' equity was Bt1,171.32mn, an increase of Bt43.37mn. from dividends paid Bt256.07mn. and profit for 2023 amounted to Bt299.45mn.

### Key Financial Ratio

Financial Ratio	Quarter		4Q23	Y.2022	Y.2023
	4/2022	3Q23			
Current ratio	0.84	0.88	0.97	0.84	0.97
Debt to Equity ratio	1.51	1.40	1.34	1.51	1.34
Interest Bearing Debt ratio	0.42	0.35	0.29	0.42	0.29
Return on Asset	0.10	0.10	10.9%	10.5%	10.9%
Return on Equity	26.8%	25.2%	25.6%	26.8%	25.6%

Current ratio was 0.97x, increasing 0.13x YoY showing the company's good liquidity.

Debt to equity ratio was 1.34x, from the decrease in short term loan.

Interest-bearing debt to equity ratio was 0.29x, decreasing due to dividend payment.

Return on assets was 10.9%, increase from YoY, due to focusing on asset management to generate more efficient income.

Return on equity was 25.65, decreasing QoQ. However, the Company continually pays dividends to shareholders twice a year.

### Source and Use of Fund 2023 (Bt mn)

#### Sources and used sources 4nd Quarter of the year 2023 (Unit : Million Baht)

Source of fund		Use of fund	
Operating cash flow	587.68	Investment in fixed assets	111.68
Short - term loans	990.00	Investment in FSB	84.00
Dividend receive	37.58	Repayment of short-term loans	1,120.00
Interest Income	40.16		
Other	5.94	Dividend payment	256.07
		Cash paid for interest expenses	7.42
		Income tax paid	70.17
Cash increased	5.52	Cash paid for lease liabilities	17.54
Total	1,666.88	Total	1,666.88

## 5. General information and important information

Other information and important information (As of 31 December 2022)

### 5.1 General Information



	FSMART	FSC	FSDT
Name	Forth Smart Service Public Company Limited. <i>Issued Company</i>	บริษัท ฟอर्थ สมาร์ท แคปปิตอล จำกัด <i>บริษัทย่อย</i>	บริษัท ฟอर्थ สมาร์ท ดิสทริบิวชั่น จำกัด <i>บริษัทย่อย</i>
Business	Operate a payment, top-up, electronic money and electronic money transfer services.	สินเชื่อส่วนบุคคลภายใต้การกำกับ และสินเชื่อรายย่อยเพื่อการประกอบอาชีพภายใต้การกำกับ	ประกอบธุรกิจขายสินค้า ตัวแทนจำหน่าย และธุรกิจโฆษณา
Location of Head Quarter	256 Phahonyothin road, Samsennai, Phayathai, Bangkok 10400	256 ถนนพหลโยธิน แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 10400	256 ถนนพหลโยธิน แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 10400
Location of Factory and Warehouse	66/23-24 Moo 12 Phutthamonthon Sai 5 Tambon Raikhing, Amphur Samphran, Nakornpathom 73210	-	-
Tax ID	0107556000663	0105559144371	0105563083038
Telephone	0-2278-1777	0-2278-1777	0-2278-1777
Fax	0-2279-7195	0-2279-7195	0-2279-7195
Registered	Bt.390,000,000	300,000,000 บาท	200,000,000 บาท
Paid-up capital	Bt.390,000,000	300,000,000 บาท	150,000,000 บาท
No of share sold	780,000,000 Shares (Par value Bt.0.50 per share)	30,000,000 หุ้น (หุ้นละ 10 บาท)	15,000,000 หุ้น (หุ้นละ 10 บาท)
Website	www.boonterm.com	-	-
Securities Register	Thailand Securities Depository Company Limited. 93 Ratchadapisek Road, Dindaeng, Bangkok 10400 Telephone 0-2009-9000 Fax. 0-2009-9991		
Auditor	Ms. Isaraporn Wisutthiyani Auditor License 7480 Ms. Supanee Triyanantakul Auditor License 4498 Mr. Preecha Arunnara Auditor License 5800 EY Office Limited. 193/136-137 Lake Ratchada Building, 3 <sup>rd</sup> floor, Ratchadapisek Road, KlongToey, KlongToey Bangkok 10110 Telephone 0-2264-0777 Fax 0-2264-0790		



	FSD	FVD
Company Name	Forth Smart Digital Company Limited. <i>Subsidiary company</i>	Forth Vending Company Limited. <i>Joint Venture</i>
Business	Marketplace for trading goods and online service (e-Market place) and program and application development.	Automatic beverage, vending machine, manufacturing, distributing, importing, exporting of coffee, nectar and various beverage powders.
Location of Head Quarter	256 Phahonyothin road, Samsennai, Phayathai, Bangkok 10400	1053/1 Phahonyothin road, Samsennai, Phayathai, Bangkok 10400
Location of Factory and Warehouse	-	-
Tax ID	0105560143331	0105558175256
Telephone	0-2278-1777	0-2279-1188
Fax	0-2279-7195	-
Registered	Bt.100,000,000	Bt.1,400,000,000
Paid-up capital	Bt.25,000,000	Bt.1,235,000,000
No of share sold	2,500,000 Shares (Par value Bt.10 per share)	140,000,000 Shares (Par value Bt.10 per share)
Website	-	www.tao-bin.com
Internal Audit	Mr. Kanapos Sae-Tang Internal Audit Manager Forth Corporation Public Company Limited. 1053/1 Phahonyothin road, Samsennai, Phayathai, Bangkok 10400 Telephone 0-2265-6700	

## 5.2 Other important detail

-None-

## 5.3 Legal Dispute

As of 31 December 2022, the Company has not legal dispute as below:

- 1) Lawsuits that may have a negative impact on the Company's assets in an amount higher than 5% of the Company's shareholders' equity.
- 2) Lawsuits that significantly affect the Company's business operations but unable to assess the impact in numbers lawsuits that are not caused by normal business operations of the company.

## 6. Corporate Governance

### Success in 2023

- Thailand's Best Managed Companies 2023 by Deloitte Thailand

#### 6.1 Overview of Corporate Governance Policies and Practise

The Board of Directors Meetings No. 4 / 2023 and No. 6 / 2023, which were held on 11 August 2023 and 13 November 2023, respectively, approved the review of the company's policies, including the Business Ethics Manual, Anti - Corruption Policy, Good Corporate Governance Policy, work regulations, and written risk management policy. These policies shall be effective in every aspect of the business operation to have an effective, transparent, and verifiable management system, which helps build confidence. This includes promoting various activities that are helpful for social and community development, providing a safe working environment and treating all employees equally, setting guidelines for directors, executives, and employees, must perform, and raising awareness of the roles and responsibilities of being a good member of society by placing importance on participation and building good relationships between the company and society on the basis of accuracy, transparency, and fairness. Giving value and attention to customers by working to deliver good quality products and services through all of the company's service channels to customers and service agents, as well as by striving to ensure that customers will receive good quality service with fair prices that will lead to customer satisfaction.

The company also oversees the management system to ensure effectiveness and prevent conflicts of interest, including corruption, by the auditor and an internal control auditor licensed by the Securities and Exchange Commission (SEC). This is done to make sure that the company respects the rights of different stakeholders as stipulated by the law and the company's policies, whether it concerns the treatment of shareholders, employees, customers, business partners, etc.

#### Policies and guidelines related to the Board of Directors

The Board of Directors recognizes that good governance is an important factor in the implementation that will bring maximum benefits to shareholders and various groups of stakeholders. It is the basis for the success of business operations and strengthen the organization for sustainable growth. Therefore, the Board of Directors has determined the corporate governance policy and business ethics under good governance principles and adhering to the good corporate governance guidelines of the Stock Exchange of Thailand. The Board of Directors has reviewed the good corporate governance annually. In 2023 the Board of Directors has reviewed the good corporate governance in accordance with good corporate governance principles for listed companies 2018 (CG Code) in the Board of Directors Meeting No.4/2023 on 11 August 2023 to ensure that the policies can be deployed according to the business context of the company and the Board of Directors, executives and employees have accepted and implemented strictly and continuously.

The company has anti-corruption policies written in guidelines for not asking, not accepting, not paying and not doing business with individuals and juristic persons involved in corruption which has already been approved by the Board of Directors, the company announced its intention to join the Thai Private Sector Collective Action Against Corruption (CAC) project on 29 October 2019 and then has certified member of the Thai Private Sector Collective Action Against Corruption (CAC) on 30 June 2021.

#### Anti-Corruption Policy

The Board of Directors understands the importance of conducting business ethically. The Board of Directors decided to establish an anti - corruption policy by laying out responsibilities, guidelines, and standards for appropriate behavior because there is an ideology against all forms of corruption and corruption, which is a crucial foundation for successful business operations and a stronger organization to grow sustainably. The organization has created a written "Anti - corruption Policy" with explanations to aid in comprehension. This policy includes disclosing the company's standards of conduct to the board of directors, executives, employees, and all other employees so that



they can be used as a clear practice guideline. To make sure that the Anti - Fraud and Corruption Policy has been implemented and is in compliance with evolving business requirements, laws, and regulations. The board will monitor developments and reevaluate whether the policy is suitable. The secretary of the company is tasked with reporting the findings of the policy's monitoring and review at least once every year.

It is forbidden for the company's directors, executives, staff, and employees to engage in any form of fraud or corruption, engaging in or accepting any form of corruption for the purpose of directly or indirectly benefiting oneself, 1's family, 1's friends, or 1's acquaintances, which includes all businesses worldwide and all connected organizations, whether 1 is in a position of receiving, providing, or offering.

The Company is a member of the Thai Private Sector Collective Action Coalition Against Corruption. from the Thai Institute of Directors Association since 2021.

### **Rights of Shareholders and stakeholder**

The Board always recognizes the importance of basic rights of shareholders by laying down principles for treating shareholders fairly and in accordance with the law, such as the right to trade and transfer shares, right to receive dividends, the right to receive information about the company, right to attend the shareholders' meeting, the right to vote on various agendas that consider the right to appoint a proxy to attend the meeting, right to appoint directors and auditors, rights to express opinions and inquire directors at the shareholders' meeting, and the right to propose agenda and nominate directors in advance, etc. , and ensure that shareholders receive such rights strictly as well as not taking any actions that violates or deprives shareholders of their rights.

#### **Meeting of Shareholders**

The Company held the Annual General Meeting of Shareholders for 2023 in accordance with the regulations of the Stock Exchange of Thailand, in compliance with the guidelines for managing the shareholders' meeting of the Securities and Exchange Commission (SEC).

#### **Determining the date, time and venue of the shareholders' meeting**

According to the Company's Article of Association, the Company needs to have an AGM within 4 months dating from the end of the fiscal year. In the year 2023, the Company had held the AGM on Friday 21 April 2023 at 14.00 p.m. at Forth Smart Service Office Building 256, 7th floor, Phaholyothin Road, Samsennai, Phayathai, Bangkok, which was a convenient place to travel of the shareholders and the meeting was opened for registration from 12.00 a.m.

#### **Prior to the Meeting Date**

To allow shareholders to have sufficient time to study the information, the company had sent the meeting invitation letter including supporting documents for the meeting agenda and supporting documents for attending the meeting at least 7 days prior to the meeting date. Such documents aim to help shareholders have sufficient information to consider and vote on each agenda item and facilitate shareholders to exercise their rights. The document contains information as following:

- Facts and reasons along with the opinions of the Board of Directors for each agenda
- Important information such as the history of the individual directors and the definition of independent directors for consideration in the agenda regarding the election of directors to replace those retiring by rotation and the details of remuneration for directors and sub-committees. The Company had annually offered all forms of remuneration including meeting allowance, bonus / reward and other benefits to the shareholders for consideration to approve the directors' remuneration.

- Detailed meeting procedures and proxy of shareholders which shareholders can appoint independent directors to be proxy, the proxy form is a form that shareholders can specify their opinion on voting.

- The company gives importance to respecting the rights of shareholders. In the 2023 Annual General Meeting of Shareholders, the Company did not add any agenda or change important information at the meeting suddenly.

- The meeting invitation and supporting documents for shareholders were published in the Company's website, [www.boonterm.com](http://www.boonterm.com), prior to the meeting.

#### **Meeting Date**

The Company facilitates shareholders to attend the meeting and conducts the meeting transparently including creates friendly atmosphere for shareholders to ask questions and fully comment as follows:

- Encouraging directors, senior managers, auditors attend the shareholders' meeting to answer questions and acknowledge the opinions of shareholders. In the year 2023, there were 9 directors attending the meeting from 9 persons representing 100% of total number of directors.

- Conducting the shareholders' meeting in accordance with the agenda set out in the notice of the shareholders' meeting.

- Providing equal opportunity to comment and to ask a question on each agenda item according to the agenda of the meeting. The Chairman of the meeting had, concentrated on and answered questions in all issues and had the meeting recorded completely. Chairman of the Board of Directors in the meeting time had allocated adequate time and conducted the meeting in appropriate and transparent actions by voting and concluding each meeting agenda.

- Provide equal opportunities to express opinions, asking questions to the meeting on each agenda according to the agenda of the meeting, and the chairman of the meeting gave priority and answer questions in every issue by recording the meeting completely. The chairman of the meeting has allocated sufficient time and conducting meeting appropriately and transparently by voting and summarizing the resolution of each agenda.

- Arrange the use of ballots in every agenda for transparency and verification by counting votes, the company will count 1 share for 1 vote and hold a majority vote as resolution of the normal agenda. If the votes are equal, the chairman of the meeting will resolve by casting his vote apart from voting as a shareholder. For voting on special occasions, the company will conduct the meeting in comply with company regulations or laws and regulations of relevant agencies.

- In the event that any shareholder has a special interest in any agenda item, that shareholder will be prohibited from voting on that matter.

- Hire an external legal advisor as an inspector to check the resolution and voting results.

Corona Virus 19 situation, the shareholders and proxies who do not attend the AGM, the Company has provided facilities to participate in the meeting via online channel on the date and time of the AGM.

#### **After the Meeting Date**

In 2023, the company had reported the resolution of the general meeting of shareholders to the Stock Exchange of Thailand within the next 30 working day, the said resolution specifies the result of the vote in each agenda and submit the minutes of the shareholders' meeting which had specified the names of directors / executives attending the meeting and the results of the vote to agree, disagree, abstain or void card in each agenda proposed for approval from the shareholders including important issues, shareholders' inquiries in each agenda and detailed explanations from the Board of Directors to the Stock Exchange of Thailand and relevant agencies within 14

days from the date of the shareholders' meeting along with disseminating various information related on the company website ([www.boonterm.com](http://www.boonterm.com))

#### **Equitable Treatment of Shareholders**

Creating confidence for shareholders by ensuring that the Board of Directors and the management will control the use of shareholders' money appropriately, is an important factor for confidence in investing with the company. The Board of Directors should make sure that the shareholders be treated and protect their basic rights equally as follows:

A. The right to appoint other persons to attend the shareholders' meeting and vote on behalf of

In the event that any shareholders cannot attend the meeting in person, they can use the right to appoint a proxy or other independent director of the company who the company proposed to be a proxy to attend the meeting and vote on behalf of. The shareholder must submit the proxy form which has all details specified along with a copy of ID card or passport or other identification documents as prescribed back to the company before the meeting date. The company has sent the details of the proxy and the proxy form together with the invitation letter or shareholders can download the form from the company website ([www. Boonterm.com](http://www.Boonterm.com)).

B. The right to propose additional agenda

The company offers opportunity to shareholders to propose additional agenda items in addition to the agenda of the annual ordinary shareholders' meeting. Proposing additional agenda items can be done as follows:

- Deliver the proposal to be included as an additional agenda with reasons, details of facts and necessary information in the form of the agenda of the Annual General Meeting of Shareholders which can be downloaded from the company website ([www. Boonterm.com](http://www.Boonterm.com))

- The company will check the shareholder' status of the person who want to add the agenda of the meeting with the shareholder register as at the closing date of the shareholders register book. The criteria for considering the matter that is proposed to be included as an additional agenda is that the matter must be related to the business operation or may have a significant impact on the operation of the company. If the Board of Directors has approved the proposed matter, the company will include it as a meeting agenda and stated that it was the agenda proposed by the shareholders, if not approved by the Board of Directors, the company will inform the shareholders via the company website ([www. Boonterm.com](http://www. Boonterm.com)).

C. The right to propose a person to be a director

Shareholders can nominate a person to be appointed as directors. The company reserves the right to consider only individuals who meet the criteria given as follows:

- Qualified and not prohibited by the Public Company law, Securities and Exchange Law, and good corporate governance of the company

- Have educational qualifications, working experience or other properties, which are in accordance with the requirement of the company

- Must devote sufficient time and fully dedicating their ability for the best benefit of the company which is considered a duty and ready to regularly attend the company meeting

- Not holding the position of director in more than 5 listed companies

The Board of Directors will consider selecting qualified candidates to propose to the shareholders' meeting to consider and vote. But if the meeting of the Board of Directors has not selected the candidates to be proposed to the shareholders' meeting, such nominees will be proposed to the shareholders' meeting for consideration apart from the opinions of the Board of Directors to allow the meeting to pass the final resolution. The documents that the shareholders have to attach with in nominating the person to be in the position, namely (1) the nomination form for the position of director of the company (2) information of the nominee for the director with certificate or a confirmation letter from the securities company / agent which the owner of the information must sign and agree and send email or registered mail to the company within the time specified by the company

## 6.2 Business ethics

The Board of Directors encourages the establishment of business ethics in order to operate ethically, respect the rights and treat stakeholders with equality and fairness that can be checked. Directors, executives and employees have adhered to practice by considering them as a burden and responsibility in general for the maximum benefit of the stakeholders of the company as well as creating credibility in the business that will help the company grow sustainably. Consumers can be confident in the products and services of the company under the business operation through the top-up machine in the name of "Boonterm" with production standards by modern technology. The company has defined social responsibility. Under the framework of the Code of Business Conduct and the Anti-corruption Policy which identifies various practices that have been developed to suit the changing economic and social including follow-up and continually improve in order to keep up with the current economic and social in order to be social responsibility guidelines prepared by the Stock Exchange of Thailand which defines 8 principles as follow

### 1) Fair Business Operation

The Company concentrates on fair business operation under the good governance practices by respecting the rules and regulations of the society, fair trade competition, respecting the right in property in compliance with the relevant laws.

### 2) Anti-Corruption

The Company has anti-corruption and all forms of corruption by review the policy and practice guideline in order to conduct business fairly and benefit stakeholders, the company has been certified as a member of the Thai Private Sector Collective Action Coalition Against Corruption on June 30, 2021.

### 3) Respect for Human Rights

The Company gives priority to respect for human rights and fundamental freedoms and to treat all employees equally and fairly with no discrimination of gender and class as well as not use child labor.

### 4) The Fair Treatment of Employees

The Company takes into account the social protection of the labors on the basis of occupational health and safety in the work required by the law, as well as to create ties between employees and the organization by fair human resources management in compensation, welfare and progress in their careers, including promoting social activities within and outside the organization.

### 5) Responsibility for Consumers

The Company is committed to fair marketing practices by responding to needs and satisfaction of customers as well as managing of customer complaints, suggestions on consuming of products and services to achieve maximum satisfaction and maintain lasting relationships.

### 6) Caring for the Environment

The Company is committed to efficient environmental management according to the standard practices and abides strictly to prevent and reduce environmental problems, including participating with other sectors of the society in activities to maintain and improve environmental quality.

### 7) Participation in Social and Community Development

The Company supports public benefit activities for communities as well as encouraging employees to volunteer and participate in social and community development activities.

### 8) Innovation and dissemination of innovations with social and environmental responsibility and stakeholders

The company has developed good and modern management. Consistently seeking new innovations to increase potential under the principles of corporate governance that takes into account the interests of stakeholders. In addition, the Company has considered social and environmental for sustainable development.

The Company has published the Company ethics on website ([www.boonterm.com](http://www.boonterm.com))

## 6.3 Major changes and developments in policy and corporate governance system in the past year

### 6.3.1 Important change information.

The company was accredited as a member of the Thai Private Sector Collective Action Coalition Against Corruption on 30 June, 2021. The certification follows the company's declaration of intention to join the Private Sector Collective Action Coalition against Corruption (Collective Anti - Corruption or CAC).

Information security concerns, information systems, and cyber threats are all taken into account by the company. In order to ensure the security of information systems and protection against cyber threats, the security policy has been evaluated and upgraded computer systems and information continually and consistently.

To counterbalance the Board of Directors, executive and non - executive directors who are knowledgeable experts, ability and experience in finance, accounting, management, and others that is beneficial to the company by considering from Board Diversity are detailed in the topic of internal control on information systems and data communications. The qualifications of independent directors are equal to the standards set by the Securities and Exchange Commission

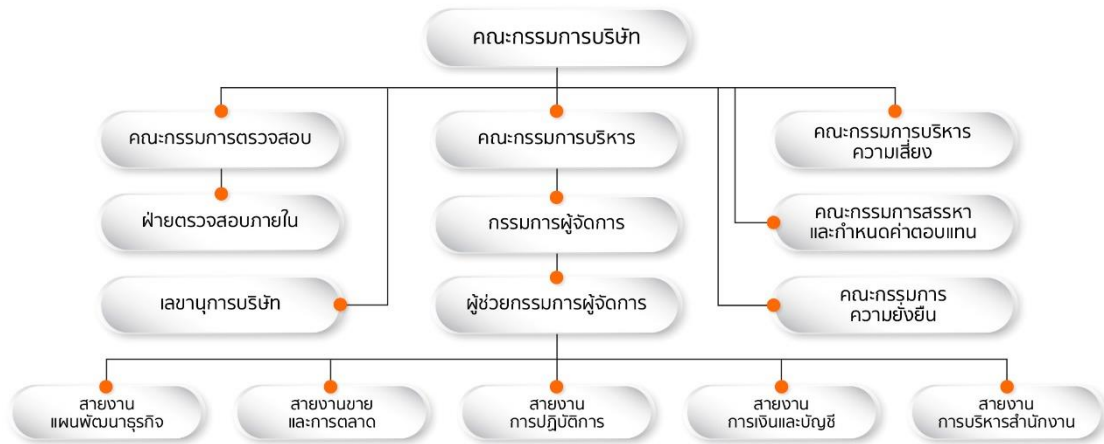
The board meeting no. 4/2023 held on 11 August 2023 and No. 6/2023 held on 13 November 2023, the Board of Director had review policy such as code of conduct. Anti-Corruption policy, Risk management policy, Personal Data Protection Policy, Information Technology System Security Policy, Business Continuity Policy, Audit Committee Charter and the Nomination and Remuneration Committee Charter. The Company has published information on the Company's website. ([www.boonterm.com](http://www.boonterm.com))

### 6.3.2 Information on various regulatory assessment projects

The Company had Corporate Governance or CG Score Level 5 (Excellence). This reflects our continued commitment to good corporate governance along with sustainable development be responsible for the environment and society under the principles of good governance which increases the confidence of investors in operating a good company.

## 7. Corporate Governance structure and The Board of Director, sub-committees, management, employee and other structure.

### 7.1 Corporate Governance structure



### 7.2 Detail for Board of Director

**Management Structure** comprises of the Board of Directors and 7 sub-committees, including

- 1) Board of Directors
- 2) Executive Committee
- 3) Audit Committee
- 4) Nomination and Remuneration Committee<sup>1</sup>
- 5) Risk Management Committee
- 6) Purchase Committee
- 7) Sustainability Committee

As of 31 December 2023, the Board of Directors consists of 9 directors; 3 were executive directors, representing 33.33% of the total number of directors and 6 were non-executive directors representing 66.67% of the total number of directors and in the Board, 4 were independent directors which was 44.44% of the total board

To counterbalance the Board of Directors and executive directors who are knowledge, competence and experience in finance, accounting, management and others. By the Board diversity is considering the qualifications of independent directors are equal to the criteria set by the Securities and Exchange Commission.

#### Corporate Governance Code for committee

According to the principles of good corporate governance, the Board of Directors is required to apply the principles for the Board of Directors to be appropriately applied and create sustainable value for the company. The 8 practical principles for the Board of Directors are as follows:

- |             |   |
|-------------|---|
| Principle 1 | Establish clear leadership role and responsibilities of the board |
| Principle 2 | Define objectives that promote sustainable value creation         |
| Principle 3 | Strengthen board effectiveness                                    |
| Principle 4 | Ensure effective CEO and people management                        |
| Principle 5 | Nurture innovation and responsible business                       |
| Principle 6 | Strengthen effective risk management and internal control         |
| Principle 7 | Ensure disclosure and financial integrity                         |

Principle 8      Ensure engagement and communication with shareholders

The Company has a policy of separating persons holding the position of Chairman of director and Executive Officer to be different persons for clarity and transparency in management. Then identified the scope, powers, duties and responsibilities of the Executive Officer. The Board of Directors are as follows:

Name		Position	Date of appointment
1. Mr. Pichit	Nimkul	Chairman of the Board of Directors	1 October 2013
2. Mr. Damrong	Kaewprasit	Director/Independent Director	1 October 2013
3. Mr. Boonchai	Sowanwanichakul	Director/Independent Director	1 October 2013
4. Admiral Kraisor	Chansuvanich	Director/Independent Director	8 April 2016
5. Pol.Lt.Gen.Boriharn	Siang-arom	Director/Independent Director	3 April 2015
6. Mr. Pongchai	Amatanon	Director/Chief Executive Officer	3 December 2008
7. Ms. Rasinee	Lerttripinyo	Director/Executive Director	21 April 2022
8. Mr. Siwaphant	Rattanavirojwong	Director	8 April 2016
9. Mr. Narongsak	Lertsuptavee	Director/Executive Director/Managing Director	1 June 2018

Note \* Mr. Siwaphant Rattanavirojwong has resigned form Director, effective date on 31 December 2023.

The Company has set a policy to limit the number of companies in which each director can hold office, whereby each director can hold a position in no more than 5 listed companies. However, the Company has not yet determined the number of directorship terms. but has relied on knowledge and ability to be able to continue holding the position of director of the Company.

All directors are fully qualified according to the law, such as the Public Company Limited Act, the Securities and Exchange Act with no prohibited characteristics according to the laws and regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

#### Authorized Director

Authorized directors consist of Mr. Pongchai Amatanon, Ms. Rasinee Lerttripinyo and Mr. Narongsak. Lertsuptavee, two of who are to sign along with the Company's seal.

#### The Scope of Authority of the Board of Directors

1. Performing duties in accordance with laws, objectives and regulations of the company as well as the resolutions of shareholders' meeting
2. Considering and approving vision, mission, policies, goals, operational plans, business strategies and annual budget
3. Considering and approving the the appointing a qualified person who has no prohibited characteristics as specified in the Public Company Act of B.E.2535 and the Securities and Exchange Act including announcements regulations and / or regulations relating to the position of the director in the event that the position of the director was vacant due to other reasons rather than retirement
4. Considering the appointment of executive directors by choosing from the directors of the Company along with determining the scope of authority, duties and responsibility of the executive directors
5. Considering the appointment of independent committee, audit committee and sub- committees by considering the qualifications and prohibited characteristics of independent directors and audit committee members according to the Securities and Exchange Act including the relevant notifications, and /or regulations of the Stock Exchange of Thailand (SET) or proposing to the shareholders' meeting to consider appointing and independent director and audit committee of the company

6. Considering, determining and changing the name of the director which has power to bind the company

7. Appointing any other person to operate the business of the Company under the control of the Board or may authorize such person to have power and / or within the time as the Board deemed appropriate which the Board of Directors may cancel, revoke, change or amend such authority.

8. Considering approval the transaction acquired or disposal of assets unless such transaction has to be approved by the shareholders' meeting. That require approval from the shareholders' meeting. Thus, such approval has to follow the announcement, regulations and /or regulations relating to the Stock Exchange of Thailand

9. Considering approval connected transaction unless such transaction is approved by the shareholders' meeting and will follow the announcement Regulations and / or regulations related to the Stock Exchange of Thailand

10. Considering approval interim dividend payment to shareholders when he saw that the company had enough profit to do so and reporting the dividend payment to the shareholders in the next shareholders' meeting

11. Consider the appointment of company secretary.

In addition, the following cases must be approved by the Board of Directors and the shareholders' meeting with votes of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote

(A) the sale or transfer of all part of the Company's business to other parties

(B) the purchase or acceptance of transfer of business of other private companies or a public limited company to the Company

(C) the contracting, editing, cancelling contracts on renting of all or some critical business of the Company, assignment to any other person to manage the business of the company or merging with another person for the purpose of sharing the loss and profits

(D) the amendment the Company's Memorandum of Association or company's regulations

(E) Increasing or decreasing the registered capital of the Company

(F) Dissolution of the Company

(G) Debentures issued by the Company

(H) Merging of companies with other companies

(I) Any other actions which are prescribed under the provisions of the securities law and / or the regulations of the Securities Exchange of Thailand must be approved by the shareholders' meeting with the above-mentioned votes, such as acquisition or disposition of assets, connected transactions, etc.

The delegation of authority, duties and responsibilities of the Board of Directors will not have a power of attorney or delegate the authority to allow the Board of Directors or the authorized person from the Board of Directors to approve the transaction that he or the person may have conflict (As defined in the Securities and Exchange Commission's announcement)

In the Board of Directors Meeting No. 4/2023, held on 11 August 2023, and No. 6/2023, held on 11 November 2023 the Board of Directors performed their duty on reviewing and approving the company's vision, mission, and strategy including reviewing important policies to be appropriate and in line with business operations in accordance with good corporate governance principles, such as anti-corruption policies, business continuity management policies, PDPA policies, Work regulation, IT policy, Risk Management policy, Related party policy, Account policy etc. and the Board had established a mechanism to oversee, monitor the implementation of the company's strategy and evaluate the performance in every quarter of the Board of Directors' meetings. The Board monitors the performance of the



management by specifying a report on the results of operations of the company especially the progress of new projects to comply with the strategy set including the progress of the risk management department.

#### **Roles of the Chairman of the Board of Directors**

Duties of the Chairman, other than those mentioned above are:

1. Acting as the Chairman of the Board of Directors
2. Casting votes in the event that the Board of Directors' meeting has 2 equal votes
3. To call for the meeting of the board of directors
4. Acting as the chairman of the shareholders' meeting

In this regard, the directors who have or may have conflicts of interest or any conflict of interest with the company are required not to have the right to vote on that matter.

#### **Term of The Board of Directors**

The Board of Director shall hold office for a term of 3 years with a term of one-year period starting from the date of the Annual General Meeting of Shareholders of the year that the Board of Director has been appointed until the date of the Annual General Meeting of Shareholders in the next year. The Audit Committee whose term has expired may be re-nominated and reappointed to the position.

Within 1 year, one-third of the Board of Directors or close to one-third have to retire Directors, who retire may be re-elected for another term. and will have a term of office from the date of appointment until the date of the annual general meeting of shareholders

### **7.3 Sub-committee**

The structure of the Board of Directors has 6 sub-committees, the Audit Committee, the Nomination and Remuneration Committee, the Risk Management committee, Executive Committee Purchase committee and Sustainability has Qualifications and responsibilities as follow:

#### **The Audit Committee**

The Audit Committee shall hold office for a term of 3 years with a term of one-year period starting from the date of the Annual General Meeting of Shareholders of the year that the Audit Committee has been appointed until the date of the Annual General Meeting of Shareholders in the next year. The Audit Committee whose term has expired may be re-nominated and reappointed to the position.

The Audit Committee has provided or called for the meeting as it deems appropriate at least 1 time per quarter (4 times per year) with clear agenda in advance and submit meeting documents to the Audit Committee and attendees in advance so that the Audit Committee has time to consider various matters or request additional information for consideration. The meeting agenda will cover all related issues as required by law and / or regulatory agencies and as assigned by the Board of Directors.

As of 31 December 2023, the Audit Committee comprised of 3 independent directors who are qualified as defined by the Securities and Exchange Commission as listed below.

Name		Position
1.	Mr. Damrong Kaewprasit	Chairman of Audit Committee/Independent Director
2.	Mr. Boonchai Sowanwanichakul	Audit Committee/ Independent Director
3.	Admiral Kraisorn Chansuvanich	Audit Committee/ Independent Director

Mr. Damrong Kaewprasit, Chairman of the Audit Committee has sufficient knowledge and experience will be responsible for reviewing of the reliability of financial statements.

#### **The Scope of Authority and Duties of the Audit Committee**

1. Reviewing to ensure that Company has accurate and adequate financial reports
2. Reviewing to ensure that the Company has an appropriate and effective internal control and internal audit system by

considering the independence of the internal audit unit as well as approving the appointment, transfer and dismissal of the head of the internal audit or any other agency responsible for internal audit.

3. Reviewing to ensure that the Company's compliance with the Securities and Exchange Act, Terms of the Stock exchange and laws related to the business of the company.

4. Considering, selecting and proposing the appointment, removing and dismissing of persons who is independent to act as an auditor of the company and propose the remuneration of such person as well as attend the meeting with the auditor without management team attending the meeting as well at least once a year

5. Considering connected transaction or transaction that may have a conflict of interest to comply with the laws and regulations of the Stock Exchange of Thailand in order to ensure that such transaction is reasonable and are of the best benefit to the Company.

6. Preparing the report of the Audit Committee disclosed in the annual report of the Company which must be signed by the Chairman of the Audit Committee and must contain at least the following information:

- (a) Opinions on the accuracy, completeness and reliability of the financial report of the Company.
  - (b) Opinions on the adequacy of the internal control system of the Company.
  - (c) Opinions on the implementation of the Securities and Exchange Act, terms of the Stock Exchange or laws relating to the Company's business.
  - (d) Opinions on the appropriateness of the auditor.
  - (e) Opinions on transactions that may have conflicts of interest.
  - (f) The number of Audit Committee meetings and the attendance of each Member of the Audit Committee.
  - (g) Overall opinions or observation that the Audit Committee received from performing its duties in accordance with the Charter of the Audit Committee.
  - (h) Other transactions that the shareholders and general investors should know under the scope of duties and responsibilities assigned by the Board of Directors.
7. Performing any other tasks as assigned by the Board of Directors with approval of the Audit Committee.

#### The Nomination and Remuneration Committee

The Nomination and Remuneration Committee has a term of 3 years and is responsible for call organizing or call the meeting as it deems appropriate at least once a year and is authorized to call additional meetings as necessary with clear agenda in advance and submit meeting documents to the Nomination and Remuneration Committee 7 days in advance.

As of 31 December 2023, the Nomination and Remuneration Committee consists of 3 independent directors, representing 60 percent of the total number of directors and 2 executive directors, representing 40 percent of the total number of directors as follows:

Name		Position
1. Admiral Kraisorn	Chansuvanich	Chairman of Nomination and Remuneration Committee/ Independent Director
2. Pol.Lt.Gen. Boriarn	Siang-arom	Nomination and Remuneration Committee / Independent Director
3. Mr. Boonchai	Sowanwanichkul	Nomination and Remuneration Committee / Independent Director
4. Mr. Pongchai	Amatanon	Nomination and Remuneration Committee / Executive Director
5. Mr. Narongsak	Lersuptavee	Nomination and Remuneration Committee / Executive Director

#### The Scope of Authority and Duties of the Nomination and Remuneration Committee

##### Recruitment

1. Determining criteria and policies for recruiting directors and sub-committees by considering the appropriateness of the structure, number of elements of the Board and determining the qualifications of directors to propose to the shareholders' meeting, as the case may be.

2. Recruiting, selecting and proposing individuals to be directors of the Company, sub-committees, Top management and company secretary to present to the Board of Directors and/or shareholders to consider and approve in the case of a vacancy due to completion of the term and in other cases.

3. Prepare a succession plan for the managing director and top executives of the company, to propose to the Board of Directors for consideration This is to ensure continuity of operations can be replaced without interruption and is reviewed regularly.

4. Review, study, and follow up on changes and trends in the remuneration of the Board of Directors. Including senior executives on a regular basis to present to the Board of Directors for approval and amendment to the Nomination and Remuneration Committee Charter in accordance with the situation. and proposed to the Board of Directors for consideration and approval.

5. Performing any other actions related to recruitment as assigned by the Board of Directors.

#### **Remuneration for Directors and Executives Training**

1. Proposing a return policy and guidelines for paying remuneration and other benefits for the directors in the Board of Directors, Sub-committees and top management as appropriate to the duties, responsibilities in accordance with the Company's performance and the market condition

2. Determining necessary and appropriate remuneration both monetary and non-monetary for the individual Board of Directors each year by considering the appropriateness of obligations, responsibilities, performance comparing with other companies in the similar business and benefits expected from the directors in order to propose to the Board of Directors for agreement and present to the shareholders' meeting for approval.

3. Reporting the policies, reasons and principles in determining the remuneration of directors and executives according to the regulations of the Stock Exchange of Thailand and disclosing them in the Company's annual registration statement (form 56-1) and the annual report.

4. Performing other duties relating to the determination of remuneration as assigned by the Board of Directors.

#### **Risk Management Committee**

The Risk Management Committee has provided or called the meeting as it deems appropriate at least 1 time per quarter (4 times per year) with clear agenda in advance and submit meeting documents to the Risk Management Committee and attendees 7 days in advance in order that the Risk Management Committee have time to consider various matters or requesting additional information for consideration. The meeting agenda will cover various issues as required by law and / or regulatory agencies and as assigned by the Board of Directors.

As of 31 December 2023, the Risk Management Committee of the company consists of 4 Management Committee members as follows:

Name		Position
1.	Mr. Damrong Kaewprasit	Chairman of Risk Management Committee/Independent Director
2.	Mr. Boonchai Sowanwanichakul	Risk Management Committee/Independent Director
3.	Mr. Narongsak Lertsuptavee	Risk Management Committee
4.	Mr. Siwaphant Ratanavirojwong	Risk Management Committee

Note \* Mr. Siwaphant Ratanavirojwong has resigned form Director, effective date on 31 December 2023.

#### **The Scope of Authority and Duties of the Risk Management Committee**

1. Considering, approving, formulating a policy, structure and risk management both in the overall framework and related policies. Risk management and management at various sections or departments will be set up to comply or comply with laws that will affect the business of Forth Smart Service Public Company Limited.

2. Determining the rules, procedures and procedures for the management plan and manage all risks related to the business of the company including screening on risk management on important issues and determining the acceptable risk level and establishing a risk management plan for the company.

3. Promoting, supporting, following up, corrective actions, supervising and monitoring management and risk management to be successful in accordance with the objectives and policies set forth.

4. Supervising the progress of the risk management plan and business continuity plan including crisis management.

5. Providing comments and suggestion measures or methods to solve problems in risk management and setting a policy framework and the steps for managing risks that may occur in each area as appropriate well as reporting risk management performance to the Board regarding risk, Audit Committee and the Board of Directors according to the agenda and related matters.

6. Being authorized to consider appointing a sub-committee or the Risk Management Working Group or the person responsible for risks in each area to work to correct or mitigate risks that may occur as appropriate

7. Considering the risk of the organization by categorizing risks into 6 areas as follows

- 1) Strategy risk
- 2) Marketing risk
- 3) Operational risk
- 4) Financial risk
- 5) Risk of non-compliance with law
- 6) Image and reputation risks

8. Considering the risk assessment results of the organization assigned to the sub-committee or the Risk Management Working Group or who are responsible for risks in each area to work, including monitoring, managing risks and reporting the risk assessment results of the organization to the Board of Directors for acknowledgment.

#### The Executive Committee

As of 31 December 2023, the Executive Committee consists of 3 Executive Directors as follows:

Name		Position
1. Mr. Pongchai	Amatanon	Chairman of Executive Committee
2. Mr. Narongsak	Lertsuptavee	Executive Director
3. Ms. Rasinee	Lerttripinyo	Executive Director

#### The Scope of duties and responsibility of the Executive Committee

1. Planning and formulating policies, strategies on business operations of the company to be in line with economic situations and competitive conditions to propose to the Board of Directors for approval.

2. Controlling the business operation of the company to be in line with the policy or business plan as well as business strategies approved by the Board of Directors

3. Proposing investment plans and/or funding of the company for the Board of Directors and/or the shareholders' meeting to approve, as the case may be.

4. Determining policies, business plans and business strategies of the Company under the objective scope

5. Approving the expenditure of investments as specified in the annual expenditure budget approved by the Board of Directors, or the Board of Directors has approved in principle.

6. Authorized to conduct trading, procurement, renting, ownership, lease, possession, improvement, utilizing or other management of any property, which includes a planned investment approved by the Board of Directors.

7. Authorized to approve the purchase of assets or settlement resulting from the operation of the company according to the contract and/or agreement with the partner according to the details in the authority chart determined by the Board of Directors within the amount authorized by the Board. The Executive Committee is authorized to approve the purchase, procurement, lease, leasing of any

property as well as have to power to invest and pay any expenses necessary for the operation of the company. The details are in the operating manual – the authority given by the Board of Directors.

8. Determining employee welfare in accordance with the conditions and economic status.

9. Performing other action to support the above actions or as assigned by the Board of Directors each time.

The delegation of powers, duties and responsibilities of the Executive Committee above will not include the authority and / or delegation of authority during the approval of any item that he or his authorized representative or person may have a conflict, (as defined in the announcement of the Capital Market Supervisory Board) or conflict of interest or other benefits with the company. The approval of such items must be proposed to the Board of Directors and / or shareholders' meeting (as the case maybe) to consider approving such transaction according to the Company's regulations of Association or related laws.

#### Purchase Committee

The Company has appointed a procurement committee in for purchasing of online top-up machine (Boonterm kiosk) from Forth Corporation Public Company Limited (FORTH) with fair pricing and comparing price before ordering.

As of 31 December 2023, the Purchase Committee consists of 2 purchasing directors as following:

Name			Position
1.	Mr. Narongsak	Lertsuptavee	Purchase Director
2.	Ms. Rasinee	Lerttripinyo	Purchase Director

#### Scope of authority and duties of the Purchasing Committee

1. The Purchasing Committee is the representative of the Board of Directors.
2. The Purchasing Committee has a duty to determining the type of product specifications to be purchased and pricing.
3. Considering and selecting quality products with properties that are beneficial to the Company.
4. Considering the purchase price of the online top-up machine at a price that does not exceed the price that the Company can supply in the general market and the machines need to have qualifications and qualities that can compare with the one proposed by FORTH.

#### Sustainability Committee

The Board of Director committee 7/2023 on 14 December 2023, has resolved to establish a sustainability committee, with the management committee as the evaluators, and presented it at the first board of directors meeting 1/2024 on 18 January 2024. The resolution appointed the sustainability committee to determine the direction and goals of operations with responsibility towards society, the environment, and in accordance with good governance guidelines. It also established the charter of the sustainability committee, outlining the composition and qualifications of its members, which must include at least one director of the company, and specified the term of office in line with the director's term. approved the related party policy or transaction involving subsidiaries of the company were conducted.

As of 31 December 2023, the Sustainability Committee consists of 4 sustainability directors as following:

Name			Position
1.	Mr. Narongsak	Lertsuptavee	Chairman of Sustainability committee
2.	Ms. Rasinee	Lerttripinyo	Sustainability Committee
3.	Ms. Rungrawee	Bangkul	Sustainability Committee
4.	Mrs. Thananit	Singthong	Sustainability Committee

#### Scope of authority and duties of the Sustainability Committee

1. Establishing direction, policies, goals, and development plans for sustainability covering environmental, social, and governance and economic aspects of the company to be presented to the Board of Directors.
2. Supporting and promoting collaboration in sustainability efforts throughout the organization by providing guidance and encouraging integration of sustainability into business strategies, risk assessments, and organizational plans for both short and long terms to achieve set sustainability goals.
3. Monitoring and evaluating sustainability initiatives to ensure balance, efficiency, and maximum benefit to the company and stakeholders, while reporting progress to the Board of Directors.
4. Providing recommendations for the development or revision of policies and practices related to organizational sustainability, such as environmental policies, risk management policies, and human rights policies.
5. Supporting, overseeing, and ensuring compliance with laws, regulations, organizational rules, and standards at both national and international levels.
6. Disclosing sustainability information to stakeholders and including reports of the sustainability committee's activities in the company's annual reports.
7. Providing guidance, promoting, and supporting knowledge and understanding of sustainability-related matters among the board of directors, management, and employees.
8. Performing other action to support the above actions or as assigned by the Board of Directors each time.

#### **Nomination of Directors and Executives**

#### Composition and recruitment of the Board of Directors

1. The company has the board of directors to carry out the business of the company, consisting of at least 5 directors and not less than half of the total number of directors must have residence in the Kingdom and the company's directors must be qualified as required by law and the Company's directors may or may not be shareholders of the company.

2. In the shareholders' meeting, directors are appointed according to the criteria and procedures as following:

2.1 A shareholder has one vote per one share.

2.2 Each shareholder will use all existing votes in accordance with Article 2.1 to elect one or several persons as directors. In the case of selecting multiple persons as directors, they cannot share their votes with any number of persons.

2.3 Persons who receive the highest votes in descending order are elected as directors, equal to the number of directors that should be or should be elected at that time. In the event that the person elected in descending order has the same number of votes, exceeding the number of directors that should be or should be elected at that time, the chairman of the meeting to cast the deciding vote.

3. At every annual general meeting of shareholders, the directors shall retire from office by one-third (1/3) of the number of directors at that time. If the number of directors cannot be divided into exactly three parts, they are to be released by the number closest to one-third (1/3) and the retired director may be elected to return to the position again. The directors who must retire in the first and second year after the registration of the company shall take a lucky draw to retire. In subsequent years, the directors who are in the position for the longest time shall be the one to resign.

4. Any directors who will resign from the position shall submit a resignation letter to the company. The resignation will be effective from the date the resignation letter reaches the company.

5. The shareholders' meeting may pass a resolution to remove any directors from office before the expiration of the term by a vote of not less than three-fourths (3/4) of the number of shareholders attending the meeting and having the right to vote and having a total of not less than half of the shares held by the shareholders attending the meeting and entitled to votes.

6. In the event that the position of the director is vacant due to reasons other than expiration of the term, let the Board choose select the person with the qualifications and has no prohibited characteristics under the law on Public Limited Companies or the Securities and Exchange laws to be the director in the next Board meeting unless the term of that direct is less than 2 months, the person who is the replacement director will be in the position of the director for only the remaining term of the director he replaces and the resolution of the committee under the first paragraph shall consist of votes of not less than three-fourths (3/4) of the remaining directors.

7. The board of directors shall select one director as chairman, and in the case that the directors consider it appropriate, the board can select one or more directors as vice chairman. The vice chairman has duties according to the regulations in the business assigned by the chairman.

#### Composition and recruitment of the Audit Committee

The Audit Committee of the Company must be appointed by the Board of Directors and approved by the shareholders of the Company to hold the position of Director of the Company and have qualifications as specified by the Securities and Exchange Act including the announcement, regulations and / or orders of the Stock Exchange of Thailand with a minimum of 3 members. At least 1 member of the Audit Committee must be knowledgeable in accounting and finance. The term of office of the Audit Committee is 3 years, from the date of appointment and when the term has expired, if the Board of Directors or the shareholders' meeting has not yet resolved to appoint a new Audit Committee, the former Audit Committee will continue to perform duties until the Board of Directors or the shareholders' meeting has appointed a new audit committee to replace the former Audit Committee whose term has expired and / or is in accordance with the term of the Company's directors. The Audit Committee members who have been appointed must be independent directors and have the qualification as the Audit Committee as follows:

#### (1) Independent Board Qualifications

1. Holding shares not more than 1 percent of the total number of shares with eligible votes of the company, parent company, subsidiary company, associate company, major shareholder or the person having control power of the company, including the shareholding of related persons of that independent director.

2. Not being or used to be a director who is involved in the management work, employees, consultants who receive regular salary or person who have power to control the company, parent company, subsidiary company, associated company, same-level subsidiary, major shareholder or of the controlling person of the company except that such person has been free from that status for not less than 2 years before the date of submission of the request to the Office of the Securities and Exchange Commission. Such prohibited characteristics do not include the case where the independent director used to be a government official or consultants of government agencies which is a major shareholder or the controlling person of the company.

3. Not being a person who has a relationship by blood or by legal registration in a manner that is father, mother, spouse, sibling and child, including spouse of the child of the executives, major shareholder, controlling person or the person who will be offered as an executive or the controlling person of the company or subsidiaries.

4. Not having or used to have a business relationship with the company, parent company, subsidiary company, associate company, major shareholder or the person having control of the company in a manner that may obstruct their independent judgment including not being or having been a significant shareholder or the person who has control over the person who has business relationship with the company, parent company, subsidiary company, associate company, major shareholder or the controlling person of the company unless he has been terminated for not less than 2 years before the date of submission of the application to the Securities and Exchange Commission.

5. Not being or having been an auditor of the company, parent company, subsidiary company, associate company, major shareholder or the controlling person of the company and not being a significant shareholder, controlling person or partner of the audit office which has the auditor of the parent company, subsidiary company, associated company, major shareholder or the controlling person

of the company under unless he has been terminated for not less than 2 years before the date of submission of the application to the Securities and Exchange Commission.

6. Not being or having been a professional service provider which includes providing legal services or financial advisor which received a service fee of more than 2 million baht per year from the company, parent company, subsidiary company, associated company, major shareholder or the controlling person of the company And not being a significant shareholder Controlling person or a partner of that professional service provider unless he has been terminated for not less than 2 years before the date of submission of the application to the Securities and Exchange Commission.

7. Not being a director appointed as a representative of the company's directors, major shareholder or shareholders which is related to the major shareholder.

8. Not operating in a business that has the same condition and is a significant competition with the business of the company or subsidiary or not a significant partner in the partnership or being a director who is involved in the management of an employee, employee, advisor who receives a regular salary or holds more than 1 percent of the total number of shares with voting rights of other companies which operates a business of the same condition and is a significant competition with the business of the company or subsidiary.

9. There is no other characteristic that makes him unable to give independent opinions about the operations of the company.

10. Independent directors according to the above qualifications may be assigned by the Board of Directors to make decisions on the operation of the company, its parent company, subsidiary company, associated company, same-level subsidiary, major shareholder or controlling person by having a decision in the form of a Collective Decision.

#### (2) Qualifications of the Audit Committee

1. Not being a director assigned by the Board of Directors to decide on the business of the company, parent company, subsidiary company, associated company, same-level subsidiary, major shareholder or the controlling person of the company.
2. Not being a director of the parent company, subsidiary company or same-level subsidiary company that is a listed company.
3. Have sufficient knowledge and experience to be able to act as an Audit Committee member. at least one Audit Committee member must have sufficient knowledge and experience to be able to perform the duty of reviewing the reliability of financial statements.
4. Having duties in the same manner as specified in the announcement of the Stock Exchange of Thailand regarding the qualifications and scope of work of the Audit Committee.

#### The composition and nomination of the Executive Committee

The Executive Committee must be a director and / or executive of the company which has been appointed by the Board of Directors with the number as the Board of Directors deems appropriate where the Board of Directors will appoint an executive director as the chairman of the executive board.

#### The composition and nomination of the Managing Director

The Managing Director will come from the nominating of the Executive Committee by selecting from persons who is member in the Executive Committee at the time of selection to propose to the Board of Directors to approve the appointment of persons to be appointed as the Managing Director.

#### The composition and nomination of the Executive Committee

The Executive Committee must be a director and / or executive of the company which has been appointed by the Board of Directors with the number as the Board of Directors deems appropriate where the Board of Directors will appoint an executive director as the chairman of the executive board.

#### The composition and nomination of the Managing Director

The Managing Director will come from the nominating of the Executive Committee by selecting from persons who is member in the Executive Committee at the time of selection to propose to the Board of Directors to approve the appointment of persons to be appointed



as the Managing Director.

**Management Structure** comprises of the Board of Directors and 6 sub-committees, including

#### **Disclosure detail of Management**

Basic information of the Board of Directors and each of the 6 sub-committees are as follows:

- 1) Board of Directors
- 2) Executive Committee
- 3) Audit Committee
- 4) Nomination and Remuneration Committee<sup>1</sup>
- 5) Risk Management Committee
- 6) Purchase Committee
- 7) Sustainability Committee

By reflects the qualifications, abilities and diversity of skills and expertise. The Company has disclosed such information in Appendix 2. In addition, the Company has published the charter of each committee on the Company's website. ([www.boonterm.com](http://www.boonterm.com))

#### **Company Secretary**

The Board of Directors' Meeting No. 5/2018, on 1 June 2018, resolved to appoint Ms. Rungrawee Bangkul to be the Company Secretary to take care of various activities of the Board of Directors and supervise the Board of Directors to comply with the Company's regulations as well as various laws and regulations associated with the scope of authority and the responsibilities of the company secretary as follows:

1. To prepare and maintain the following documents:
  - (a) Registration of directors
  - (b) Board meeting invitation letter, Board meeting minutes and the annual report of the company
  - (c) Notice of shareholders meeting and meeting minutes of shareholders
2. To maintain reports of interest reported by directors or executives and submit a copy of the report to the Chairman and the Chairman of the Audit Committee within 7 business days from the date the Company receives the report.
3. To create a system for keeping documents and evidence related to the following information including ensuring that the documents or evidence are kept correctly and completely and can be inspected for a period of not less than 5 years from the date that the document or information is prepared.

Keeping the above documents and evidence shall include storage by computer system or any other system that can be viewed without changing the text.

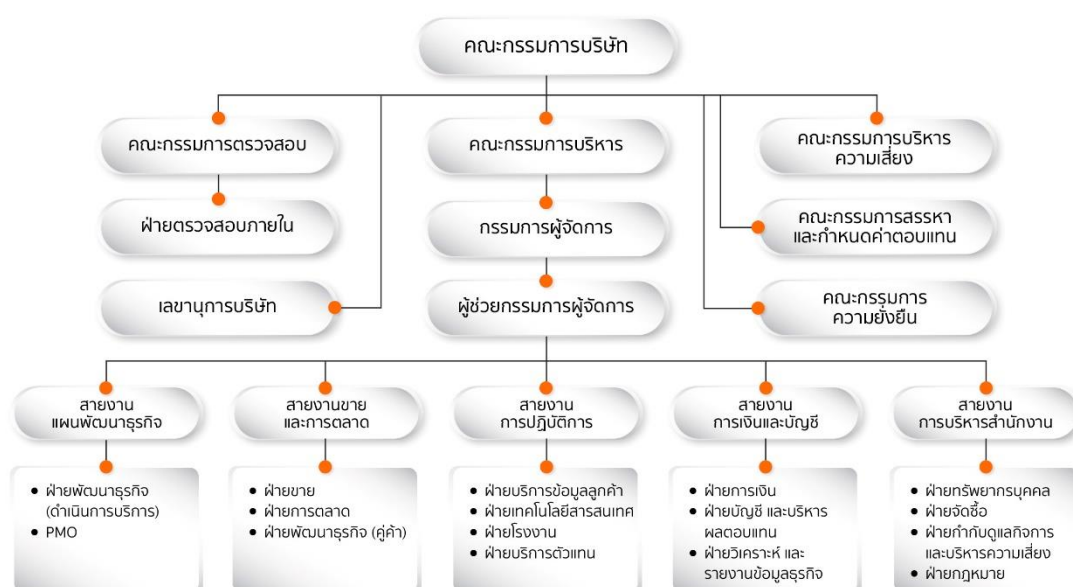
- (1) Providing information for the resolution of the shareholders' meeting
- (2) Financial statements and reports on the financial status and operating results of the company or any other reports that must be disclosed under Section 56, Section 57, Section 58 or Section 199 of the Securities and Exchange Act
- (3) Company opinion when there is a general tender offer for shares of the company from shareholders
- (4) Providing information or other reports about the business that the company has prepared to disseminate to shareholders or the general public as prescribed by the Capital Market Supervisory Board
4. To perform other tasks as announced by the Capital Market Supervisory Board
5. Having to perform duties with responsibility, caution and honesty including comply with laws, objectives, regulations of the company Board resolution as well as the resolution of the shareholders' meeting and does not act in any way that is contrary to or inconsistent with the interests of the company significantly.
6. Must perform duties with responsibility and caution as a business person like that should be done under the same circumstances by
  - (1) The decision has been made in good faith and reasonable that it is for the best interest of the company.

(2) The decision has been made based on information that is believed to be good enough and

(3) The decision has been made by himself without a stake whether directly or indirectly in the matter that is decided

In the case that the company secretary vacates office, he cannot perform his duties. The board of directors shall appoint a new company secretary within 90 days from the date the former company secretary vacates office or is unable to perform his duties.

## 7.4 Executive information



### 7.4.1 Management Team

As of 31 December 2023, the Executive Committee in according with the definition of the Securities and Exchange Commission consists of 5 executives as following:

Name			Position
1.	Mr. Narongsak	Lertsuptavee	Managing Director / Finance Director
2.	Ms. Rasinee	Lertripinyo	Sales and Marketing Director
3.	Mr. Tanatpong	Sroisuan	Assistant Director of Business Development and Marketing
4.	Mr. Sarawut	Pacharoen	Senior Agent Service Manager
5.	Ms. Rungrawee	Bangkul	Senior Finance Manager

Note: \* The executive (according to the SEC definition) means the managing director or the first four executive level positions, ranking from the managing Director. Those who hold positions equivalent to those of the fourth executive level and shall include those holding positions at the management level in accounting and finance, or equivalent.

### Scope of duties and responsibilities of the Managing Director

1. To manage and control the normal business operations of the company and may authorize the executive or any other person to take action on the daily operations of the company.
2. To determine and supervise the overall operation in practice in order to comply with the policies set by the Board of Directors and / or the Executive Committee
3. To proceed as assigned by the Board of Directors and / or the Executive Committee
4. Authorized to approve the purchase, lease or investment according to the plan approved or have the authority to approve or

cancel the purchase, employment, rent, leasing, sale of property, investment and payment for all expenses necessary for the operation of the company with details as in the operation manual - the authority determined by the Board of Directors.

5. Authorized to approve purchasing property or payment for cost or expenses due to the operation of the company and relating to the contract and / or agreement with the partner with details as in the operation manual - the authority determined by the Board of Directors.

6. To consider the business strategy and fund raising of the company to present to the Board of Directors and / or the Executive Committee in order of importance.

7. Authorized to hire, appoint, transfer, dismissal, lay off, stipulate wages, give rewards, salary increase and other compensation of all employees of the company in the position below the department manager.

8. Authorized to open and close various types of deposit accounts with banks and financial institutions for the convenience of normal business operations of the company by taking into account the benefits of the company

9. To propose for approval of the appointment of consultants in various areas that are necessary for the operation of the company through the board of directors.

10. Authorized to issue orders, regulations, announcements, notes to ensure that the operations are in accordance with the policies and benefits of the company and to maintain disciplines within the organization.

11. To propose management guidelines for the Board of Directors and the Executive Committee for consideration.

12. To summary of performance to present to the Board of Directors and the Executive Committee

13. To supervise and manage the sales and marketing management tasks both domestically and internationally.

In this aspect, the delegation of authority, duties and responsibilities of the Managing Director mentioned above, the Managing Director must comply with various requirements and agenda approved by the Board of Directors and will not include the authority and / or delegation of authority during the approval of any items that he or his authorized representative or persons who may have conflicts (As defined in the Capital Market Supervisory Board announcement) has a conflict of interest or other benefits with the company. The approval of such transactions must be submitted to the Board of Directors and / or the shareholders' meeting (As the case may be) to consider approving such transactions according to the company's regulations or related laws.

Anything other than those mentioned above, the Managing Director cannot do it unless assigned by the Board of Directors from time to time. In addition, the delegation of authority to act on various important issues, is a power of attorney made by the Board of Directors.

#### **7.4.2 Remuneration Policy for Executive Directors and Executives**

##### Guidelines for determining remuneration of Directors and senior executives

Remuneration for directors is determined by duties and responsibilities of directors including the performance of the directors and the operating results of the company in accordance with the compensation rate in the market or industry. Directors' remuneration is approved by the Nomination and Remuneration Committee and presented to the Board of Directors to consider before presenting to the shareholders' meeting for approval.

Remuneration for senior management is determined in accordance with the principles and policies set by the Nomination and Remuneration Committee. The determination of such remuneration is at an appropriate level comparable to the same industry by taking into account the obligations responsibility which is linked to the performance of the company and the performance of each senior executive in order to be able to attract and maintain qualified personnel. Annual remuneration and bonuses for senior management will be considered by certain criteria by the operating results of the company, overall economic conditions and the performance of each senior executive.

### 7.4.3 Compensation

#### Monetary Remuneration – Executives

Remuneration	2021		2022		2023	
	No. of Executives	Total amount (Baht)	No. of Executives	Total amount (Baht)	No. of Executives	Total amount (Baht)
Salary and Bonus	6	14,061,100	6	13,193,865	6	14,835,682

Note: The Company doesn't provide other benefit except Salary, Bonus, accident insurance, life insurance, provident funds, annual health check and contributions to the Social Security Fund. The annual bonus and salary adjustment will be assessed from the performance to be reasonable (KPI)

#### Non-monetary compensation

- None –

## 7.5 Employees

#### No of employees

End of 31 December 2023 The Company has total 287 employees (Not include executive) which can display the number of employees can be separated by department as follows:

Department	December 2019	December 2020	December 2021	December 2022	December 2023
	Total (Employees)				
1. Call Center	58	59	65	52	41
2. Information Technology (IT)	13	14	15	16	16
3. Sale	13	18	17	16	12
4. Marketing	5	8	9	7	9
5. Factory	53	53	52	52	53
6. Agent Service	48	53	58	51	67
7. Human Resource and General affair	10	10	11	11	11
8. Account and commission	21	21	21	21	26
9. Finance	24	25	27	22	25
10. Business Development	8	7	9	8	8
11. Compliance and Risk Management	4	5	6	7	7
12. Lending <sup>1</sup>	1	4	5	6	10
13. Business Intelligence <sup>2</sup>	-	2	2	1	2
<b>Total</b>	<b>258</b>	<b>279</b>	<b>297</b>	<b>270<sup>3</sup></b>	<b>287<sup>3</sup></b>

Note: The Company has only permanent employee

<sup>1</sup> Lending Department has established contributed in 2019

<sup>2</sup> Analyze and reporting has established in 2020

<sup>3</sup> Not include executive director

#### Total Employee Compensation and return characteristics

Employee Compensation	2019	2020	2021	2022	2023
Employee Compensation in the form of salary, bonuses, overtime pay, social security payments Provident Fund and various welfare (Unit : Baht)	112,048,537	128,880,627	125,122,398	132,063,403	129,863,039.24

Note: The Company established a provident fund on 29 July, 2011. The provident fund is managed by American International Assurance Co., Ltd. The Company and employees make monthly contributions to the fund at the rate of 3 percent of salary.

#### Major labor disputes in the past 3 years

– None –

#### Human resource policy

The company has a policy to develop personnel. The objective is to enhance knowledge, skills and expertise as well as efficiency in the performance of employees at all levels. Human resource development is an investment to create a long-term competitive advantage. All employees level will receive appropriate and continuous self-development. The human resource development policy as follows:

1. All employees have the opportunity to develop knowledge, ability and skill to be professionally and have desirable characteristics
2. The Company has training all employees by
  - On the Job Training, new employees will be train by supervisor in each department.
  - In house training, by inviting external speakers to pass on their knowledge to employees.
  - External training, training and Seminars on matters related to the performance of each department.

The company regards human resources as the most valuable assets. personal rights and protected from violating personal rights including the right to be treated and have equal opportunities The company gives importance to the welfare and safety of employees as detailed below.

#### ☐ Compensation of Employee

The Company is committed to fair compensation for employees along in accordance with the assigned duties and responsibilities. Compensation can compete with the labor market and the company does not provide any other benefits to employees and executives apart from salary, wages, bonuses, accident insurance, life insurance, provident fund, annual health check and contributions to the social security fund. Every year, employees will be entitled to receive special remuneration (bonuses) which are considered from the performance of employees and the profits of the company each year. In addition, employees have the right to receive remuneration that increases every year depending on the performance of employees according to key performance indicators (KPI) and business operational results. Business operations which are considered reasonably.

#### ☐ Welfare of the employees

1. Accident insurance
2. Life insurance and health insurance
3. Provident Fund, Social Security Fund.
4. Financial aid in case of death of employee, father, mother, wife, son or daughter.
5. Allowance for working in other provinces
6. Gasoline cost in case that an employee uses the car for work and actual vehicle costs when having to travel for the company.
7. Adjust the annual wage
8. The annual bonus depends on the performance and key performance indicators (KPI).
9. Uniform

10. Annual party, annual provincial tourism and annual sport event
11. Welfare loans, namely the housing loan etc.

## 7.6 Other information

### Disclosure and Transparency

The Company has a policy to disclose information and information accurately, completely and in a timely manner so that various stakeholders can receive information that shows the results of operations, financial status and other information. The interested parties can access various information of the company including financial statements, annual reports, performance in the past year of the Board of Directors and sub-committees, Corporate Governance Policy, Environmental and social care policy and compliance with such policies, etc. The Company will regularly update various information.

The Board of Director has appointed persons responsible for the preparation of data and information to ensure that the information is correct, complete and timely as follows:

- 1) Mr. Narongsak Lertsuptavee, Managing Director and Chief Accounting Officer (Acting) since 31 May, 2022 who directly responsible for accounting and finance. The qualifications of the person in charge appear in Attachment 2 in place of Mr. Teemanus Kiatdechpanya, Chief Accounting Officer which resign since 31 May, 2022
- 2) Miss Rungrawee Bangkul, Company secretary since 1 June 2018, responsible for all of the Board of Directors's activity. The qualifications has appear in Attachment 2.
- 3) Ms. Juthamas Mungmart, Compliance and Risk Management department since 1 February 2019, responsible for supervising regulations, practices and operations in accordance with the legal framework. The qualifications has appear in Attachment 8.

The company offers chances throughout the year to a variety of groups or individuals, including shareholders, journalists, and financial institutions. Visitors to the company have included customers, educational institutions, etc. The company is also aware of how crucial information is to stakeholders and investors. Therefore, the company has a policy to disclose information about the duties and responsibilities of the Board of Directors and the inspection committee, the no. of meetings, and the no. of times the directors attended the Board of Directors' meetings in the previous year in the annual report and invitation letter to shareholders' meeting in accordance with the rules of the Stock Exchange of Thailand and the Securities and Exchange Commission. Together with the auditor's report, the Board of Directors' Responsibility Report on Financial Reports has also been provided.

### Meeting with investors

The Executive Chairman is designated by the Board of Directors as managing director, director of finance and accounting, or as the person in charge of speaking with the media and providing information. The company's operations and related activities are included in the scope. Also, there is a body or individual in charge of "Investor Relations" who has the explicit mandate to plan, carry out, and disseminate corporate information to shareholders, investors, securities analysts, the media, and information that has already been made available to the general public. By offering them the chance to meet with corporate officials as necessary and providing the following information, it also helps to promote the reputation and credibility of the company's operations. Related parties can contact each agency equally and fairly.

The Company has an Investor Relations with a specific purpose in the responsibility of investor relations. by preparing the activity plan and disseminating the Company's information to shareholders, investors, securities analysts and the media in order to promote the image and reliability in the operation of the company which related parties can contact as follows:

Investor Relations

256 Phaholyothin Rd., Samsennai, Phayathai, Bangkok 10400

Tel: 02-278-1777 Ext. 6705

E-mail: investor@forthsmart.co.th

Additionally, to adhere to company operations under the principle of good corporate governance in providing information to analysts and investors, fair presentation of information to 3rd parties, and equal recognition of information to stakeholders. The operation of investor relations must be accurate, comprehensive, transparent, and in compliance with the law for the benefit of all stakeholders. As a result, the corporation has established the following rules for the investor relations code of conduct:

1. Provide pertinent information in a timely manner to enable investors to make informed decisions.
2. Avoid using insider knowledge.
3. Provide equally and fairly all information.
4. Do out tasks ethically and in accordance with the equality principle. No bribe is subject to discrimination.
5. Get more knowledge to enhance work in a manner consistent with sound corporate governance and to consistently raise the standard of work

To share information regarding the company's success, the company has arranged a silent period. 7 days before to the quarterly and annual results announcement, this covers news and public disclosure of financial information by executives and investor relations officers, due to the COVID - 19 epidemic and to prevent disingenuous material that can have an effect on the company's stock price, causing investor relations operations to become virtual meetings rather than the in - person meetings that were previously done.

**Core activity in 2023 has follow:**

Activity	No. of activity
Company Visit /Conference call/ Virtual Conference	3
Opportunity days	4

**Remuneration for Auditor**

**1. Audit fee**

The Company and its subsidiary paid audit fee in 2023 to the EY Office Limited and the details are as follow:

- (1) Forth Smart Service Public Company Limited paid audit fee of 1,690,000 Baht
- (2) Forth Smart Capital Company Limited paid audit fee 700,000 Baht
- (3) Forth Smart Digital Company Limited paid audit fee 195,000 Baht
- (4) Forth Smart Distribution Company Limited paid audit fee 235,000 Baht

**2. Non-audit fee**

The company paid compensation for other services to the KPMG Poomchai Advisory Accounting Co. Ltd. with the following details:

- ☐ Examination fees for general control of information technology systems in order to comply with the conditions of the Bank of Thailand in the electronic payment service business, account c (6) (e-Money), amount 800,000 baht.

## 8. Report on corporate governance performance

### 8.1 Summary of performance of the Board of Directors in the past year

The Board of Directors is aware of the significance of its functions and duties in formulating rules and plans that boost competition, establishing the values and business culture, including optimization. Monitoring the effectiveness of the organization's internal control system and risk management, as well as any other suggestions that will help the company grow.

In 2023, the Board of Director has meeting total 7 times, meeting schedule is set in advance. and the Board of Directors receives the meeting documents at least 5 working days in advance.

#### 8.1.1 Recruiting, developing and evaluating the performance of the Board of Directors

Procedure for Nomination and Appointment According to the Company's Articles of Association, the Nomination Committee, which is made up of 3 independent directors out of the Nomination and Remuneration Committee's total 5 members, is in charge of choosing and screening qualified individuals and nominating candidates who are qualified to obtain professional and diverse directors based on the structure and size of the organization as well as the composition of the board. The Nomination Committee also provides recommendations to the Board of Directors for action. The shareholders' meeting will then be given the names of these directors for the purpose of electing them in accordance with the criteria. Shareholders have also been given the chance to participate in the nomination of qualified directors and appropriate properties by the Nomination and Remuneration Committee. The Board of Directors has taken into account that the individuals proposed as independent directors have the freedom to voice their ideas while abiding by applicable laws.

There was no shareholder proposal for a new director in 2023, and the company did not seek for and appoint new directors. Performance, management, meeting attendance, and other factors, including involvement in other Board of Director's activities, were taken into account while deciding whether to reappoint current directors to the Nomination and Remuneration Committee. These are the 3 directors who have been proposed for reappointment for another term and who the Board of Directors has determined through its screening procedure have the qualifications necessary for the Company's business operations as below:

- 1) Mr. Damrong Kaewprasith the Board of Director/Independent Director/Chairman of Audit Committee/Chairman of Risk Management Committee
- 2) Pol.Lt. Gen Boriarn Siangarom the Board of Director/Independent Director/Nomination and Remuneration Committee
- 3) Mr. Siwaphant Rattanavirojwong the Board of director/Risk Management Committee

Cumulative voting is not used by the company for electing directors. The Business permits shareholders to choose certain directors by ballot. The shareholders will vote in full to choose each director candidate one at a time.

#### Board Skill Matrix

The Nomination and Remuneration Committee requested that the Board of Directors meet to review and adopt the Company's Board Skill Matrix in order to examine knowledge, skills, and particular expertise of the Company at Board of Directors Meeting No. 5 / 2023 on 14 September 2023. In order to establish the director recruiting policies that are consistent with the company's goal, the current Board will take into account the diversity of talents, experience, and knowledge. A training programmed for directors that follows the policies of the organization is also beneficial.

Skill	The Board of Director	Audit Committee	Risk Management Committee	Nomination and Remuneration Committee
Management and Strategy	✓	✓	✓	✓
Budgeting, Account and Finance	✓	✓	✓	✓
Information Technology	✓	✓	✓	✓
Marketing	✓	✓	✓	✓



Legal	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Risk Management	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Good Corporate Governance	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Human Resource	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

#### **Top management recruitment**

The Nomination and Compensation Committee has been given the task of examining the standards and procedures for hiring qualified individuals for top management positions by the Board of Directors. Candidates that are completely qualified, appropriate, competent, skilled, and experienced and are advantageous to the company's operations have been taken into consideration and screened during the nomination process to be used as a framework for auditing the performance of the Board of Directors' duties.

The Board of Director has assignment to the Nomination and Compensation Committee consider criteria and methods for recruiting qualified persons to hold top management positions. The nomination process has considered and screened candidates who are fully qualified, appropriate, knowledgeable, skilled and experienced that are beneficial to the Company's operations. and understand the business of the company very well and able to manage the work to achieve the objectives set by the Board of Directors.

#### **Self-evaluation of the Board of Directors**

The Board of Directors set up a Board Self-Assessment on an annual basis, by choking the appraisal from that the company adjusted from the example of the Stock Exchange of Thailand. Then prepare 3 sets of assessment forms as follows.

1. Self-Assessment for the Board of Directos as a whole.
2. Self-Assessment of committee as a whole include with 3 subsidiaries committee follow:
  - 2.1 Audit Committee
  - 2.2 Risk Management Committee
  - 2.3 Nomination and Remuneration Committee
3. Self-Assessment of the Board of Directors and of committee members on as individual basis

In accordance with the approved corporate governance policy and / or according to good practice to improve the performance of the Board of Directors in line with the established policies to review the issues and challenges that have occurred in the past and have a thorough understanding of the business of the company and be able to manage the work to achieve the objectives set by the Board of Directors.

The board's group, subcommittee, and individual committee performance evaluation procedures are as follows:

1. The 3 committees' self - assessment forms are taken into consideration by the Nomination and Remuneration Committee before being submitted to the Board of Directors for review and approval.
2. The assessment form is approved by the Board of Directors after it has been checked for accuracy, completion, and adherence to the required criteria.
3. Every January, the Board of Directors and each subcommittee receive the Board of Directors' self - assessment form from the Company Secretary.
4. In order for the Board of Directors to acknowledge the results of the analysis from the evaluation, the Company Secretary must summaries and analyses the performance evaluation of the company's directors.

The performance of each committee was reported by the Company Secretary to the Board of Directors in 2024, for discussion at the Board of Directors meeting.

The following crucial areas are covered by criteria for assessing the performance of the Board of Directors and all subcommittees collectively:

#### **Board structure and qualification**

- 1) Roles, duties and responsibilities of the board
- 2) The board meeting

- 3) Duties of directors
- 4) Relationship with management
- 5) Director's self improvement and management training

The assessment results of the Board of Directors were at a very good level with an average score of 100%.

Criteria for assessing the performance of the Board of Directors on an individual basis It will cover the following important issues:

- 1) Board structure and qualification
- 2) The board meeting
- 3) Roles, duties and responsibilities of the board

The assessment results of the Board of Directors were at a very good level with an average score of 91%

Subsidiaries committee are Audit Committee, Nomination and Remuneration Committee and Risk Management Committee have assessment performance. In 2023, every committee had review question and improvement of questions and assessment criteria to cover operations according to best practices.

#### **Evaluation of the performance of the Chief Executive Officer**

The Board of Director has provided strategy and annual performance of CEO including evaluating such performance compared to the target to ensure that it meets the criteria and is linked to the strategic plan. The representatives of the Board of Directors will inform the Chief Executive Officer of the assessment results.

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

The Board of Directors requires to organize the orientation for new directors in order that they have knowledge and understanding of the business of the company and related regulations. In addition, the Board of Directors has a policy to encourage all directors, senior executives including the company secretary need to continue to receive training on good corporate governance of the company both internal training and participation in training with other external institutions such as the Stock Exchange of Thailand, Securities and Exchange Commission or Thai Institute of Directors (IOD), etc.

In the year 2023, the Board of Directors supports the Directors and senior management Attend training and attend seminar activities in order to increase knowledge in the work continuously as follows

- ☐ Mr. Damrong Kaewprasith, Director/Independent Director/Chairman of Audit Committee/Chairman of Risk Management Committee
  - Risk Management Program for Corporate Leaders : RCL 30/2023, Thai Institute of Directors Association
  - Seminar on the topic "Decorating financial statements to commit corruption in the Thai capital market and sustainability under the economic recession and measures to reduce global warming" EY Office Company Limited
  - Seminar on the topic "Importance of the Audit Committee and Confidence in the Thai Capital Market" Federation of Accounting Professions Under the Royal Patronage of His Majesty the King In collaboration with the Securities and Exchange Commission Stock Exchange of Thailand Thai Institute of Directors Association and the Thai Listed Companies Association.
- ☐ Admiral Kraisorn Chansuvanich , Director/ Independent Director/ Chairman of Nomination and Remuneration Committee/Audit Committee
  - Engaging Board in ESG:The Path to Effective Sustainability – The Stock Exchange of Thailand
  - Seminar on the topic "Decorating financial statements to commit corruption in the Thai capital market and sustainability under the economic recession and measures to reduce global warming" EY Office Company Limited
  - Seminar on the topic "Importance of the Audit Committee and Confidence in the Thai Capital Market" Federation of Accounting Professions Under the Royal Patronage of His Majesty the King In collaboration with

the Securities and Exchange Commission Stock Exchange of Thailand Thai Institute of Directors Association and the Thai Listed Companies Association.

- ☐ Mr. Boonchai Sowanwanichakul, Director/Audit Committee/Nomination and Remuneration Committee
  - Seminar on the topic “Decorating financial statements to commit corruption in the Thai capital market and sustainability under the economic recession and measures to reduce global warming” EY Office Company Limited
  - Seminar on the topic “Importance of the Audit Committee and Confidence in the Thai Capital Market” Federation of Accounting Professions Under the Royal Patronage of His Majesty the King In collaboration with the Securities and Exchange Commission Stock Exchange of Thailand Thai Institute of Directors Association and the Thai Listed Companies Association.
- ☐ Mr. Narongsak Lertsuptavee, Director/Managing Director/Risk Management Committee/Nomination and Remuneration Committee/Chief Finance Officer (Acting)
  - HCM Roudtable 1/2023 “Initiatives to create effective HR Strategies-Sharing from HR Leaders” Thai Listed Companies Association
  - Engaging Board in ESG:The Path to Effective Sustainability – The Stock Exchange of Thailand
  - “Consultative Dialogue : Thailand Ahead” Seminar Thai Capital Market Academy
  - Strategy Redefined Seminar: Deloitte Thailand
- ☐ Miss Rasinee Lerttripinyo, Assistant Managing Director/Director
  - Social Listening Analytics Class 20th Facebook Page : Marketing one day at a time
  - Thai-Chinese New Generation Executives (WMTTC), Class 4, Thai-Chinese Leadership Studies Institute, Huachiew Chalermprakiet University, in collaboration with Beijing University.
- ☐ Mr. Tanutpong Soisuwan, Development and Marketing Assistance Director
  - Strategy Redefined Seminar: Deloitte Thailand
- ☐ Miss Rungrawee Bangkul, Finance and Account Assistance Director/Company Secretary
  - Strategic CFO Class 10, the Stock Exchange of Thailand
  - CFO & Tax Forum, EY Office Co.,Ltd.
  - Sustainable Development Report, The Stock Exchange of Thailand

#### **Succession Plan**

The Board of Directors sets policies and criteria for selecting executives and policy of succession in the case of emergency or retirement of executives with a transparent process which will consider from knowledge and ability including experience and ethics.

#### **Orientation for new directors**

For new directors and executives, the company provides basic information about the company, such as organizational structure and management, nature of business, products and services, performance, company regulations and laws related to the company including the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand so that such directors can understand the nature of the business and the operation of the company as well as to acknowledge the roles, duties and responsibilities of being a director or independent directors.

In 2023, have not a new director.

#### **Self-meeting between non-executive directors**

The company arranges meetings for non-executive directors to meet with each other as appropriate to allow the non-executive directors to discuss various problems that occur in the company and offer suggestions that should be taken into consideration for the development of the business of the company. In 2023, the company has held the meeting for the non-Executive Directors on 14 December, 2023.

In terms of good corporate governance according to the principles of good corporate governance for listed companies 2017 (CG Code) that has not yet been implemented, the company will use it as a guideline for appropriate deployment as below:

Item of no compliance	Reasons
Requiring the directors or senior executives to report to the Board of Directors or the person entrusted with the purchase, sell shares of the company at least 1 day in advance before trading..	The Board of Directors has set up measures to prevent the abuse of inside information by related parties including spouses and underage children. It is prohibited to use information that has not been disclosed to the public for use in the transaction or for personal benefits that may cause conflict of interest. The Board of Directors consider such action as a serious offense and define it in the the business ethics of the company

Changes in shareholding of directors and senior executives

Name	Position	Share (Number)		Increase (Decrease)
		30 December 2022	28 December 2023	
Mr. Pichit Nimkul	Chairman of the Board of Director	4,500,010	4,500,010	-
Mr. Damrong Kaewprasit	Director / Independent director/ Chairman of Audit Committee / Chairman of Risk Management Committee	-	-	-
Mr. Boonchai Sowanwanichakul	Director / Independent director/ Audit Committee / Risk Management Committee / Nomination and Remuneration Committee	-	-	-
Admiral Kraisor Chansuvanich	Director / Independent director/ Audit Committee / Chairman of Nomination and Remuneration Committee	-	-	-
Pol.Lt.Gen.Boriham Siang-arom	Director / Independent director/ Nomination and Remuneration Committee	-	-	-
Mr. Pongchai Amatanon <sup>1</sup>	Director / Nomination and Remuneration Committee / Chief Executive Director	40,583,600	40,583,600	-
Mr. Siwaphant Rattanawirojwong	Director / Risk Management Committee	10,000,000	10,000,000	-
Mr. Narongsak Lertsuptavee	Director / Risk Management Committee/Nomination and Remuneration Committee/Executive Director/Managing Director/ In charge of Chief Financial Officer	-	-	-
Ms. Rasinee Lerttripinyo <sup>2</sup>	Director / Executive Director/ Assistant Managing Director	655,400	655,400	-
Mr. Thutpong Soisuan	Business Development and Marketing Assistant Director	-	-	-
Mr. Sarawut Pacharoen	Agent Service Senior Manager	-	-	-
Ms. Rungrawee Bangkul	Finance and Account Assistance Director /Company Secretary	-	-	-

Note <sup>1</sup> Mr. Pongchai Amatanon, including spouse and minor children.

### 8.1.2 Meeting and Compensation of Directors

The Company had policy to schedule meetings in advance each year and sent meeting documents to the directors at least 7 days in advance of the meeting date. Then set a policy on the minimum quorum at the time the Board of Directors will vote at the Board of Directors' meeting that there must be no less than 2 in 3 of the total number of directors.

#### Remuneration of Directors and Management

The Annual General Meeting of Shareholders for the year 2023 on 21 April 2023 has approved the directors' remuneration for the year 2023 which are listed below.

Composition of Remuneration for Directors	2022	2023
<u>The meeting allowances</u>		
Chairman of the Board of Directors	33,000 Baht / person / each attendance	33,000 Baht / person / each attendance
Directors	22,000 Baht / person / each attendance	22,000 Baht / person / each attendance
Chairman of the Audit Committee	49,500 Baht / person / each attendance	49,500 Baht / person / each attendance
Audit Committee	46,200 Baht / person / each attendance	46,200 Baht / person / each attendance
Chairman of the Risk Management Committee	15,000 Baht / person / each attendance	15,000 Baht / person / each attendance
Risk Management Committee	10,000 Baht / person / each attendance	10,000 Baht / person / each attendance
Chairman of the Nomination and remuneration Committee	15,000 Baht / person / each attendance	15,000 Baht / person / each attendance
Nomination and Remuneration Committee	10,000 Baht / person / each attendance	10,000 Baht / person / each attendance

Note: The said meeting has set the annual remuneration in the amount not exceeding 2,500,000 baht.

#### Record of attendance of Directors and Audit Committee

Record of attendance of Directors and Audit Committee in the year 2023.

Name	No. of Attendance/No. of all meetings		
	Board of Directors	Audit Committee	Annual General Meeting 2023
1. Mr. Pichit Nimkul	7/7	-	1/1
2. Mr. Damrong Kaewprasit	7/7	4/4	1/1
3. Mr. Boonchai Sowanwanichakul	7/7	4/4	1/1
4. Admiral Kraisorn Chansuvanich	7/7	4/4	1/1
5. Pol.Lt.Gen.Boriharn Siang-arom	7/7	-	1/1
6. Mr. Pongchai Amatanon	7/7	-	1/1
7. Mrs. Rasinee Lerttripinyo	7/7	-	1/1
8. Mr. Siwaphant Ratanavirojwong	7/7	-	1/1
9. Mr. Narongsak Lertsuptavee <sup>1</sup>	7/7	-	1/1

Record of attendance of the Risk Management Committee and the Nomination and Remuneration Committee in the year 2023.

Name			No. of Attendance/No. of all meetings	
			Risk Management Committee	Nomination and Remuneration Committee
1.	Mr. Damrong	Kaewprasit	4/4	-
2.	Mr. Boonchai	Sowanwanichakul	4/4	2/2
3.	Admiral Kraisor	Chansuvanich	-	2/2
4.	Pol.Lt.Gen.Boriharn	Siang-arom	-	2/2
5.	Mr. Siwaphant	Ratanavirojwong	4/4	-
6.	Mr. Pongchai	Amatanon	-	2/2
7.	Mr. Narongsak	Lertsuptavee	4/4	2/2

#### Individual remuneration as a Director and Audit Committee

For the period from 1 January 2023 to 31 December 2023 and details are as follows:

Name			Board of Directors		Audit Committee	
			2022	2023	2022	2023
1.	Mr. Pichit	Nimkul	231,000	231,000	-	-
2.	Mr. Damrong	Kaewprasit	154,000	154,000	198,000	198,000
3.	Mr. Boonchai	Sowanwanichakul	154,000	154,000	184,800	184,800
4.	Admiral Kraisor	Chansuvanich	154,000	154,000	184,800	184,800
5.	Pol.Lt.Gen.Boriharn	Siang-arom	154,000	154,000	-	-
6.	Mr. Pongchai	Amatanon	154,000	154,000	-	-
7.	Ms. Rasinee	Lerttripinyo	154,000	154,000	-	-
8.	Mr.Siwaphant	Ratanavirojwong	154,000	154,000	-	-
9.	Mr.Narongsak	Lertsuptavee	154,000	154,000	-	-
Total			1,463,000	1,463,000	567,600	567,600

#### Annual remuneration

Annual Gratuity	2022	2023
Gratuity amount	1,000,000 บาท	1,000,000 บาท

#### Note:

- The said Annual General Meeting of Shareholders had defined the annual remuneration in the amount not exceeding 1,000,000 baht.
- Remuneration for directors, including meeting allowances for the Board of Directors and sub-committees and no other benefits In addition to meeting allowances for directors.
- Annual remuneration, the amount not exceeding 1,000,000 million baht is allocated to directors who are not executives director. (Non-Executive Director)

#### Remuneration for Sub-Committee

Name			Risk Management Committee		Nomination and Remuneration Committee	
			2022	2023	2022	2023
1.	Mr. Damrong	Kaewprasit	60,000	60,000	-	-
2.	Admiral Kraisor	Chansuvanich	-	-	30,000	30,000
3.	Mr. Boonchai	Sowanwanichakul	40,000	40,000	20,000	20,000
4.	Pol.Lt.Gen.Boriharn	Siang-arom	-	-	20,000	20,000
5.	Mr. Pongchai	Amatanon			20,000	20,000

Name	Risk Management Committee		Nomination and Remuneration Committee	
	2022	2023	2022	2023
6. Mr. Siwaphant Ratanawirojwong	40,000	40,000	-	-
7. Mr. Narongsak Lertsuptavee	40,000	40,000	20,000	20,000
<b>Total</b>	<b>180,000</b>	<b>180,000</b>	<b>110,000</b>	<b>110,000</b>

#### Non-monetary Remuneration

- None –

### **8.1.3 Supervision of Subsidiaries and Associate Companies**

The Board of Directors uses its authority to oversee subsidiaries and related companies in accordance with those entities' goals, the company's articles of association, and shareholder meeting resolutions. However, the administrative operations must be under the supervision of the Board of Directors, which must be done with honesty and protect the interests of the company and its shareholders in the utmost importance. This will be managed through the Board of Directors' meeting by considering and approving and / or authorizing any person as the case may be for the management.

The Chief Executive Officer is tasked by the Board of Directors with choosing and appointing individuals to serve as directors of subsidiaries and connected companies. By considering a person's suitability in different areas including each director's qualifications, talents, and experience, as well as the appointment of key executives of subsidiaries and linked companies, they will also become a director of the company. In this regard, the appointed directors and / or executives must manage their work in accordance with the policies assigned by the Board of Directors by abiding by the fundamentals of good corporate governance of the business and complying with the laws governing related transactions and the acquisition or disposal of assets. The creation of a suitable and adequately tight internal control system, as well as the preparation of accurate and trustworthy financial data and reports.

### **8.1.4 Monitoring to ensure compliances with corporate governance policies and guidelines**

The company is aware of how crucial sound corporate governance is. In order to foster trust among all stakeholder groups, the company has set pertinent policies and guidelines in its corporate governance policy and business ethics.

The following 4 issues have been followed up on by the company in 2023, to ensure compliance with good corporate governance:

1. Interest conflict avoidance
2. Fair Competition Prevention
3. Environmental Protection Organizational health and safety.
4. Information security.

The monitoring's findings demonstrated that the company had adhered strictly to each issue's rules.

#### **(1) Prevention of conflicts of interest**

The Board of Directors, management, and employees must all carry out their responsibilities in the company's best interest, according to company policy. If someone has a stake in or is connected to the topic under review, they are required to inform the supervisory authority overseeing the situation and abstain from taking part in the discussion.

The following rules have also been set by the company for risk management or conflicts of interest:

1. In order to avoid or manage conflicts of interest, the company has identified actions that pose a risk of doing so.



2. The company effectively manages conflicts of interest in each situation in accordance with the management process, offers customers fair services (market conduct), fosters communication, and provides knowledge and understanding of the various company measures so that operators and related staff members are aware of their significance and work together to effectively comply with the company's requirements.

3. The business has taken action after auditing compliance with the given criteria. Regular reviews of the risk assessment and the company's requirements should be conducted if there is a non - compliance.

(2) Using inside information to seek benefits

#### **Prevention of the use of internal information**

The company has a policy to limit the use of internal information to be in the management of the company from the middle to high level only within the department or company. For the audited financial statements will be stored at the accounting manager. Other confidential information will only be used for consultation with individuals at the manager level above and concerning person such as investor relation etc. The company has penalties for related persons if using internal information that causes damage. In addition, the company requires directors and executives to report their securities holdings to the Securities and Exchange Commission.

#### **Supervision of Internal trading**

The company has a policy not to allow employees, executives and people who know the internal operating results, the financial statements or other information that has an impact on the price of the company's securities to disclose to third parties or those who are not involved, and prohibiting the trading of securities during the 1 month period before financial statements or other information that affects the price of the company's securities to be made public. The company has penalties with related persons who use internal information to create price for the company's securities.

In addition, directors and executives must report changes in holding of the Company's securities and the future trading contract to the Office of the Securities and Exchange Commission under section 59 of the Securities and Exchange Act, B.E.2535 that defines the penalties Act and acknowledge the defined penalties according to the Securities and Exchange, B.E.2535, including changes to securities holding by the spouse or person living together as husband and wife and underage children. The directors and executives must submit copies of such report to the Company Secretary on the same day that the Company reported to the Office of Securities and Exchange Commission, which requires to be notified within 3 business days from the date of purchase, sale, transfer or acceptance of securities or futures contracts.

#### **Compliance with good corporate governance principles in other matters**

The business conformed with acceptable corporate governance guidelines in numerous categories in 2023. Some excellent practices, such requiring directors or senior executives to notify the board of directors or the person designated by the director, are often impossible for the company to follow. Whenever trading in the company's own shares takes place, at least 1 day prior to trading. But, the Board of Directors has put policies in place to stop connected parties, including spouses and young children, from improperly using inside information. Use of information that has not yet been made public for the purpose of conducting business or for personal gain is prohibited and is regarded as a major offence by the company's code of conduct.

#### **Prevention of infringement of intellectual property or copyright**

The company has created policies and rules to prevent the infringement of copyright or intellectual property. The Code of Conduct stipulates that stakeholders must be treated equally and fairly by directors, executives, and staff. Installing and using unlicensed computer programmers is absolutely prohibited at work.

(3) Anti – corruption

## **Policy**

The corporation has released information about its anti - corruption policy under the topic "Anti - Fraud and Corruption Policy," which states that the company and its subsidiaries will not engage in any type of corruption, including the offering, acceptance, or paying of bribes.

## **Risk Assessment**

The Risk Management Committee evaluated the potential for fraud and corruption in 2023. The financial risk segment includes an assessment of the risk of fraud and corruption, which provides a quarterly risk report to the Board of Directors. According to the company's risk assessment report, the corporate governance and risk management unit is in charge of monitoring adherence to laws and regulations.

## **Training and Communication**

The anti - fraud and corruption policy was made public by the corporation in 2023, and distributed to all levels of employees. Every department manager must interact with employees in a different way, according to statements made on the corporate website and internal bulletin board.

In this regard, the company has tasked officers from the Corporate Governance and Risk Management Department with educating all company personnel on anti - fraud and corruption best practices through continuous and routine training.

## **Practice Guidelines on Supervision and oversight to prevent and monitor fraud risks**

The Business has established policies for management to cover the personnel management process since the recruitment or selection of personnel promotion, training, employee performance review, and remuneration in order to prevent and monitor risks of fraud and corruption. It can be summed up as follows that supervisors at all levels are necessary to communicate with employees to be used in business activities within their duties and to control and oversee operations to maintain efficiency.

1. The company's board of directors, executives, staff, and all employees must adhere to the anti - fraud and corruption policy and may not participate directly or indirectly in any such activity.
2. There should be no ignoring or neglecting of employees. You must alert your manager or the person in charge if you observe any company - related fraud or corruption, and you must cooperate with the fact - finding investigation.
3. By employing methods to protect complainants or those who cooperate in reporting fraud and corruption, the company will be fair and protect employees who refuse or report fraud and corruption related to the company.
4. Fraud and corruption offenders will be disciplined in accordance with the policies established by the company. Also, they can face legal penalties, if the behavior is forbidden.
5. Employees must appreciate the significance of informing, educating, and understanding others who must carry out tasks relating to the organization, so that employees and other relevant parties can abide by the anti - fraud and anti - corruption policy.
6. The business is dedicated to establishing, fostering, and upholding an organizational culture that upholds the notion that corruption and corruption are unacceptable.

## **Rules for assessing and monitoring adherence to rules for avoiding involvement in fraud and corruption**

The following rules have been adopted by the corporation for monitoring and assessing adherence to policies intended to prevent participation in fraud and corruption:

1. Evaluating employee performance on a regular basis for adherence to the principles of good corporate governance and business ethics.

2. Make arrangements for internal control auditors, who are accountable for auditing the risk management and corporate governance systems and providing ongoing input. The audit is conducted in line with the yearly audit plan established by the audit committee, and it presents the audit committee with key audit findings and recommendations.

3. Assign the risk management committee the task of regularly monitoring, reviewing, and improving anti - fraud and corruption measures by presenting the evaluation results to the Risk Management Committee and reporting to the Board of Directors, respectively, timely and consistently. This will help the organization implement anti - fraud and corruption measures effectively.

4. If the investigation reveals that there are reasonable grounds to believe, based on the information from the investigation or the complaint, that a transaction or action — including violations of the company's business ethics, policies prohibiting involvement in fraud and corruption, or suspicion — could have a significant impact on the company's financial position and performance. In order to make adjustments within the time frame that the Audit Committee thinks suitable, the Audit Committee will submit a report to the Board of Directors.

In 2023, no anti-fraud

(1) Whistleblowing

**Stakeholder complaint mechanism in case of infringement**

The company has a channel to receive complaints from various stakeholders in case of infringement. The complaint can be submitted in writing and contains sufficient information including name-surname and the address that the company can conveniently contacted to the complainer who makes the complaint through the channel specified by the company. The company Secretary will send complaints to the Board of Directors, Audit Committee or the executive to verify and resolve as the case may be. The channels for receiving complaints of the company

1) In the case of complaints about issues that may cause damage to the company, sent them directly to the Audit Committee. The Audit Committee will conduct an investigation and report to the Board of Directors

Chairman of the Audit Committee

Internal Auditor

Forth Smart Service Public Limited Company

256 Phaholyothin Rd., Samsaennai, Phayathai, Bangkok 10400

Tel. 02-2781777

2) In the case of complaints from shareholders, they will be forwarded to the Audit Committee and / or the Board of Directors. In this case, the shareholder may contact the Chairman of the Audit Committee directly or according to the company address specified.

Chairman of the Audit Committee/Chairman of the Board of Directors

Forth Smart Service Public Limited Company

256 Phaholyothin Rd., Samsaennai, Phayathai, Bangkok 10400

Tel. 02-2781777

3) In the case of complaints of customers, business partner, general people, they may be sent to the management team to find a solution and report to the Board of Directors for acknowledgment.

4) In the case of complaints from creditors, they will be sent to the management team or the management may consider submitting such complaints to the Board of Directors for further consideration.

Company Secretary

Forth Smart Service Public Limited Company

256 Phaholyothin Rd., Samsaennai, Phayathai, Bangkok 10400

Tel. 02-2781777

In addition, the company has added channels to receive complaints through the company's website, (www.boonterm.com), in the "Contact Us" menu and go to the section of "Contact / Receive Complaint Form", it will be a channel that can receive notification of problems or complaints from users or stakeholders of the company directly.

In 2023, no clues were reported nor complaints relating to illegal acts nor code of conduct for infringement from stakeholders to such channels.

#### **Process to deal with employees' complain about an offense**

The company has established guidelines for managing complaints, that have been received including clues, which has been announced in the business ethics of the company with the following steps:

1. Collect facts
2. Processing and screening data
3. Establish measures to take action
4. Report results

#### **Rights or protection of those who complain or report clues**

The company has established policies, rights or protection for those who complain or report clues in the business ethics of the company. The company will listen to all complaints equally, transparently and attentively including giving fairness to all parties. The company determine the duration of the investigation appropriately and the name of the complainer will be kept as confidential. The complainer will be protected from bullying both during the investigation and after the investigation.

## **8.2 Report of the performance committee**

#### **Disclosure of Board Reports**

For the convenience of investors to get corporate information from a single site and for operational transparency. The Board of Directors of the Corporation is in charge of the financial reports of the Board of Directors, corporate governance, the audit committee report, enterprise risk management, the risk committee report, and the nomination and remuneration committee report. The attachments 3 - 6 include the report.

#### **Scheduling of meetings of the Board of Directors and other sub-committee in advance**

1. The company has set a board meeting regularly which requires that the Board of Directors meet at least once every 3 months to consider the financial statements, Policy formulation and performance tracking.
2. The Board of Directors sets the meeting schedule in advance each year and notifies each director of the company excluding the special meeting.

In 2023, the schedule of the 2024 board meetings was set in advance. (This meeting schedule is subject to change), excluding special meetings as follows:

No	Board of Directors	Audit Committee	Risk Management Committee	Nomination and remuneration Committee
1.	22 February 2024	22 February 2024	12 February 2024	18 January 2024
2.	13 May 2024	13 May 2024	29 April 2024	19 September 2024
3.	13 August 2024	13 August 2024	30 July 2024	
4.	14 November 2024	14 November 2024	28 October 2024	

In the year 2023, the company held a meeting of Non-Executive Directors on 14 December 2023.

## 9. Internal control and Inter Cooperation transaction

### 9.1 Internal Control

#### The Internal Control System and Risk Management

The Board of Directors believed that the appropriate management structure would help impelling the Company toward goals with maximum efficiency and effectiveness. At present, the Company aims at implementing a good and efficient management with major sections linked together, in terms of both Governance, Internal Controls, Risk Management and compliance with relevant regulations.

The Board of Directors has stressed on the importance of the Internal Control System, therefore, has steadily developed an efficient and effective system of internal control in order that the shareholders are confident in the Company's internal control system that our operation system is correct, transparent, accountable and can reduce or prevent damage that may occur by the Board of Directors' appointing of the Audit Committee consisting of 3 independent directors whose qualifications meet the requirements and regulations of the Office of the Securities and Exchange Commission. The Audit Committee conducts duties to the extent delegated by the Board of Directors on the Audit Committee Charter reviewed both financial and operational performance for the Company has a system of internal control and the internal audit systems that are appropriate and effective internal control system in accordance with the Securities and Exchange Act and the laws related to the Company's business.

The Board of Directors has resolved to appoint the Risk Management Committee for 4 members comprising of one independent director as the Chairman of Risk Management Committee and other 3 directors as Risk Management Committee and the Risk Committee has resolved to establish a working team for the risk management to analyze, assess, and perform risk management in the operation of the company. The working team has to arrange a quarterly meeting to report the progress of risk assessment and risk management as well as has to report to the Risk Management Committee on quarterly basis so that the Risk Management Committee will further report to the Board of Directors.

Company Audit Committee with the independent department and 3 members of the Audit Committee, who are the Chairman of the Audit Committee and the Board of Directors together in the meeting are to provide an opinion on the adequacy and appropriateness of the internal control system for the year 2023 with reference to the "Assessment Form for Adequacy of Internal Control System" of the Securities and Exchange Commission.

In conclusion, from the opinion of the Audit Committee and from questioning the management, the Board of Directors has agreed in the opinion that there are no significant flaws found. The Company's internal control systems are adequate and appropriate for the efficiency and effectiveness of the business, the use of resources, property maintenance prevention or reduction the mistakes. System for accounting and financial reporting is accurate, reliable and compliable with the law, regulations related to the business operations of the Company including all units comply with procedures and regulations that are defined. The operations and management of the Company adhere to internal control practices, which are based on international standards of the Committee of Sponsoring Organizations of the Tread way Commission (COSO), of which consists of 5 elements summarized as follows:

#### 1. Organizational Control and Environment Measure

The Company has set goals and business plans clearly of which can be measured by the performance indicator defined for guidance of employees' performance in all sections to achieve an effect based on the goal, and the Company has a monitoring and evaluation consistently by setting the operational targets which are executed carefully and has also considered the feasibility of a target as well as an analysis of the incentives or rewards to employees as reasonably as it should be without any motivation or provision of benefits that is beyond the appropriateness to employees in a manner that may lead to action fraud or misconduct.

The Company has established an organizational structure and chain of command that suit overall organizational management and segregating of duties and responsibilities clearly and in accordance with the business operations to enhance flexibility in work practices under the appropriate internal control system.

The Company has prepared a written code of conduct of the employees and publicized to all employees to acknowledge and comply. In case of any violation, penalties shall be executed according to the disciplinary rules and regulations regarding the operation of the company.

The Company has assigned policies and written operating procedure in financial transactions and procurement that can be mutually monitor with a strong control to prevent fraud.

The Company focuses its business based on the fairness to its business partners, which is the practice as approved by the Board of Directors due to the corporate governance which has been consistently implemented.

The company has established written policies and guidelines on environmental care for all employees to acknowledge and be aware of environmental responsibility together under the principles of good corporate governance

## **2. Risk Management Measure**

The Company has given priority to the risk management by establishing the Risk Management Committee of which obligation is to require all departments to assess both internal and external risk factors that affected directly and indirectly to the Company, including set up risk management measure to lower the risk to an acceptable level by managing the risk challenges quickly and efficiently. Thus, the Company has held risk management meetings monthly, and meetings of the Risk Management Committee every quarter. Every quarter reports on the performance of the Risk Management Committee will be submitted to the Board of Directors. The meeting has discussed the results of the operation, which may be risk factors that affect the Company, and the proposal of measures to prevent or decrease the risk associated with the major agenda and to report the progress of performance by the person of responsibility continuously.

All this, executives and managers in each relevant segment will need to notify or apply the policy to communicate with the employees in their chain of command to acknowledge and adhere to the risk management measures.

Additionally, the internal audit unit has monitoring the result of compliance with the enterprise risk management plan, which is based on risk reduction measures to ensure that the company's risk levels are acceptable and manageable.

## **3. Management Control Activities**

The Company has clear and appropriate activities of the internal control with the performance index as a tool for planning and controlling, code of conduct including corporate governance policies for employees to practice. The Company has also set clear written scope of authority and financial limit of the Board of Directors and the management.

The Company has definitely segregated duties and responsibilities in approving the accounting from the maintaining assets for mutual checking. The approval shall follow the Manual of Approval Authority. The accounting entry will be assigned to the Accounting Department and maintaining the assets to is the duty of the user to operate according to the Guide for Practicing on the managing, controlling, and saving the transaction by the Account Department.

The Company has designated policies in transactions with major shareholders, director, executives or those associated with such a person (transaction); which covers the case that the involved person leads the opportunity or benefit of the Company to use for private benefits. Such related transactions must be proposed at the meeting of the Board of Directors and or the Audit Committee to consider about necessity and reasonability in the acquisition. The directors who have interest in the transaction will have no part in the consideration and approval or comment or vote on the transaction with potential conflicts of interest. In addition, the Company has also clearly stated in the Code of Conduct relating to transactions that they must take into account the best interests of the Company and act as it is a transaction with a third party on arms' length basis and provide a written declaration to ensure all employees acknowledge and abide.

In the case that there is related transactions that are binding on the Company in the long term, the Company will assign the Finance and Accounting Department keep track of contractors whether they have complied with the conditions throughout the period of the binding with the Company. When there is a significant situation, they will report to the Audit Committee and/or the Board of Directors.

The Company has consistently supervised the operation in according to the relevant laws through the Audit Committee, which acts as a reviewer of the performance of the Company in accordance with the regulations and laws in order to maintain the reputation and build trust in business.

#### 4. Information and Communication Measure

Every of proposing agenda to the meeting of the Board of Directors for consideration, the Company will prepare adequate related information for the decision making and deliver an invitation letter of the meeting prior to the meeting date averagely not less than 7 days.

The Company has designated the Company Secretary to be responsible for preparing the, notes, minutes by providing important and complete details such as the date and time of the meeting, attendees, resolution of all agenda of the meeting etc. of which shareholders can use to determine the suitability of the duties of Directors.

The accounting document of the Company is entirely stored and official categorized and never receiving notification on deficiencies in the collection of accounting literature from the Auditor since the Company has adhered to the account policies according to generally accepted accounting principles and the nature of its business.

The company takes into account the risk of information security. information system and cyber threat Therefore, the security policy has been reviewed and improved. computer systems and information continuously and consistently to ensure the security of information systems and prevent cyber threats as follows:

- ☐ Application of appropriate international standards and in line with the Cyber Security Act and the Personal Data Protection Act.
- ☐ Expand and develop information security tools. to cover critical company systems such as multi-factor authentication standards This adds another layer of protection to the agent login process, when accessing an account or app Users will need additional identity verification. Expanded Threat Detection Capabilities (IDS/IPS) focused on proactive threat detection. focus to shorten the time to detect and manage threats found quickly, etc.
- ☐ Develop the capacity of our safety personnel data, Information technology in order to work according to the standards Personal Data Protection Investigating system vulnerabilities and vulnerabilities as well as updates to fill vulnerabilities and weaknesses found, etc.
- ☐ Enhance knowledge, understanding, awareness to employees and executives at all levels to the importance of cybersecurity continually

For this, the Company concentrates on information technology and internal communications by providing the notice information to all the employees steadily and disseminating information through the company's website [www.Boonterm.com](http://www.Boonterm.com) for shareholders, business partners and the general public can obtain information at any time including the disclosure of information through the Stock Exchange of Thailand. In addition, the Company has provided audit of the information system at least once a year in accordance with the policy and measures to maintain stable security information system according to the Bank of Thailand and the relevant laws.

#### 5. Monitoring

The Company has held monthly meetings of the management and the Board of Directors at least once a quarter to the follow-up operation steadily by the performance indicator defined to see if it is as planned or not as well as sharing the analysis of causes and solutions to the problem in the case where the results of the operation are not as planned and the Company is to review and update the target according to the changing situation by proposing ways to fix the problem to prevent recurring.

The Company has set up monitoring on the compliance with the internal control system designated consistently. The Company has employed Manager of Internal Audit of Forth Corporation Public Company Limited, to perform duties as the internal auditor independent on reviewing and auditing the compliance with the internal control system, with an emphasis on monitoring to cover the working process with significant risk. Issues that are detected will be reported on the adequacy of the internal control system, and the results of progress in improving the defects directly to the Audit Committee on a quarterly basis. On this case, if a fault is detected, the Internal Auditor shall report the results of auditing to the management and/or related persons to be informed every time of auditing attendance and report to the

Audit Committee at least once a quarter at the meeting. The Audit Committee, management and/or related person will report the progress in improving shortcomings to the Board of Directors.

Apart from all these, in 2023, the Company has hired the KPMG Phoomchai Audit Company Ltd., to perform duties as auditor to audit the system of information technology that supports the service on electronic payment of the year of 2023 by reporting to associated executives to be informed including reporting the progress in solving the shortcomings to the Audit Committee at least once a year at the meeting of the Audit Committee and the Board of Directors.

The Company's management has obligation to report to the Board of Directors as soon as the fraud happens or suspected to happen including matters that has been decided to take action which have or may have an impact on the reputation and financial position of the Company significantly. Audit Committee Report as attachment No. 3

### Internal control system

The company has a policy to restrict the use of inside information to only middle-level to senior executives who are involved with the department or company, including interim executives, auditors, plan preparers, plan administrators, and investor relations, including spouses or those who live together as husband and wife, minor children, and juristic persons in which such persons collectively hold more than 30% of the total voting rights of such juristic persons and such co Only people at the managerial level and above will be consulted when using other confidential information. The parties concerned have received sanctions from the Company. Additionally, the Company mandates that executives and directors notify the Securities and Exchange Commission of their stock ownership.

The rules governing the use of confidential inside knowledge for 1's own or other people's gain were reviewed at the Board of Directors' Meeting No. 4/2023, which was held on 11 August 2023. In order to adhere to the following company - specific good corporate governance principles:

1. Directors, executives, and employees of the company, must do as follows:

- a. To maintain confidentiality and / or internal information of the company.
- b. And / or internal company information to be revealed, as well as seeking benefits for oneself or another person, whether directly or indirectly, regardless of whether they would receive compensation.
- c. You cannot engage in any legal actions that could harm the company directly or indirectly utilizing sensitive information or internal information of the company, including trading, transferring, or accepting transfers of the company's shares.

Hence, during the month prior to the release of the company's financial statements to the public, directors, executives, and employees who work in the department that obtains inside information about the company should avoid or refrain from trading the company's securities. This duty also applies to the spouses and minor children of the company's directors, executives, and workers. Anybody who breaches these rules will be charged with a criminal offence.

2. Under Section 59 of the Securities and Exchange Act, directors, executives, and the company's auditor are required to disclose to the SEC any changes to the ownership of securities in their own companies, as well as those held by their spouses and minor children.

3. To make such laws and regulations known to all executives, employees, and directors, and to request their acknowledgement.

### Internal Audit and Compliance

#### Internal Auditor

The Audit Committee meeting no. 2/2019 held on 9 May, 2019 has assigned Mr. Kanapos Sae-Tang, Internal Audit Manager of Forth Corporation Public Company Limited has internal auditor since 9 May, 2019 by responsibility to the effectiveness and adequacy of the internal control system and reviewing the operations of the entire organization. And the Audit Committee meeting no. 1/2023 held on 23 February, 2023 has resolution to review the appointment of internal control auditors By considering from knowledge, ability, together with past performance.

The Audit Committee has considered the qualifications of the internal control auditor, Mr. Kanapos Sae-Tang, and is of the view that it is appropriate and adequate for performing such duties. due to independence and has more than 10 years of experience in performing internal audits in a variety of businesses.



In this regard, the consideration and approval of the appointment, removal, transfer of internal auditors of the Company must be approved and approved by the Audit Committee. by the qualifications of internal auditors Appears in Attachment 7.

#### **Corporate governance Unit**

The company has established a Corporate governance Unit and risk management department with Mrs. Juthamas Mungmart as Manager of the Compliance and risk management department (Attachment 8) which is responsible for overseeing the rules, regulations, practices and operations to be in accordance with the relevant laws of the company and the control, monitoring and following up security of the information systems for electronic payment services of the company including comprehensive and appropriate risk management from the business of the company as a company that has received a license to conduct payment service business under corporate governance and being a professional on electronic money cards under Section 16 (7) and those who are engaged in electronic payments under Section 16 (9) in accordance with the laws relating to the electronic money card business and monitoring the payment service business under the control of the Bank of Thailand (BOT) and the Anti-Money Laundering Office (AMLO) and as a listed company in compliance with relevant regulations of the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET), including public company law and other laws related to the business of the company.

As well as the Compliance and risk management department of the company is also responsible for overseeing and managing risks in the Forth Smart Group including the supervision of regulations, procedures and operations in accordance with the legal framework. There is control, monitoring and security checks, information systems related to personal loan services under supervision and provision of Microfinance loan for professional care under the direction of Forth Smart Trading Co., Ltd. appropriately and efficiently.

#### **Opinion report of the Board of Directors regarding the internal control system**

4 independent directors, including 3 members of the Audit Committee, attended the Board of Directors' Meeting No. 2 / 2023 on 22 February, 2023. The Board of Directors examined the pertinent papers and requested information from management to evaluate the internal control system of the company and its subsidiaries. 5 elements — internal control of the organization, risk assessment, operational control information systems, data communications and tracking system — can be inferred from the examination of the internal control system of the company and its subsidiaries in various aspects. The Board of Directors believes that the company's and its subsidiaries' internal control system is suitable and adequate. The business and its subsidiaries have set up the necessary staff, including the company's internal control system in the follow - up, to operate the system effectively. Maintain control over subsidiary operations to prevent the company's and subsidiaries' assets from being mishandled by directors, executives, or those without authority. This includes ensuring that there are enough transactions with people who might have conflicts of interest and connections to other people for internal control in other areas. The company has adequate internal control, according to the Board of Directors.

The Board of Directors has resolution that in 2023, Company internal control were effective and efficiency, independent and acknowledge about the internal control system as the Audit Committee presented.

Transactions with persons subject to conflict of interest occurring in the accounting period of 2021, 2022 and 2023 ending on 31 December of each year.

Related party transactions and conflict of interest	Features of transactions	Total of Related Transaction			Necessity and rationality
		12-month period, year 2021 at 31 December 2021	12-month period, year 2022 at 31 December 2022	12-month period, year 2023 at 31 December 2023	
1. FORTH Corporation Public Company Limited (FORTH) as the major shareholder of the Company	- The Company purchases the online top-up machines (Boonterm kiosk, Counter Service machine, RO machine, etc.) from FORTH.	37.94	37.70	-	FORTH is the Company with expertise in electronics and telecommunications in full range. The Company has research and development team with long experience as well as having manufacturing facilities with quality control systems and modern machinery. The capacity for high volume purchase orders can be increased. Here are three main reasons why the Company chooses FORTH:
	- The Company purchase parts & Tools	0.07	-	-	1. The research and development team is working continuously to develop the product as well as transferring the Know-How both in Hardware and Software.
	- The Company has the accounts payable / other payables at the ending date of the accounting period.	19.15			2. The quality of products is standardized and has the warranty on the damages of products according to the defined conditions. 3. The price is cheaper than other manufacturers when compared to the same quality level. As the order volume is high, the Company has bargaining power and thus lower cost.
	- The Company hires FORTH to transport the online top-up machines and spare parts for the Company.	9.31	5.27	-	The Company purchases the devices used in installing the online top-up machines such as tripod, cement pedestal, printer, barcode scanner, and other spare parts in the automatic payment machines from FORTH. It is the commercial transactions with appropriate and reasonable commercial conditions. Here are two main reasons why the Company chooses FORTH:
	- The Company purchases the computer equipment/office supplies from FORTH.	9.30	-		As FORTH is the Company with expertise in telecommunications including being the leader in telephone network system of the country (under FORTH trademark) being the major service provision of more than 1 million lines. From this reason, the Company purchases the products from FORTH with the cost price plus a profit margin. The prices are reasonable for
	- The Company has the accounts payable / other payables at the ending date of the accounting period.				The Company pays for the inspection on the internal control system to FORTH. Such transactions are normal transactions and occur as necessary. The service rate is charged
	- The Company pays for the internal control system audit / other expenses.	1.74	2.23	4.59	

Transactions with persons subject to conflict of interest occurring in the accounting period of 2021, 2022 and 2023 ending on 31 December of each year.

Related party transactions and conflict of interest	Features of transactions	Total of Related Transaction			Necessity and rationality
		12-month period, year 2021 at 31 December 2021	12-month period, year 2022 at 31 December 2022	12-month period, year 2023 at 31 December 2023	
1. FORTH Corporation Public Company Limited (FORTH) as the major shareholder of the Company	<ul style="list-style-type: none"> <li>- The Company pays rental cost of building to FORTH to be used as the location of the head office of the Company and pay for the facilities in connection with the rent of place from FORTH.</li> <li>- The Company pays the charges for water supply/electricity to FORTH.</li> <li>- The Company has the accounts payable / other payables at the ending date of the accounting period.</li> </ul>	18.54	18.54	18.54	<p>The Company has leased the commercial building located at No. 256 from FORTH to serve the growth of Company's business. The rent of such building is the normal transaction and typically occurs as necessary. The rental rate per square meter does not differ from the price of renting commercial building from third parties in the same neighborhood.</p> <p>The leasing agreement has 3-year period, starting from 1 December 2022 to 30 November 2025.</p>
2. Electronic Sources Company Limited as the subsidiary of FORTH	<ul style="list-style-type: none"> <li>- The Company purchases equipment and electronic parts to repair top-up machines from Electronic Sources Company Limited.</li> <li>- The Company has the accounts payable / other payables at the ending date of the accounting period.</li> <li>- The Company has the warranty money (other current liabilities) in this accounting period.</li> <li>- The company hires ES to transport automated payment machines and spare parts.</li> </ul>	55.30	93.49	69.90	<p>In purchasing the equipment and electronic components, Electronic Sources Company Limited is the Company with expertise in sourcing and purchasing parts and electronic equipment both from domestic and abroad as well as distributing the equipment and the supply parts and electronic equipment of Boonterm top-up machines for FORTH.</p>
3. Genius Traffic System Co., Ltd. as a subsidiary of FORTH	<ul style="list-style-type: none"> <li>- The Company has paid for the long-term rental cost of land and buildings (factory and office area 5) in the industrial estate of the Company.</li> <li>- The Company has to pay the monthly rent with the rental rate in sliding scale.</li> <li>- The Company pays the charges for water supply / electricity to the Company.</li> </ul>	7.73	6.85	4.23	<p>Genius Traffic System Co., Ltd. subleases the land with building to the Company. Such transaction is normal and occurs following the necessity. The sublease rate is the rate determined under the sublease agreement between the Company and Genius. The rental rate is in line with that is given to others.</p>
		0.25	0.25	0.25	
		0.06	0.06	0.06	

Transactions with persons subject to conflict of interest occurring in the accounting period of 2021, 2022 and 2023 ending on 31 December of each year.

Related party transactions and conflict of interest	Features of transactions	Total of Related Transaction			Necessity and rationality
		12-month period, year 2021 at 31 December 2021	12-month period, year 2022 at 31 December 2022	12-month period, year 2023 at 31 December 2023	
4. Forth Vending Co., Ltd. as the subsidiary of FORTH	- The Company receives income from managing the product system for Forth Vending Co., Ltd.	3.43	22.37	31.58	On 3 March 2021, EGM of Forth Vending Co.,Ltd. Passed a resolution to approve an increase in its registered capital of Baht 400 million (Common stock 40 million stocks with par value Baht 10 each).
	- The Company had the receivable for management	1.70	4.67	2.21	Forth Vending Co.,Ltd. passed a resolution to approve an increase in its registered capital of Baht 330 million (Common Stock 33 million stocks with par value Baht 10 each) Totally the Company has 37.4 million stocks or 26.71% of total common stock.
	- The Company pays commission to Forth Vending Co., Ltd. and help FVD manage their system as a MA of the Company.	1.71	0.33	0.96	
	- The Company has accrued commission payable at the ending date of the accounting period.	0.45	0.43	0.71	The Company pays commission to Forth Vending as Forth Vending is a representative of vending machines and online top-up machines of the Company, covering Bangkok and metropolitan area. Such transaction is normal and occurs following the necessity. The rate of service charge follows the reasonable commercial conditions and they are not different from paying to other Master Agent.
	- The Company has the Top-up return as account payable at the end of the accounting period.	1.84	9.77	-	
	- The Company has the money in the automatic vending machine waiting to be submitted as account payable at the end of the accounting period.	7.83	34.30	46.03	The Company collects the warranty money (top-up limit and products) from Forth Vending in the same conditions which the Company has collected from other master agents.

Transactions with persons subject to conflict of interest occurring in the accounting period of 2021, 2022 and 2023 ending on 31 December of each year.

Related party transactions and conflict of interest	Features of transactions	Total of Related Transaction			Necessity and rationality
		12-month period, year 2021 at 31 December 2021	12-month period, year 2022 at 31 December 2022	12-month period, year 2023 at 31 December 2023	
5. Forth Smart Capital Co., Ltd. (formally Forth Smart Trading Co., Ltd.) as the subsidiary of the Company	Capital Co., Ltd. at the ending date of the accounting period	0.85	0.38	-	
	- The Company has borrowed money from Forth Smart Capital Co., Ltd. at the ending date of the accounting period.	80.00	-	-	The Company gave to Forth Capital Co., Ltd. loan 10 million baht, interest rate 3.3%.
	- The Company has outstanding loans from the above-mentioned transaction.	80.00	30.00	-	
	- The Company had revenue from profit sharing.	0.21	1.15	1.30	The Company had receivables from water vending machines at the rate of 0.10 Baht per liter (Zero point One) for total monthly revenue from water vending machines. The Company had receivables from gasoline vending machines at the rate of 0.10 Baht per liter (Zero point
	- The Company had receivables for management fees.	0.34	-	0.28	
	- The company provided loans to Forth Smart Capital Company Limited.			10.00	- The Company granted a loan to Fort Smart Capital Co., Ltd. in the amount of 10 million baht. The interest rate is 3.3 % per year. Such loans are due to be repaid upon demand.
	- The Company has the receivable / other receivables at the ending date of the accounting period.	-	-	0.03	
6. Forth Smart Digital Co., Ltd. as the subsidiary of Forth Smart Trading Co., Ltd.	- The Company paid for software development for other	9.18	11.55	0.58	The Company paid for software development used in its operation. This transaction was a normal transaction that occurred as necessary. The price of this transaction was also reasonable.
	- The Company has the accounts payable / other payables at the ending date of the accounting period.	2.15	7.05	0	
	- The company pays for the maintenance fees. -	0.6	0.6	1.67	The Company paid for annual maintenance fee for computer system for operating. It's the commercial transactions with appropriate and reasonable commercial conditions.
	- The Company has The accounts payable / other payables at The ending date of The accounting period.	0.06	0.06	0.05	
7. Forth EMS Co., Ltd. as a subsidiary of FORTH	- The Company purchases the online top-up machines include spare part from FORTH EMS.	15.53	12.50	25.23	The Company purchases the online top-up machines and other spare parts in the automatic payment machines from FORTH EMS. It is the commercial transactions with appropriate and reasonable commercial conditions. Here are two main reasons why the Company chooses FORTH EMS:
	- The Company has The accounts payable / other payables at The ending date of The accounting period.	2.55	0.87	5.77	The Company hires FORTH EMS to transport the online top-up machines due to the following reasons: 1. FORTH EMS has standardized and reliable transportation system
	- The Company hires FORTH EMS to transport the online top-up machines and spare parts for the	0.06	0.23	0.04	2. Transportation cost does not differ from other transporting companies.
	- The Company has The accounts payable / other payables at The ending date of The accounting period.	-	-	0.01	

Transactions with persons subject to conflict of interest occurring in the accounting period of 2021, 2022 and 2023 ending on 31 December of each year.

Related party transactions and conflict of interest	Features of transactions	Total of Related Transaction			Necessity and rationality
		12-month period, year 2021 at 31 December 2021	12-month period, year 2022 at 31 December 2022	12-month period, year 2023 at 31 December 2023	
8. Forth Smart Distribution Co., Ltd. as the subsidiary	- The company has a security deposit received from a representative for the transfer service (other current assets) at the end of the accounting period.	1.71	1.55	1.36	The company has a collection of insurance payments (credit limit and product) in the same conditions as the company charges from other service representatives
	- The company pays a commission to Fort Smart Distribution Co., Ltd. for renting a vending machine, gas vending machine.	0.13	0.10	0.08	The company pays a commission to Forth Smart Distribution Co., Ltd. as a representative for the service of vending machines, petrol kiosk and online top-up of the company, which covers nationwide. These transactions are normal transactions and occur as necessary with service rates comply with the trade terms and is not different from paid to other agents
	- The company has accrued commission payable at the end of accounting period.	0.04	1.53	0.02	
	- The company generates income from sharing feedback and system development fees between each other.	1.66	0.96	-	The company has accrued compensation from purified water machines, receiving compensation at the rate of 0.10 baht per liter of total water sales in the month, accrued return from vending machines. The compensation will receive a return of 0.10 percent baht per liter of total oil sold in the month. Accrued return on the service of weighing scales, it will receive a return at the rate of 0.10 percent baht per transaction of the total income from the
	- The company has an accrued compensation receivable for the management system.	1.53	1.53	-	
	- The Company purchase parts & Tools from Forth Smart Distribution Co.,Ltd.	-	-	4.40	The Company purchase of goods same condition with other representatives.
	- The Company has The accounts payable / other payables at The ending date of The accounting period.	-	-	4.70	

#### Measures or procedures for approval of related party transactions

The company's or associated parties' transactions have been taken into consideration by the Board of Directors. People who may be in a conflict of interest may have a stake in the agreement or there may be a conflict of interest in the future. The agreement is commercial in nature and is done in the same way that a reasonable person would do with general contract parties in the same situation with trade bargaining power without the influence of being a director, executive, or related person. The management of the company is free to conduct normal business in accordance with the guidelines approved by the board of directors and to compile a report summarizing such transactions that have occurred in the past period to present to the audit committee every 3 months or as the board of directors deems appropriate.

If there is a related party transaction that is not a typical business transaction, the company will provide opinions by the audit committee on the transaction's necessity and suitability in the event that the audit committee lacks the necessary expertise to take into account potential related transactions. In order for the Audit Committee to make decisions and provide opinions to the Board of Directors or shareholders, as the case may be, to approve such transactions prior to entering into such transactions, the company will take into consideration hiring an independent appraiser, independent specialist, or auditor to provide opinions on such connected transactions. Before entering into such transactions, however, the company must comply with the law on securities and stock exchange and regulations, and announcements, orders or requirements of the Stock Exchange of Thailand. Voting rights for connected transactions are reserved for those without conflicts of interest or vested interests in them.

#### Policy on future related party transactions

If the company needs to execute related transactions in the future with people who might have competing interests with the company, it will do so. The business will establish different guidelines. It must be in line with normal business practices and be a market price that can be used as a benchmark and compared to the terms or costs associated with the same type of business in which the company engages with 3rd parties, as well as the necessity and appropriateness of such connected transactions. If the Audit Committee lacks the necessary expertise to take into account potential related transactions, the company will consider hiring an independent expert, independent appraiser, or its auditor to provide opinions on such connected transactions for the Audit Committee to use in decision - making and in providing advice to the Board of Directors.

In the notes to the financial statements audited by the company's auditor, the company or shareholders, as the case may be, will declare the related party transactions.

Directors must abide by a no. of established rules when it comes to related transactions that may take place in the future. They must also disclose related transactions to the Board of Directors and not approve any that they or anyone else who might have a conflict of interest with the company in any other way is involved in. The company must strictly abide by all securities and stock exchange laws, as well as any announcements, orders, or requirements of the Stock Exchange of Thailand. This includes requirements relating to the disclosure of connected transactions, the purchase or sale of the company's assets, and accounting standards set forth by the Association of Accountants. Also, the company won't engage in any business dealings with affiliated companies that are outside of regular company operations.

However, for the currently ongoing related negotiations for the acquisition of a Boonterm kiosk from Forth Corporation Public Company Limited (FORTH), a significant shareholder in the business. The Board of Directors and Audit Committee both agreed that the purchase price for the top - up machines was fair and primarily for the benefit of the business. (Boonterm top - up kiosk) with FORTH will continue to exist in the future. The company has made agreements for trading online recharge machines in order to

## **Independent Auditor's Report**

To the Shareholders of Forth Smart Service Public Company Limited

### **Opinion**

I have audited the accompanying consolidated financial statements of Forth Smart Service Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2023, and the related consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Forth Smart Service Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Forth Smart Service Public Company Limited and its subsidiaries and of Forth Smart Service Public Company Limited as at 31 December 2023, their 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 Group 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 for each matter are described below.

### *Recognition of service income from rendering of services through online top-up machines*

The Company provides prepaid mobile and other online top-up services, online payment receipt services and money transfer services through online top-up machines. There are numerous transactions and the income from the rendering of these services is material and directly affect to the Group's profit or loss. I therefore addressed the amount and timing of recognition of service revenue as a key audit matter.

I have performed audit procedures with respect to recognition of service income from rendering of services through online top-up machines by evaluating and testing the IT system and internal controls of the Company related to the revenue cycle by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls. I also performed an analytical review of the service rates received from rendering services through top-up machines in comparison with the rates stipulated for collection from users of top-up machines, and performed an analytical review on disaggregated service income data in order to audit for unusual service income transactions occurring throughout the accounting period, including examined the related accounting entries made through journal vouchers.

## **Other Information**

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group 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 Group, 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 Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group'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 Group'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 Group'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 Group 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

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.

Isaraporn Wisutthiyan

Certified Public Accountant (Thailand) No. 7480

EY Office Limited

Bangkok: 22 February 2024

**Forth Smart Service Public Company Limited and its subsidiaries**

**Statement of financial position**

**As at 31 December 2023**

(Unit: Baht)

	<u>Note</u>	<b>Consolidated</b>		<b>Separate</b>	
		<b>financial statements</b>		<b>financial statements</b>	
		<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	7	276,276,659	281,797,197	229,045,508	213,067,260
Accrued income and other receivables	6, 8	824,354,608	759,746,755	833,472,022	773,380,676
Short-term loan to related party	6	-	-	10,000,000	-
Prepaid telephone charges		52,945,387	87,816,852	52,945,387	87,816,852
Spare parts for maintenance	9	44,505,621	41,764,851	34,325,358	36,120,890
Current portion of long-term assets					
Loans receivable	10	193,572,823	88,734,920	-	-
Hire-purchase receivables	11	1,044,273	8,025,322	-	-
Other current assets					
Other receivables - Revenue Department		5,583,339	6,148,894	25,800	-
Others		23,873,940	35,392,516	22,801,705	32,818,301
<b>Total current assets</b>		<u>1,422,156,650</u>	<u>1,309,427,307</u>	<u>1,182,615,780</u>	<u>1,143,203,979</u>
<b>Non-current assets</b>					
Restricted bank deposits	12	25,000,000	25,000,000	25,000,000	25,000,000
Long-term assets - net of current portion					
Loans receivable	10	102,212,423	112,012,738	-	-
Hire-purchase receivables	11	-	3,371,780	-	-
Investment in subsidiaries	13	-	-	449,925,000	449,925,000
Investment in associates	14	443,899,111	334,702,110	374,499,980	290,500,000
Leasehold improvement and equipment	15	540,094,931	833,895,227	509,057,337	765,053,380
Right-of-use assets	19	111,578,391	121,824,092	111,578,391	121,824,092
Intangible assets	16	53,267,182	67,267,317	58,141,002	68,032,733
Deferred tax assets	25	29,213,688	16,641,438	11,883,672	3,164,104
Other non-current assets		9,899,015	9,042,113	7,486,202	7,578,133
<b>Total non-current assets</b>		<u>1,315,164,741</u>	<u>1,523,756,815</u>	<u>1,547,571,584</u>	<u>1,731,077,442</u>
<b>Total assets</b>		<u>2,737,321,391</u>	<u>2,833,184,122</u>	<u>2,730,187,364</u>	<u>2,874,281,421</u>

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

**Forth Smart Service Public Company Limited and its subsidiaries**

**Statement of financial position (continued)**

**As at 31 December 2023**

(Unit: Baht)

	<u>Note</u>	<b>Consolidated</b>		<b>Separate</b>	
		<b>financial statements</b>		<b>financial statements</b>	
		<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Short-term loans from financial institutions	17	220,000,000	350,000,000	220,000,000	350,000,000
Trade and other payables	6, 18	562,944,169	556,889,339	565,206,847	616,700,809
Current portion of lease liabilities	19	18,464,014	15,967,519	18,464,014	15,967,519
Income tax payable		33,429,143	27,991,754	30,687,645	25,061,682
Other current liabilities					
Retention received from service representatives		562,127,038	588,409,271	560,772,038	586,864,271
Retention received from a related party	6	44,215,000	32,699,000	44,215,000	32,699,000
Others		22,231,529	21,592,633	21,985,517	19,679,621
<b>Total current liabilities</b>		<u>1,463,410,893</u>	<u>1,593,549,516</u>	<u>1,461,331,061</u>	<u>1,646,972,902</u>
<b>Non-current liabilities</b>					
Provision for long-term employee benefits	20	5,915,710	5,205,686	5,627,557	4,754,291
Lease liabilities - net of current portion	19	96,670,473	106,480,111	96,670,473	106,480,111
<b>Total non-current liabilities</b>		<u>102,586,183</u>	<u>111,685,797</u>	<u>102,298,030</u>	<u>111,234,402</u>
<b>Total liabilities</b>		<u>1,565,997,076</u>	<u>1,705,235,313</u>	<u>1,563,629,091</u>	<u>1,758,207,304</u>

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

**Forth Smart Service Public Company Limited and its subsidiaries**

**Statement of financial position (continued)**

**As at 31 December 2023**

(Unit: Baht)

	Note	Consolidated		Separate	
		financial statements		financial statements	
		<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Shareholders' equity</b>					
Share capital	21				
Registered					
753,141,300 ordinary shares of Baht 0.5 each					
(2022: 780,000,000 ordinary shares of Baht 0.5 each)		<u>376,570,650</u>	<u>390,000,000</u>	<u>376,570,650</u>	<u>390,000,000</u>
Issued and paid-up					
753,141,300 ordinary shares of Baht 0.5 each					
(2022: 780,000,000 ordinary shares of Baht 0.5 each)		376,570,650	390,000,000	376,570,650	390,000,000
Share premium		387,242,571	387,242,571	387,242,571	387,242,571
Capital deficit from change in shareholding in subsidiary		(2,624,246)	(2,624,246)	-	-
Retained earnings					
Appropriated - statutory reserve	22	40,000,000	40,000,000	40,000,000	40,000,000
Appropriated - treasury shares reserve	21	-	164,255,470	-	164,255,470
Unappropriated		370,077,303	313,262,927	362,745,052	298,831,546
Treasury shares	21	-	(164,255,470)	-	(164,255,470)
Equity attributable to owners of the Company		<u>1,171,266,278</u>	<u>1,127,881,252</u>	<u>1,166,558,273</u>	<u>1,116,074,117</u>
Non-controlling interests of the subsidiaries		<u>58,037</u>	<u>67,557</u>	<u>-</u>	<u>-</u>
<b>Total shareholders' equity</b>		<u>1,171,324,315</u>	<u>1,127,948,809</u>	<u>1,166,558,273</u>	<u>1,116,074,117</u>
<b>Total liabilities and shareholders' equity</b>		<u>2,737,321,391</u>	<u>2,833,184,122</u>	<u>2,730,187,364</u>	<u>2,874,281,421</u>
		-	-	-	-

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

Directors

**Forth Smart Service Public Company Limited and its subsidiaries**

**Statement of comprehensive income**

**For the year ended 31 December 2023**

(Unit: Baht)

		<b>Consolidated</b>		<b>Separate</b>	
		<b>financial statements</b>		<b>financial statements</b>	
	<u>Note</u>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Profit or loss:</b>					
<b>Revenues</b>					
Income from rendering of mobile top-up service					
for prepaid phone and receipt of other online services		405,581,155	511,302,575	404,368,421	511,283,015
Service income	23	1,606,284,745	1,692,212,970	1,600,423,184	1,683,828,899
Advertising income		4,491,700	9,789,375	-	-
Sales of goods		14,029,969	178,315	-	-
Interest income from loan		38,378,448	25,333,233	-	-
Other income					
Dividend income from associate	14	-	-	37,582,500	-
Other		186,386,586	234,908,631	185,767,858	229,141,524
<b>Total revenues</b>		<u>2,255,152,603</u>	<u>2,473,725,099</u>	<u>2,228,141,963</u>	<u>2,424,253,438</u>
<b>Expenses</b>					
Cost of services		1,622,952,342	1,837,066,545	1,587,415,605	1,801,076,587
Cost of sales		12,201,241	115,558	-	-
Service expenses		29,623,772	32,284,713	29,275,135	30,880,575
Administrative expenses		278,698,897	266,213,876	231,509,291	218,314,429
<b>Total expenses</b>		<u>1,943,476,252</u>	<u>2,135,680,692</u>	<u>1,848,200,031</u>	<u>2,050,271,591</u>
<b>Profit from operating activities</b>		<u>311,676,351</u>	<u>338,044,407</u>	<u>379,941,932</u>	<u>373,981,847</u>
Share of profit from investment in associate	14	62,779,521	44,202,110	-	-
Finance cost		(12,263,575)	(11,396,999)	(12,263,575)	(11,771,396)
<b>Profit before income tax expenses</b>		<u>362,192,297</u>	<u>370,849,518</u>	<u>367,678,357</u>	<u>362,210,451</u>
Income tax expenses	25	(62,750,064)	(68,971,101)	(61,127,474)	(73,570,227)
<b>Profit for the year</b>		<u>299,442,233</u>	<u>301,878,417</u>	<u>306,550,883</u>	<u>288,640,224</u>
<b>Other comprehensive income:</b>					
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>					
Actuarial gain	20	-	(3,799)	-	(27,835)
Less: Income tax effect	25	-	5,567	-	5,567
<b>Total other comprehensive income for the year</b>		<u>-</u>	<u>1,768</u>	<u>-</u>	<u>(22,268)</u>
<b>Total comprehensive income for the year</b>		<u>299,442,233</u>	<u>301,880,185</u>	<u>306,550,883</u>	<u>288,617,956</u>

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



**Forth Smart Service Public Company Limited and its subsidiaries**

**Statement of comprehensive income (continued)**

**For the year ended 31 December 2023**

(Unit: Baht)

	<u>Note</u>	<b>Consolidated</b>		<b>Separate</b>	
		<b>financial statements</b>		<b>financial statements</b>	
		<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Profit attributable to:</b>					
Equity holders of the Company		299,451,753	301,885,412	<u>306,550,883</u>	<u>288,640,224</u>
Non-controlling interests of the subsidiaries		<u>(9,520)</u>	<u>(6,995)</u>		
		<u>299,442,233</u>	<u>301,878,417</u>		
<b>Total comprehensive income attributable to:</b>					
Equity holders of the Company		299,451,753	301,887,180	<u>306,550,883</u>	<u>288,617,956</u>
Non-controlling interests of the subsidiaries		<u>(9,520)</u>	<u>(6,995)</u>		
		<u>299,442,233</u>	<u>301,880,185</u>		
<b>Earnings per share</b>					
Basic earnings per share	26				
Profit attributable to equity holders of the Company		<u>0.40</u>	<u>0.40</u>	<u>0.41</u>	<u>0.38</u>

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

Forth Smart Service Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2023

(Unit: Baht)

Consolidated financial statements										
Equity attributable to owners of the Company										
			Capital deficit	Retained earnings				Total equity	Equity attributable	Total
	Issued and	Share	from change in					attributable to	to non-controlling	shareholders'
	paid-up	premium	shareholding	Appropriated				owners of	interests of	
Note	share capital		in subsidiary	Statutory reserve	Treasury shares reserve	Unappropriated	Treasury shares	the Company	the subsidiaries	equity
Balance as at 1 January 2022	390,000,000	387,242,571	(2,624,246)	40,000,000	164,255,470	312,626,126	(164,255,470)	1,127,244,451	74,552	1,127,319,003
Profit for the year	-	-	-	-	-	301,885,412	-	301,885,412	(6,995)	301,878,417
Other comprehensive income for the year	-	-	-	-	-	1,768	-	1,768	-	1,768
Total comprehensive income for the year	-	-	-	-	-	301,887,180	-	301,887,180	(6,995)	301,880,185
Dividend payment	29	-	-	-	-	(301,250,379)	-	(301,250,379)	-	(301,250,379)
Balance as at 31 December 2022	390,000,000	387,242,571	(2,624,246)	40,000,000	164,255,470	313,262,927	(164,255,470)	1,127,881,252	67,557	1,127,948,809
										-
Balance as at 1 January 2023	390,000,000	387,242,571	(2,624,246)	40,000,000	164,255,470	313,262,927	(164,255,470)	1,127,881,252	67,557	1,127,948,809
Profit for the year	-	-	-	-	-	299,451,753	-	299,451,753	(9,520)	299,442,233
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	299,451,753	-	299,451,753	(9,520)	299,442,233
Reduction of ordinary shares and cancel of treasury shares	21	(13,429,350)	-	-	-	(150,826,120)	164,255,470	-	-	-
Reversal of treasury shares reserve to unappropriated retained earnings	21	-	-	-	(164,255,470)	164,255,470	-	-	-	-
Dividend payment	29	-	-	-	-	(256,066,727)	-	(256,066,727)	-	(256,066,727)
Balance as at 31 December 2023	376,570,650	387,242,571	(2,624,246)	40,000,000	-	370,077,303	-	1,171,266,278	58,037	1,171,324,315

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

**Forth Smart Service Public Company Limited and its subsidiaries**

**Statement of changes in shareholders' equity (continued)**

**For the year ended 31 December 2023**

(Unit: Baht)

		Separate financial statements						
		Issued and		Retained earnings				
		paid-up	Share	Appropriated				
Note		share capital	premium	Statutory reserve	Treasury shares reserve	Unappropriated	Treasury shares	Total
<b>Balance as at 1 January 2022</b>		390,000,000	387,242,571	40,000,000	164,255,470	311,463,969	(164,255,470)	1,128,706,540
Profit for the year		-	-	-	-	288,640,224	-	288,640,224
Other comprehensive income for the year		-	-	-	-	(22,268)	-	(22,268)
Total comprehensive income for the year		-	-	-	-	288,617,956	-	288,617,956
Dividend payment	29	-	-	-	-	(301,250,379)	-	(301,250,379)
<b>Balance as at 31 December 2022</b>		<u>390,000,000</u>	<u>387,242,571</u>	<u>40,000,000</u>	<u>164,255,470</u>	<u>298,831,546</u>	<u>(164,255,470)</u>	<u>1,116,074,117</u>
								-
<b>Balance as at 1 January 2023</b>		390,000,000	387,242,571	40,000,000	164,255,470	298,831,546	(164,255,470)	1,116,074,117
Profit for the year		-	-	-	-	306,550,883	-	306,550,883
Other comprehensive income for the year		-	-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	306,550,883	-	306,550,883
Reduction of ordinary shares and								
cancel of treasury shares	21	(13,429,350)	-	-	-	(150,826,120)	164,255,470	-
Reversal of treasury shares reserve to								
unappropriated retained earnings	21	-	-	-	(164,255,470)	164,255,470	-	-
Dividend payment	29	-	-	-	-	(256,066,727)	-	(256,066,727)
<b>Balance as at 31 December 2023</b>		<u>376,570,650</u>	<u>387,242,571</u>	<u>40,000,000</u>	<u>-</u>	<u>362,745,052</u>	<u>-</u>	<u>1,166,558,273</u>

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

**Forth Smart Service Public Company Limited and its subsidiaries**

**Cash flow statement**

**For the year ended 31 December 2023**

(Unit: Baht)

	<b>Consolidated</b>		<b>Separate</b>	
	<b>financial statements</b>		<b>financial statements</b>	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Cash flows from operating activities</b>				
Profit before tax	362,192,297	370,849,518	367,678,357	362,210,451
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities				
Depreciation	401,382,792	469,824,685	371,843,192	439,111,116
Amortisation	11,527,572	10,468,998	10,655,744	9,455,569
Allowance for expected credit loss	16,727,438	45,590,667	3,144,183	2,691,421
Loss on written-off of accrued income	4,239,250	-	-	-
Reduce cost of spare parts for maintenance to net relisable value	4,111,663	1,632,145	2,337,422	1,632,145
Gain on sales of equipments	(1,296,136)	(193,082)	(596,431)	(193,082)
Loss on written-off of equipment	1,661,913	1,196,664	1,661,913	1,196,664
Allowance for impairment loss of equipment (reversal)	6,803,303	(3,091,790)	(105,588)	(3,088,105)
Reversal of other payables	(111,300,125)	(144,785,565)	(111,300,125)	(144,785,565)
Reversal of allowance for asset impairment	-	(3,029,823)	-	(3,029,823)
Loss from impairment of intangible assets	7,594,521	-	-	-
Provision for long-term employee benefits	1,163,544	866,553	1,041,265	760,920
Share of profit from investment in associate	(62,779,521)	(44,202,110)	-	-
Dividend income from associate	-	-	(37,582,500)	-
Interest income	(39,915,237)	(25,390,039)	(634,419)	(189,950)
Interest expenses	7,391,909	5,877,190	7,391,909	6,255,083
Profit from operating activities before changes in operating assets and liabilities	609,505,183	685,614,011	615,534,922	672,026,844
Operating assets (increase) decrease				
Accrued income and other receivables	(72,231,079)	27,539,915	(63,235,529)	(3,442,789)
Prepaid telephone charges	34,871,465	27,846,002	34,871,465	27,846,002
Spare parts for maintenance	(6,852,433)	(6,495,661)	(541,890)	(6,124,305)
Loans receivable	(107,036,970)	(138,881,670)	-	-
Hire-purchase receivables	8,768,956	(8,605,677)	-	-
Other current assets	10,601,331	16,339,681	9,990,796	14,642,576
Other non-current assets	594,597	1,048,536	91,931	1,491,373
Operating liabilities increase (decrease)				
Trade and other payables	124,041,920	90,212,961	66,719,084	141,509,887
Retention received from service representatives	(26,282,233)	(42,481,777)	(26,092,233)	(42,316,777)
Retention received from a related party	11,516,000	26,003,984	11,516,000	26,003,984
Cash paid for employee benefits	(453,520)	-	(168,000)	-
Other current liabilities	638,896	(9,251,702)	2,305,896	(7,279,556)
Cash flows from operating activities	587,682,113	668,888,603	650,992,442	824,357,239
Cash receipt from interest income	40,155,030	22,828,945	634,419	189,950
Cash paid for interest expenses	(7,423,333)	(6,003,578)	(7,423,333)	(6,381,471)
Cash receipt from income tax refundable	315,285	149,272	-	-
Cash paid for income tax	(70,168,909)	(81,793,685)	(64,221,079)	(77,623,224)
<b>Net cash flows from operating activities</b>	<b>550,560,186</b>	<b>604,069,557</b>	<b>579,982,449</b>	<b>740,542,494</b>

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

**Forth Smart Service Public Company Limited and its subsidiaries**

**Cash flow statement (continued)**

**For the year ended 31 December 2023**

(Unit: Baht)

	<b>Consolidated</b>		<b>Separate</b>	
	<b>financial statements</b>		<b>financial statements</b>	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Cash flows from investing activities</b>				
Proceeds from sales of equipment	5,626,421	559,149	622,904	559,149
Acquisition of equipment	(82,644,510)	(115,089,368)	(80,001,052)	(113,828,312)
Cash paid to payables for purchases of equipment	(23,916,110)	(29,958,353)	(23,837,473)	(28,989,177)
Acquisition of computer software	(5,121,958)	(13,558,040)	(764,013)	(17,369,540)
Increase in short-term loan to a subsidiary	-	-	(10,000,000)	-
Cash paid for purchase of investment in associates	(83,999,980)	(188,500,000)	(83,999,980)	(188,500,000)
Dividend received from associate	37,582,500	-	37,582,500	-
<b>Net cash flows used in investing activities</b>	<u>(152,473,637)</u>	<u>(346,546,612)</u>	<u>(160,397,114)</u>	<u>(348,127,880)</u>
<b>Cash flows from financing activities</b>				
Cash received from short-term loans from financial institutions	990,000,000	1,790,000,000	990,000,000	1,790,000,000
Repayments of short-term loans from financial institutions	(1,120,000,000)	(1,790,000,000)	(1,120,000,000)	(1,790,000,000)
Cash received from short-term loans from a subsidiary	-	-	-	20,000,000
Repayment of short-term loans from a subsidiary	-	-	-	(100,000,000)
Payment of lease liabilities	(17,540,360)	(16,584,000)	(17,540,360)	(16,584,000)
Dividend paid	(256,066,727)	(301,250,379)	(256,066,727)	(301,250,379)
<b>Net cash flows used in financing activities</b>	<u>(403,607,087)</u>	<u>(317,834,379)</u>	<u>(403,607,087)</u>	<u>(397,834,379)</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	<u>(5,520,538)</u>	<u>(60,311,434)</u>	<u>15,978,248</u>	<u>(5,419,765)</u>
Cash and cash equivalents at beginning of year	<u>281,797,197</u>	<u>342,108,631</u>	<u>213,067,260</u>	<u>218,487,025</u>
<b>Cash and cash equivalents at end of year</b>	<u>276,276,659</u>	<u>281,797,197</u>	<u>229,045,508</u>	<u>213,067,260</u>
	-	-	-	-
<b>Supplemental disclosures of cash flows information</b>				
Non-cash transactions				
Right-of-use assets increase from leases	10,227,217	-	10,227,217	-
Purchase of equipment for which no cash has been paid	17,260,555	24,313,632	16,955,999	24,175,688

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

**Forth Smart Service Public Company Limited and its subsidiaries**  
**Notes to consolidated financial statements**  
**For the year ended 31 December 2023**

**1. General information**

Forth Smart Service Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its parent company is Forth Corporation Public Company Limited, which was incorporated in Thailand. The Company is principally engaged in rendering of prepaid mobile top-up service, online payment receival services, and advertising services through online top-up machines. The registered office of the Company is at 256 Paholyothin Road, Samsennai, Phayathai, Bangkok.

**2. Basis of preparation**

- 2.1 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 stipulations of the Notification of the Department of Business Development, issued under the Accounting Act B.E. 2543.

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 Thai language financial statements.

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

**2.2 Basis of consolidation**

- a) The consolidated financial statements include the financial statements of Forth Smart Service Public Company Limited (“the Company”) and the following subsidiary companies (“the subsidiaries”) (collectively as “the Group”):

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			<u>2023</u>	<u>2022</u>
			Percent	Percent
<u>Held by the Company</u>				
Forth Smart Capital Co., Ltd.	Provide nano finance and personal loan services	Thailand	99.99	99.99
Forth Smart Distribution Co., Ltd.	Distribution of goods and rendering of service relating to online top-up machines	Thailand	99.97	99.97
<u>Held by Forth Smart Capital Company Limited</u>				
Forth Smart Digital Company Limited	Develop and maintenance software	Thailand	99.99	99.99

- b) The Company is deemed to have control over an investee or subsidiary if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
  - c) Subsidiaries are fully consolidated as from the date on which the Company obtains control and continue to be consolidated until the date when such control ceases.
  - d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
  - e) Material balances and transactions between the Group have been eliminated from the consolidated financial statements.
  - f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiary that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.
- 2.3 The separate financial statements present investments in subsidiaries and associate under the cost method.

### **3. New financial reporting standards**

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

During the year, the Group has adopted the revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2023. 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 Group's financial statements.

#### **3.2 Financial reporting standards that became effective for fiscal years beginning on or after 1 January 2024**

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

#### **4. Significant accounting policies**

##### **4.1 Revenues and expenses recognition**

###### ***Revenue from sale of goods***

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. Revenue is measured at the amount of the consideration received or receivable, excluding value added tax, of goods supplied after deducting returns and discounts.

###### ***Income from rendering of prepaid mobile top-up service and other online top-up services***

Income from rendering of prepaid mobile top-up service and other online top-up services are recognised, when services have been rendered and customers have already paid through online top-up machines, at net amount which is fee income of the Company, excluding cost of telephone and other online services which is cost of telephone operators and online service providers.

###### ***Income from rendering of services through online top-up machines***

Income from rendering of services through online top-up machines (transaction fee) is recognised at a point in time upon completion of the services and customers have already paid service fees through online top-up machines.

###### ***Advertising income***

Advertising income is recognised over time when services have been rendered taking into account the stage of completion. Service rate charged is in accordance with conditions stipulated in the contract.

###### ***Interest income***

Interest income is calculated using the effective interest method and recognised on an accrual basis. The effective interest rate is applied to the gross carrying amount of a financial asset, unless the financial assets subsequently become credit-impaired when it is applied to the net carrying amount of the financial asset (net of the expected credit loss allowance).

###### ***Dividends***

Dividends are recognised when the right to receive the dividends is established.

###### ***Other income***

Other income comprised insurance received on online top-up machines, revenue from customers' credit top-ups, unsuccessful money top-ups and other income.

Income from insurance received on online top-up machines is insurance that the Company receives from service representatives. The insurance received is recognised as income over time.



Revenue from customers' credit top-ups/money transfer is the amount of credit that the online top-up machines retain from customers because the machines are unable to give change. The revenue from customers' credit top-ups is recognised as income when customers' credit has remained unused for a period of more than 1 year.

Revenue from unsuccessful money top-ups is the amount of credit that were not able to be added in accordance with customer orders. The revenue is recognised when the customer has not claimed a refund for more than 1 year.

### ***Finance cost***

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

## **4.2 Cash and cash equivalents**

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

## **4.3 Spare parts for maintenance**

Spare parts for maintenance are valued at the lower of cost (weighted average method) and net realisable value and are charged to cost of service wherever consumed.

## **4.4 Investments in subsidiaries and associates**

Investment in associates is accounted for in the consolidated financial statements using the equity method.

Investments in subsidiaries and associates are accounted for in the separate financial statements using the cost method.

## **4.5 Leasehold improvements and equipment and depreciation**

Leasehold improvements and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of leasehold improvements and equipment is calculated by reference to their costs on the straight-line basis over the estimated useful lives:

Leasehold improvements	5 years
Online top-up machines and related equipments	5, 8 years
Equipment and office equipments	5 years
Motor vehicles	10 years

Depreciation is included in determining income.

No depreciation is provided on assets under installation.

An item of leasehold improvements and 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.

#### **4.6 Intangible assets**

Intangible assets are stated 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 financial year end. The amortisation expense is charged to profit or loss.

Intangible asset with finite useful lives are computer software which have the useful lives 10 years.

#### **4.7 Related party transactions**

Related parties comprise individuals or enterprises that control, or are controlled by, the Group, whether directly or indirectly, or which are under common control with the Group.

They also include associated companies, and individuals or enterprises which directly or indirectly own a voting interest in the Group that gives them significant influence over the Group, key management personnel, directors, and officers with authority in the planning and direction of the Group's operations.

#### **4.8 Leases**

At inception of contract, the Group 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 Group as a lessee, 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 Group 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 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	10	years
Machinery and equipment	3	years
Motor vehicles	5	years

If ownership of the leased asset is transferred to the Group at the end of the lease term or the cost 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.

The Group discounted the present value of the lease payments by the interest rate implicit in the lease or the Group'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.

#### **4.9 Impairment of non-financial assets**

At the end of each reporting period, the Group perform impairment reviews in respect of the leasehold improvements and equipment, right-of-use asset or other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. 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. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Group could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

In the assessment of asset impairment (except for goodwill), if there is any indication that previously recognised impairment losses may no longer exist or may have decreased, the Group estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

#### **4.10 Employee benefits**

##### ***Short-term employee benefits***

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

##### ***Post-employment benefits***

##### ***Defined contribution plans***

The Group and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Group. The fund's assets are held in a separate trust fund and the Group contributions are recognised as expenses when incurred.

### *Defined benefit plans*

The Group have obligations in respect of the severance payments they must make to employees upon retirement under labor law. The Group treat these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plan are recognised immediately in other comprehensive income.

## **4.11 Provisions**

Provisions are recognised when the Group have 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.

## **4.12 Income tax**

Income tax expense 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 Group recognises deferred tax liabilities for all taxable temporary differences while they recognise deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Group reviews and reduce 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 Group record deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

#### **4.13 Financial instruments**

The Group 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 income and other receivables, that 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**

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income (“FVOCI”), or fair value through profit or loss (“FVTPL”). The classification of financial assets at initial recognition is driven by the Group’s business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

##### ***Financial assets at amortised cost***

The Group measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate (“EIR”) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

##### ***Financial assets at FVTPL***

Financial assets measured at FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss. This financial asset includes non-listed equity investments.

##### **Classification and measurement of financial liabilities**

At initial recognition the Group’s financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Group takes into account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

### **Derecognition of financial instruments**

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Group has transferred substantially all the risks and rewards of the asset, or the Group has transferred control of the asset.

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.

### **Impairment of financial assets**

For accrued income and other receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track change in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. ECLs are calculated based on its historical credit loss experience and adjusted for forward-looking factor specific to the debtors and the economic environments.

For loans receivable, the subsidiary applies a simplified approach in calculating ECLs. Therefore, the subsidiary does not track change in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. ECLs are calculated based on its historical credit loss experience and its related industry.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### **4.14 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 Group apply 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 Group measure fair value using valuation technique 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 Group determine 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 judgments and estimates**

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgments and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgments and estimates are as follows:

### **Allowance for expected credit losses of accrued income, loans receivable and other receivables**

In determining an allowance for expected credit losses of accrued income, loans receivable and other receivables, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the forecast economic condition for groupings of various customer segments with similar credit risks. The Group's historical credit loss experience and forecast economic conditions may also not be representative of whether a customer will actually default in the future.

### **Leasehold improvements and equipment and depreciation**

In determining depreciation of leasehold improvements and equipment, the management is required to make estimates of the useful lives and residual values of the leasehold improvements and equipment and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review leasehold improvements and 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.



## Allowance for impairment of non-financial assets

In determining allowance for impairment of a non-financial asset, the management is required to exercise judgements regarding determination of the recoverable amount of the asset, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next 5 years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the cash-generating unit being tested.

## 6. Related party transactions

During the years, the Group had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Group and those related parties.

		(Unit: Million Baht)			
		Consolidated		Separate	
		financial statements		financial statements	
	Pricing policy	2023	2022	2023	2022
<u>Transactions with parent company</u>					
Purchases of online automatic machines and related spare parts	Cost plus margin	8	44	-	44
Service and administrative expenses	Agreed rate	7	4	7	4
Rental expenses	Agreed rate	19	19	19	19
<u>Transactions with subsidiary companies</u>					
(Eliminated from the consolidated financial statements)					
Others income	Agreed rate	-	-	2	3
Purchases of intangible assets	Agreed rate	-	-	1	2
Purchases of spare parts for maintenance of online automatic machines	Cost plus margin	-	-	4	-
Service and administrative expenses	Agreed rate	-	-	2	1
<u>Transactions with associate company</u>					
Service income	Contract rate	32	16	32	16
Others income	Agreed rate	1	-	1	-
Dividend income	As declared	-	-	38	-
Service and administrative expenses	Agreed rate	1	-	1	-

		(Unit: Million Baht)			
		Consolidated		Separate	
		financial statements		financial statements	
	Pricing policy	2023	2022	2023	2022
<u>Transactions with related companies</u>					
Service income	Agreed rate	-	7	-	7
Purchases of spare parts for maintenance	Cost plus				
of online automatic machines	margin	96	106	95	106
Rental expenses	Agreed rate	2	2	2	2

The balances of the accounts as at 31 December 2023 and 2022 between the Group and those related parties are as follows:

		(Unit: Thousand Baht)			
		Consolidated		Separate	
		financial statements		financial statements	
		2023	2022	2023	2022
<b><u>Accrued income - related parties (Note 8)</u></b>					
Parent company		14	14	-	-
Subsidiaries		-	-	27	130
<b>Total</b>		<b>14</b>	<b>14</b>	<b>27</b>	<b>130</b>
<b><u>Other receivables - service representative - related party (Note 8)</u></b>					
Associate		8,104	311	8,104	311
<b>Total</b>		<b>8,104</b>	<b>311</b>	<b>8,104</b>	<b>311</b>
<b><u>Other receivables - related parties (Note 8)</u></b>					
Subsidiaries		-	-	12,534	21,175
Associate		2,475	3,071	2,475	3,071
Related companies <sup>(1)</sup>		-	158	-	158
<b>Total</b>		<b>2,475</b>	<b>3,229</b>	<b>15,009</b>	<b>24,404</b>
<b><u>Right-of-use assets - related parties</u></b>					
Parent company		90,745	106,083	90,745	106,083
Related companies <sup>(1)</sup>		5,545	7,499	5,545	7,499
<b>Total</b>		<b>96,290</b>	<b>113,582</b>	<b>96,290</b>	<b>113,582</b>
<b><u>Trade and other payables - related parties (Note 18)</u></b>					
Parent company		193	192	193	157
Subsidiaries		-	-	8,876	63,791
Associate		13,454	10,225	13,454	10,225
Related companies <sup>(1)</sup>		16,835	37,527	16,497	37,433
<b>Total</b>		<b>30,482</b>	<b>47,944</b>	<b>39,020</b>	<b>111,606</b>

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b><u>Retention received from a relate party</u></b>				
Associate	44,215	32,699	44,215	32,699
<b>Total</b>	<u>44,215</u>	<u>32,699</u>	<u>44,215</u>	<u>32,699</u>
<b><u>Lease liabilities - related parties</u></b>				
Parent company	97,747	112,143	97,747	112,143
Related companies <sup>(1)</sup>	1,427	1,619	1,427	1,619
<b>Total</b>	<u>99,147</u>	<u>113,762</u>	<u>99,147</u>	<u>113,762</u>

Relationship with the related company

(1) Related by same director and management

#### Loans to a related party

As at 31 December 2023 and 2022, the balances of loan to related party and the movement in loan are as follows:

(Unit: Thousand Baht)				
Separate financial statements				
Loans to related party	Related by	Balance as at 31 December 2022	Increase during the year	Balance as at 31 December 2023
Forth Smart Capital Co., Ltd.	Subsidiary	-	10,000	10,000

Loan to subsidiary is an unsecured promissory note, carrying interest at 3.3 percent per annum and is to be repaid at call.

#### Directors and management's benefits

During the years ended 31 December 2023 and 2022, the Company had employee benefit expenses payable to their directors and management as below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
	<u>2023</u>	<u>2022</u>
Short-term employee benefits	13,508	12,205
Post-employment benefits	1,327	989
<b>Total</b>	<u>14,835</u>	<u>13,194</u>

### Guarantees obligations with its related party

The Company has outstanding guarantees obligations with its related parties as described in Note 30.3 to the consolidated financial statements.

## **7. Cash and cash equivalents**

	(Unit: Thousand Baht)			
	Consolidated	financial	Separate	financial
	statements		statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Cash	8,960	12,814	8,936	12,814
Cash in online automatic machines managed by the Company	24,026	11,085	24,026	11,085
Bank deposit	161,047	166,355	113,840	97,655
Deposits at banks with restrictions	82,244	91,543	82,244	91,543
Total	<u>276,277</u>	<u>281,797</u>	<u>229,046</u>	<u>213,067</u>

As at 31 December 2023, bank deposits in saving accounts, carried interests between 0.125 and 0.55 percent per annum (2022: between 0.125 and 0.45 percent per annum).

As at 31 December 2023, the Company has bank deposits with withdrawal restrictions as follows.

1. The Baht 2.3 million (2022: Baht 0.7 million) represented the minimum required bank deposits for handling advance payments from customers, in accordance with the notification of the Bank of Thailand regarding “Stipulation of Guidelines, Procedures and Conditions for Electronic Money Service Business”, which requires the Company to keep deposits received in advance from customers in cash at commercial banks or specialized financial institutions at all times, in an amount not less than the outstanding value of such advance payments from customers.
2. The Baht 79.9 million (2022: 90.9 million baht) are bank deposits that the Company must adequately maintain each day for service related to money deposits, payment receival service, and top-up service, as the Company acts as an agent for several commercial banks in providing these services.

## 8. Accrued income and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b><u>Related parties</u></b> (Note 6)				
Accrued income	14	14	27	130
Other receivables - service representatives	8,104	331	8,104	311
Other receivables	2,475	3,229	15,009	24,404
	<u>10,593</u>	<u>3,554</u>	<u>23,140</u>	<u>24,845</u>
<b><u>Unrelated parties</u></b>				
Accrued income	41,162	45,382	38,024	37,786
Other receivables - service representatives	764,352	692,944	764,352	692,944
Other receivables	14,581	21,056	14,289	21,085
	<u>820,095</u>	<u>759,382</u>	<u>816,665</u>	<u>751,725</u>
Total accrued income and other receivables	830,688	762,936	839,805	776,570
Less: Allowance for expected credit losses	(6,333)	(3,189)	(6,333)	(3,189)
Total accrued income and other receivables - net	<u>824,355</u>	<u>759,747</u>	<u>833,472</u>	<u>773,381</u>

## 9. Spare parts for maintenance

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Cost		Reduce cost to net realisable value		Inventories - net	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Assembly spare parts and installation	56,463	49,610	(11,957)	(7,845)	44,506	41,765
Total	56,463	49,610	(11,957)	(7,845)	44,506	41,765

	(Unit: Thousand Baht)					
	Separate financial statements					
	Cost		Reduce cost to net realisable value		Inventories - net	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Assembly spare parts and installation	44,507	43,966	(10,182)	(7,845)	34,325	36,121
Total	44,507	43,966	(10,182)	(7,845)	34,325	36,121

During the current year, the Group reduced cost of spare parts for maintenance by Baht 4 million (2022: Baht 2 million) (the Company only: Baht 2 million (2022: Baht 2 million)), to reflect the net realisable value. This was included in cost of services.

## 10. Loans receivable

Loans receivable as at 31 December 2023 and 2022, are loans provided to service representatives and personal loans receivable of Forth Smart Capital Company Limited (the subsidiary). Details are as follows.

(Unit: Thousand Baht)

	Consolidated financial statements					
	Amount due					
	Within 1 year		Over 1 year		Total	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Loans receivable	230,311	110,255	123,519	136,298	353,830	246,553
Add: Accrued interest income	3,611	3,852	-	-	3,611	3,852
Less: Allowance for expected credit losses	(40,349)	(25,372)	(21,307)	(24,285)	(61,656)	(49,657)
Loans receivable - net	<u>193,573</u>	<u>88,735</u>	<u>102,212</u>	<u>112,013</u>	<u>295,785</u>	<u>200,748</u>

As at 31 December 2023, such loans carry effective interest at rates between 5 percent to 25 percent per annum (2022: 5 percent to 25 percent per annum) and the terms of the agreements are generally between 1 year to 8 years (2022: 1 year to 8 years). The loans are unsecured.

As at 31 December 2023 and 2022, the balances of loans receivable classified by aging are as follows.

(Unit: Thousand Baht)

	Consolidated financial statements	
	<u>2023</u>	<u>2022</u>
Not yet due or past due not more than 1 month	290,337	183,496
Past due 1 to 3 months	6,281	18,338
Past due 3 to 6 months	5,396	27,485
Past due 6 to 12 months	11,422	5,760
Past due over 12 months	40,394	11,474
Total	353,830	246,553
Add: Accrued interest income	3,611	3,852
Less: Allowance for expected credit losses	(61,656)	(49,657)
Loans receivable - net	295,785	200,748
Less: Current portion	(193,573)	(88,735)
Loans receivable - net of current portion	<u>102,212</u>	<u>112,013</u>

Movement of loans receivable for the year ended 31 December 2023 are as follows.

	(Unit: Thousand Baht)
	Consolidated financial statements
<b>Balance as at 31 December 2022</b>	200,748
Increase during the year	230,192
Collection during the year	(122,915)
Accrued interest income	(241)
Record allowance for expect credit losses	(11,999)
<b>Balance as at 31 December 2023</b>	295,785
Less: Current portion	(193,573)
Loan receivables - net of current portion	102,212

## 11. Hire-purchase receivables

Hire-purchase receivables represent receivables under telephone lease agreements of Forth Smart Capital Company Limited (the subsidiary). Balance and movement of hire-purchase receivables during the year ended 31 December 2023 and 2022 were summarised below.

	(Unit: Thousand Baht)					
	Consolidated financial statements					
	Portion due within one year		Portion due after one year		Total	
	2023	2022	2023	2022	2023	2022
Hire-purchase receivables	9,999	15,271	-	4,875	9,999	20,146
Less: Deferred interest income	(1,406)	(2,583)	-	(201)	(1,406)	(2,784)
Present value of minimum						
lease payments	8,593	12,688	-	4,674	8,593	17,362
Less: Allowance for expected						
credit losses	(7,549)	(4,663)	-	(1,302)	(7,549)	(5,965)
Hire-purchase receivables - net	1,044	8,025	-	3,372	1,044	11,397

Movement of hire-purchase receivables account for the year ended 31 December 2023 were summarised below.

	(Unit: Thousand Baht)
	Consolidated financial statements
<b>Balance as at 31 December 2022</b>	11,397
Collection during the year	(10,147)
Accretion interest income	1,378
Record allowance for expect credit losses	(1,584)
<b>Balance as at 31 December 2023</b>	1,044
Less: Current portion	(1,044)
Finance lease receivables - net of current portion	-

## 12. Restricted bank deposits

These represent bank deposits of two commercial banks that required the Company to maintain a minimum savings deposit at all times until the agency contracts expire (the Company acts as the commercial bank agent to provided deposit service through online top-up machine).

## 13. Investment in subsidiaries

Details of investment in subsidiaries as presented in separate financial statements are as follows:

Company's Name	Paid-up capital		Shareholding percentage		Carrying amounts based on cost method	
	2023	2022	2023	2022	2023	2022
			(percent)	(percent)		
<b>Subsidiaries held by the Company</b>						
Forth Smart Capital Co., Ltd.	300,000	300,000	99.99	99.99	299,970	299,970
Forth Smart Distribution Co., Ltd.	150,000	150,000	99.97	99.97	149,955	149,955
<b>Subsidiary held by Forth Smart Capital Co., Ltd.</b>						
Forth Smart Digital Co., Ltd.	25,000	25,000	99.99	99.99	-	-
<b>Total</b>					449,925	449,925



## 14. Investment in associates

### 14.1 Details of associates

(Unit: Thousand Baht)										
					Consolidated financial statements				Separate financial statements	
Company's name	Nature of business	Country of incorporation	Shareholding percentage		Carrying amounts based on equity					
					Cost		method		Cost	
			<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
			(Percent)	(Percent)						
Forth Vending Company Limited	Management and sale of beverages via vending machines	Thailand	26.7	26.7						
Forth Smart Sabuy Tech Company Limited	Provision of services and sale of goods through vending machines	Thailand	50.0	50.0						
Total										

- a) On 18 May 2022, Forth Vending Company Limited (“Forth Vending”) called up the new shares at 25% of the par value, amounting to Baht 35 million. It follows the Extraordinary General Meeting of Shareholders on 5 March 2022.

On 29 April 2022, the Annual General Meeting of Shareholders of Forth Vending passed a resolution to approve an increase in the registered share capital from Baht 1,070 million (107,000,000 ordinary shares with a par value of Baht 10 each) to Baht 1,400 million (140,000,000 ordinary shares with a par value of Baht 10 each) by issuing 33,000,000 new ordinary shares with a par value of Baht 10 each to its existing shareholders in proportion of their shareholdings. The Company exercised the rights to purchase such newly issued ordinary shares in proportion to its shareholding and also acquired Forth Vending's ordinary shares in the portion that existing shareholders waived their rights to subscribe totaling 16,700,000 ordinary shares with a par value of Baht 10 each, or a total of Baht 167 million. Subsequently, on 18 May 2022, Forth Vending called up the new shares at 25% of the par value, and on 24 May 2022, the Company has made payment for the shares based on existing shareholdings, amounting to Baht 41.8 million.

As a result of the acquisition transaction and made payment of the new share capital, the Company's shareholding in Forth Vending increased from 19.3% to 26.7%. The Company, therefore, changed the status of its investment in Forth Vending from other non-current financial assets measured at fair value through profit or loss to investment in associate.

The management of the Company assessed that assets and liabilities of Forth Vending as at 24 May 2022 and as at 31 May 2022 has not significant difference. Therefore, the Company assumed that as at 31 May 2022 was the date that the Company invested in associate as from 24 May 2022.

The fair value of net assets of Forth Vending as at the acquisition date that the Company's management assessed is closed to the investment cost that the Company paid.

On 21 September 2022, Forth Vending called up a further 25% of the par value the Company has made payment for the shares based on existing shareholdings amounting to Baht 41.8 million.

Subsequently, on 29 June 2023, Forth Vending called up the remaining 50% of the par value of the increases share capital, and the Company had already made payment of Baht 83.5 million based on its existing shareholdings.

- b) On 24 March 2022, the Company and Sabuy registered the incorporation of Forth Smart Sabuy Tech Company Limited (such company treated as associate of the Company) with the Ministry of Commerce. The Company hold 50,000 ordinary shares with a par value of Baht 10 each in such company (50% of registered shares).

Subsequently, on 24 January 2023, the Company made payment for such share capital in full.

#### 14.2 Share of comprehensive income and dividend received

During the year, the Company has recognised its share of profit from investment in associates in the consolidated financial statements and dividend income in the separate financial statements as follows.

(Unit: Thousand Baht)				
Associate	Consolidated financial statements		Separate financial statements	
	Share of profit from investments			
	in associates during the year		Dividend received during the year	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Forth Vending Co., Ltd.	<u>62,780</u>	<u>44,202</u>	<u>37,583</u>	<u>-</u>

### 14.3 Summarised financial information about material associate

#### Summarised information about financial position

(Unit: Thousand Baht)

	Forth Vending Company Limited	
	<u>2023</u>	<u>2022</u>
Current assets	524,799	684,726
Non-current assets	2,350,186	1,674,008
Current liabilities	(778,687)	(689,088)
Non-current liabilities	(502,056)	(325,133)

#### Summarised information about comprehensive income

(Unit: Thousand Baht)

	Forth Vending Company Limited	
	For the year ended 31 December	
	<u>2023</u>	<u>2022</u>
Revenue	1,796,329	1,243,102
Profit for the year	235,004	260,604
Comprehensive income for the year	235,004	260,564

### 15. Leasehold improvement and equipment

(Unit: Thousand Baht)

	Consolidated financial statements					
	Leasehold improvements	Online top-up machines and related equipment	Equipment and office equipment	Motor vehicles	Assets under installation	Total
<b>Cost</b>						
1 January 2022	48,989	4,351,720	113,601	7,508	1,795	4,523,613
Additions	660	134,821	3,922	-	-	139,403
Disposals/written-off	-	(12,763)	(77)	-	-	(12,840)
Transfer in (out)	-	70	439	-	(509)	-
31 December 2022	49,649	4,473,848	117,885	7,508	1,286	4,650,176
Additions	-	94,696	5,088	121	-	99,905
Disposals/written-off	-	(152,109)	(1,037)	(607)	-	(153,753)
Transfer in (out)	13,595	-	(13,595)	-	-	-
31 December 2023	63,244	4,416,435	108,341	7,022	1,286	4,596,328

(Unit: Thousand Baht)

## Consolidated financial statements

	Leasehold improvements	Online top-up machines and related equipment	Equipment and office equipment	Motor vehicles	Assets under installation	Total
<b>Accumulated depreciation</b>						
1 January 2022	48,646	3,217,442	107,305	3,358	-	3,376,751
Depreciation for the year	123	445,902	3,155	783	-	449,963
Depreciation on disposals/written-off	-	(11,200)	(76)	-	-	(11,276)
31 December 2022	48,769	3,652,144	110,384	4,141	-	3,815,438
Depreciation for the year	220	377,017	2,773	900	-	380,910
Depreciation on disposals/written-off	-	(146,343)	(1,037)	(381)	-	(147,761)
Transfer in (out)	13,595	-	(13,595)	-	-	-
31 December 2023	62,584	3,882,818	98,525	4,660	-	4,048,587
<b>Allowance for impairment loss</b>						
1 January 2022	-	3,934	-	-	-	3,934
Increase during the year	-	669	-	-	-	669
Decrease during the year	-	(3,760)	-	-	-	(3,760)
31 December 2022	-	843	-	-	-	843
Increase during the year	-	7,294	-	-	-	7,294
Decrease during the year	-	(491)	-	-	-	(491)
31 December 2023	-	7,646	-	-	-	7,646
<b>Net book value</b>						
31 December 2022	880	820,861	7,501	3,367	1,286	833,895
31 December 2023	660	525,971	9,816	2,362	1,286	539,776
<b>Depreciation for the year</b>						
2022 (Baht 445 million included in cost of services, and the balance in administrative expenses)						449,963
2023 (Baht 378 million included in cost of services, and the balance in administrative expenses)						380,910

(Unit: Thousand Baht)

## Separate financial statements

	Leasehold improvements	Online top-up machines and related equipment	Equipment and office equipment	Motor vehicles	Assets under installation	Total
<b>Cost</b>						
1 January 2022	48,989	4,135,359	112,530	7,508	436	4,304,822
Additions	660	133,515	3,829	-	-	138,004
Disposals/written-off	-	(12,763)	(77)	-	-	(12,840)
Transfer in (out)	-	-	435	-	(435)	-
31 December 2022	49,649	4,256,111	116,717	7,508	1	4,429,986
Additions	-	91,896	4,940	121	-	96,957
Disposals/written-off	-	(143,190)	(1,037)	-	-	(144,227)
Transfer in (out)	13,595	-	(13,595)	-	-	-
31 December 2023	63,244	4,204,817	107,025	7,629	1	4,382,716
<b>Accumulated depreciation</b>						
1 January 2022	48,646	3,097,373	106,741	3,359	-	3,256,119
Depreciation for the year	123	415,413	2,930	783	-	419,249
Depreciation on disposals/written-off	-	(11,200)	(76)	-	-	(11,276)
31 December 2022	48,769	3,501,586	109,595	4,142	-	3,664,092
Depreciation for the year	220	347,736	2,596	818	-	351,370
Depreciation on disposals/written-off	-	(141,503)	(1,036)	-	-	(142,539)
Transfer in (out)	13,595	-	(13,595)	-	-	-
31 December 2023	62,584	3,707,819	97,560	4,960	-	3,872,923
<b>Allowance for impairment loss</b>						
1 January 2022	-	3,929	-	-	-	3,929
Increase during the year	-	355	-	-	-	355
Decrease during the year	-	(3,443)	-	-	-	(3,443)
31 December 2022	-	841	-	-	-	841
Increase during the year	-	385	-	-	-	385
Decrease during the year	-	(490)	-	-	-	(490)
31 December 2023	-	736	-	-	-	736
<b>Net book value</b>						
31 December 2022	880	753,684	7,122	3,366	1	765,053
31 December 2023	660	496,262	9,465	2,669	1	509,057
<b>Depreciation for the year</b>						
2022 (Baht 415 million included in cost of services, and the balance in administrative expenses)						419,249
2023 (Baht 348 million included in cost of services, and the balance in administrative expenses)						351,370

As at 31 December 2023, certain items of online top-up machines and equipment were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation and allowance for impairment loss of those assets amounted to approximately Baht 2,223 million (2022: Baht 1,511 million) (the Company only: Baht 2,207 million (2022: Baht 1,510 million)).

## 16. Intangible assets

The net book value of intangible assets as at 31 December 2023 and 2022 are presented below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
As at 31 December 2023:		
Cost	121,830	109,732
Less: Accumulated amortisation	(60,968)	-
Less: Allowance for impairment loss	(7,595)	(51,591)
Net book value	53,267	58,141
As at 31 December 2022:		
Cost	116,707	108,968
Less: Accumulated amortisation	(49,440)	(40,935)
Net book value	67,267	68,033

A reconciliation of the net book value of intangible assets for the years 2023 and 2022 are presented below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Net book value at beginning of year	67,267	64,178	68,033	60,119
Acquisition of computer software	5,123	13,558	764	17,369
Amortisation (include in administrative expenses)	(11,528)	(10,469)	(10,656)	(9,455)
Impairment loss recognised	(7,595)	-	-	-
Net book value at end of year	53,267	67,267	58,141	68,033

During the year 2023, a subsidiary recognised an impairment loss for computer software, amounting to Baht 7.6 million (2022: nil) due to it was not in use. This is presented as a part of administrative expenses in the statement of comprehensive income to reduce the carrying amount of the assets to their recoverable amounts.

## 17. Short-term loans from financial institutions

	Interest rate (percent per annum)	(Unit: Thousand Baht)	
		Consolidated financial statements/ Separate financial statements	
		<u>2023</u>	<u>2022</u>
Short-term loans from financial institutions	2.15 - 3.32	220,000	350,000
Total		<u>220,000</u>	<u>350,000</u>

These loans are unsecured.

## 18. Trade and other payables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b><u>Related parties</u></b> (Note 6)				
Payables for purchases of equipment	16,809	23,965	16,474	23,837
Other payables	12,774	16,407	21,307	78,641
Accrued expenses	899	7,572	1,239	9,128
	<u>30,482</u>	<u>47,944</u>	<u>39,020</u>	<u>111,606</u>
<b><u>Unrelated parties</u></b>				
Trade payables	288,712	255,746	287,375	255,679
Other payables	140,573	153,753	139,001	152,727
Advance received from customers	2,349	682	2,349	682
Accrued expenses	100,828	98,764	97,462	96,007
	<u>532,462</u>	<u>508,945</u>	<u>526,187</u>	<u>505,095</u>
Total trade and other payables	<u>562,944</u>	<u>556,889</u>	<u>565,207</u>	<u>616,701</u>

During the year ended 31 December 2023 and 2022, the Company reversed other payables as other income in profit or loss as follows.

	(Unit: Thousand Baht)	
	Consolidated/Separate financial statements	
	<u>2023</u>	<u>2022</u>
Credit top-up amount for prepaid telephone or money transfer that customers have not used for a period of more than a year	42	48
Unsuccessful money top-up for which customers did not claim the refund for more than a year	69	97
Total	<u>111</u>	<u>145</u>

## 19. Leases

The Group as a lessee, entered into lease agreements of assets to be used in its operations. The leases term are generally between 3 - 10 years.

### 19.1 Right-of-use assets

Movement of right-of-use assets for the year ended 31 December 2023 and 2022 are summarised below:

	(Unit: Thousand Baht)			
	Consolidated/Separate financial statements			
		Equipment and office equipment	Motor vehicles	Total
1 January 2022	Buildings	284	700	141,686
Depreciation for the year	(19,141)	(227)	(494)	(19,862)
31 December 2022	121,561	57	206	121,824
Additions	2,714	360	7,153	10,227
Depreciation for the year	(19,397)	(150)	(926)	(20,473)
31 December 2023	<u>104,878</u>	<u>267</u>	<u>6,433</u>	<u>111,578</u>



## 19.2 Lease liabilities

	(Unit: Thousand Baht)	
	Consolidated/Separate financial statements	
	<u>2023</u>	<u>2022</u>
Lease payments	129,539	140,065
Less: Deferred interest expenses	(14,405)	(17,617)
Total	115,134	122,448
Less: Portion due within one year	(18,464)	(15,968)
Lease liabilities - net of current portion	96,670	106,480

Movements of the lease liability account during the years ended 31 December 2023 and 2022 are summarised below:

	(Unit: Thousand Baht)	
	Consolidated/Separate financial statements	
	<u>2023</u>	<u>2022</u>
Balance at beginning of year	122,448	139,032
Additions	10,227	-
Accretion of interest	4,876	5,181
Repayments	(22,417)	(21,765)
Balance at end of year	115,134	122,448

A maturity analysis of lease payments is disclosed in Note 31.1 to the consolidated financial statements under the liquidity risk.

## 19.3 Expenses relating to leases that are recognised in profit or loss

	(Unit: Thousand Baht)	
	Consolidated/Separate financial statements	
	<u>2023</u>	<u>2022</u>
Depreciation expense of right-of-use assets	20,473	19,862
Interest expense on lease liabilities	4,876	5,181
Expense relating to short-term leases	213	291
Expense relating to leases of low-value assets	228	217

## 19.4 Others

The Company had total cash outflows for leases for the year ended 31 December 2023 of Baht 23 million (2022: Baht 22 million), including the cash outflow related to short-term lease and leases of low-value assets.

## 20. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

			(Unit: Thousand Baht)	
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Provision for long-term employee benefits</b>				
<b>at beginning of year</b>	5,206	4,335	4,754	3,966
Included in profit or loss:				
Current service cost	984	787	877	688
Interest cost	179	80	165	72
Included in other comprehensive income:				
Actuarial (gain) loss arising from				
Demographic assumptions changes	-	815	-	815
Financial assumptions changes	-	(1,194)	-	(1,166)
Experience adjustments	-	383	-	379
Benefits paid during the year	(453)	-	(168)	-
<b>Provision for long-term employee benefits</b>				
<b>at end of year</b>	<u>5,916</u>	<u>5,206</u>	<u>5,628</u>	<u>4,754</u>

As at 31 December 2023, the weighted average duration of the liabilities for long-term employee benefit is 19 - 23 years (2022: 19 - 23 years) (the Company only: 19 years (2022: 19 years)).

Significant actuarial assumptions are summarised below.

			(Unit: percent per annum)	
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Discount rate	3.5 - 3.8	3.5 - 3.8	3.5	3.5
Salary increase rate	6.0	6.0	6.0	6.0
Turnover rate	1.9 - 28.7	1.9 - 28.7	7.6 - 28.7	7.6 - 28.7

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2023 and 2022 are summarised below:

(Unit: Thousand Baht)

As at 31 December 2023				
	Consolidated		Separate	
	financial statements		financial statements	
	<u>Increase 1%</u>	<u>Decrease 1%</u>	<u>Increase 1%</u>	<u>Decrease 1%</u>
Discount rate	(873)	1,054	(824)	990
Salary increase rate	1,083	(911)	1,018	(860)
	<u>Increase 20%</u>	<u>Decrease 20%</u>	<u>Increase 20%</u>	<u>Decrease 20%</u>
Turnover rate	(1,625)	2,312	(1,567)	2,230

(Unit: Thousand Baht)

As at 31 December 2022				
	Consolidated		Separate	
	financial statements		financial statements	
	<u>Increase 1%</u>	<u>Decrease 1%</u>	<u>Increase 1%</u>	<u>Decrease 1%</u>
Discount rate	(755)	919	(718)	870
Salary increase rate	886	(745)	839	(709)
	<u>Increase 20%</u>	<u>Decrease 20%</u>	<u>Increase 20%</u>	<u>Decrease 20%</u>
Turnover rate	(1,332)	1,891	(1,291)	1,832

## 21. Treasury shares and appropriated retained earnings for treasury shares reserve

On 11 August 2023, the Board of Directors' Meeting of the Company passed resolutions to decrease the Company's registered and paid-up share capital by Baht 13.4 million from Baht 390 million (780,000,000 ordinary shares with a par value of Baht 0.5) to Baht 376.6 million (753,141,300 ordinary shares with a par value of Baht 0.5) by canceling the 26,858,700 treasury shares under the share repurchase program for financial management purpose as approved by the Board of Directors dated 19 December 2019 due to expiration of the resale period. The Company registered the reduction of the registered and paid-up share capital with the Ministry of Commerce on 24 August 2023. In addition, the Company reversed treasury shares reserve to unappropriated retained earnings amounting to Baht 164.3 million.

## 22. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution. At present, the statutory reserve has fully been set aside.

## 23. Income from rendering of services through online top-up machines

(Unit: Thousand Baht)				
For the years ended 31 December				
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Total receipt amount from rendering of top-up service for prepaid phone and receipt of other online services	26,385,875	29,770,983	26,322,098	29,700,949
Less: Cost of prepaid phone and receipt of other online services which is cost of telephone network operators and online service providers	(24,779,590)	(28,078,770)	(24,721,675)	(28,017,120)
Income from rendering of services through online top-up machines	<u>1,606,285</u>	<u>1,692,213</u>	<u>1,600,423</u>	<u>1,683,829</u>

During the years ended 31 December 2023 and 2022, the Company received amount through online top-up machines as below.

(Unit: Thousand Baht)				
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Total receipt amount through online top-up machines	26,446,734	29,845,574	26,388,820	29,783,923

## 24. Expenses by nature

Significant expenses classified by nature are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Benefit sharing to service representatives	942,921	1,059,105	937,805	1,051,374
Depreciation and amortisation	412,910	480,294	382,499	448,567
Bank charges for money transfer service	170,267	201,458	170,267	201,458
Salaries, wages and other employee benefits	142,286	142,148	140,345	142,787
Service fees for data transfer system	79,402	81,984	78,939	81,766
Repaired expenses for top-up machines	31,592	34,034	31,592	34,034

## 25. Income tax

Income tax expenses for the years ended 31 December 2023 and 2022 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Current income tax:</b>				
Corporate income tax charge	75,265	78,461	69,789	73,973
Adjustment in respect of current income tax of previous year	58	(11)	58	(11)
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	(12,573)	(9,479)	(8,720)	(392)
<b>Income tax expense reported in profit or loss</b>	<u>62,750</u>	<u>68,971</u>	<u>61,127</u>	<u>73,570</u>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2023 and 2022 are as follows:

	(Unit: Thousand Baht)			
	Consolidated	financial	Separate	
	statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Deferred tax on actuarial gain	-	6	-	6

The reconciliation between accounting profit and income tax expenses is shown below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Accounting profit before tax	362,192	370,850	367,678	362,210
Applicable tax rate (%)	20	20	20	20
Accounting profit before tax multiplied by income tax rate	72,438	74,170	73,535	72,442
Adjustment in respect of income tax of previous year	58	(11)	58	(11)
Recognised of deferred tax assets of previous year	(6,826)	-	(6,826)	-
Utilisation of previously unrecognised tax losses as deferred tax assets	(748)	(376)	-	-
Temporary difference and tax loss which deferred tax assets have not been recognised	7,715	3,570	-	-
Effect of elimination entries on the consolidated financial statements	(118)	(128)	-	-
Share of profit from its investment in the associate	(12,556)	(8,840)	-	-
Effects of:				
Revenues that are granted income tax exemption	-	-	(7,517)	-
Non-deductible expenses	2,798	593	1,881	1,139
Additional expense deductions allowed	(11)	(7)	(4)	-
Total	2,787	586	5,640	1,139
Income tax expenses reported in the profit or loss	62,750	68,971	61,127	73,570

The components of deferred tax assets are as follows:

(Unit: Thousand Baht)

	Statements of financial position			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
<b>Deferred tax assets</b>				
Allowance for expected credit losses	15,051	11,657	1,210	532
Allowance for diminution in value inventories	2,036	1,569	2,036	1,569
Allowance for impairment / loss of equipment	5,955	112	5,955	112
Leases	1,557	-	1,557	-
Provision for long-term employee benefits	1,126	951	1,126	951
Unrealised gain on inter-sales of fixed assets	3,489	2,352	-	-
Total	<u>29,214</u>	<u>16,641</u>	<u>11,884</u>	<u>3,164</u>

As at 31 December 2023, the Group has unused tax losses totaling Baht 53 million (2022: Baht 37 million), on which deferred tax assets have not been recognised as the Group believes future taxable profits may not be sufficient to allow utilisation of the unused tax losses.

The unused tax losses amounting to Baht 53 million will expire by 2027.

## 26. Earnings per share

Basic earnings per share is calculated by dividing profit for the year (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year, netting of treasury shares (if any).

The following table sets forth the computation of basic earnings per share:

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Profit for the year (Thousand Baht)	299,442	301,885	306,551	288,640
Weighted average number of ordinary shares (Thousand shares)	753,141	753,141	753,141	753,141
Earnings per share (Baht per share)	0.40	0.40	0.41	0.38

## 27. Segment information

The one main reportable operating segment of the Group is rendering of mobile top-up service for prepaid phone, money transfer, payment receival service, advertising services through online top-up machines and rendering of other services relating to online top-up machines and the single geographical area of their operations is Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.

## 28. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The Company and its employees contribute to the fund monthly at a rate of 3 percent of basic salary. The fund, which is managed by and American International Assurance Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2023 amounting to approximately Baht 2 million (2022: Baht 2 million) (the Company only: Baht 2 million, 2022: Baht 2 million) were recognised as expenses.

## 29. Dividends

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)
Dividend for the year 2021	The 2022 Annual General Meeting on 21 April 2022	150,622	0.20
Interim dividend paid from profit for the six-month period ended 30 June 2022	The Board of Directors' meeting on 11 August 2022	150,628	0.20
Total dividend for the year 2022		301,250	0.40
Dividend for the year 2022	The 2023 Annual General Meeting on 21 April 2023	120,502	0.16
Interim dividend paid from profit for the six-month period ended 30 June 2023	The Board of Directors' meeting on 11 August 2023	135,565	0.18
Total dividend for the year 2023		256,067	0.34



## **30. Commitments and contingent liabilities**

### **30.1 Capital commitments**

As at 31 December 2023, the subsidiary had capital commitments of Baht 6 million (2022: Baht 15 million), relating to the purchases of online automatic machines, equipment of online automatic machines and computer software.

### **30.2 Other commitments**

As at 31 December 2023, the Group had commitments of Baht 61 million (2022: Baht 31 million) in respect of purchased spare parts for maintenance.

### **30.3 Guarantees**

- a) As at 31 December 2023, there were outstanding bank guarantees of Baht 161 million (2022: Baht 161 million) issued by banks on behalf of the Company in respect of certain performance bonds as required in the normal course of business which is letter of guarantees to guarantee payments due to creditors.
- b) The Company has guaranteed loan and sale and lease back agreement of its associate amounting to Baht 143 million and Baht 99 million, respectively (2022: Baht 32 million and Baht 99 million, respectively)

## **31. Financial instruments**

### **31.1 Financial risk management objectives and policies**

The Group's financial instruments, principally comprise cash and cash equivalents, accrued income and other receivables, loans receivable, hire-purchase receivable, trade and other payables, short-term loans from financial institutions, lease liabilities and retention received from service representatives. The financial risks associated with these financial instruments and how they are managed are described below.

#### ***Credit risk***

The Group is exposed to credit risk primarily with respect to deposits with banks, accrued income and other receivables, hire-purchase receivables and loans receivable. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

#### ***Accrued income and other receivables***

The Group are principally engaged in rendering of mobile top-up service for prepaid phone, payment receival service, advertising services and other services through online top-up machines. The Group manages the risk by adopting appropriate credit control policies and procedures, including collecting retention received from service representative. Therefore, the Group exposure to credit risk is thus expected to be minimal and does not expect to incur material financial losses. In addition, outstanding accrued income and other receivables are regularly monitored.

### ***Loans receivable and hire-purchase receivable***

The subsidiary manages the risk by adopting appropriate credit control policies and procedures and therefore does not expect to incur material financial losses. Outstanding loans receivable are regularly monitored. In addition, the subsidiary does not have high concentration of credit risk since it has a large customer base.

An impairment analysis is performed at each reporting date to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar credit risks. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

### **Bank deposits**

The Group manages the credit risk from balances with banks by making investments only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Group's management and may be updated throughout the year subject to approval of Group's management. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

### ***Market risk***

There is one type of market risk comprising interest rate risk. The Group's risk management policy is disclosed in the interest rate risk topic.

### ***Interest rate risk***

The Group are exposed to interest rate risk primarily with respect to deposits at banks, hire-purchase receivables, loans receivable and short-term loans from financial institutions. Most of the Group's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings in appropriate proportions.

As at 31 December 2023 and 2022, 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)

	Consolidated financial statements						
	As at 31 December 2023						
	Fixed interest rates						
	Within 1 year	1 - 5 years	Over 5 years	Floating interest rates	Non-interest bearing	Total	Interest rates (% per annum)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	243	33	276	0.125 - 0.55
Accrued income and other receivables	-	-	-	-	824	824	-
Loans receivable	194	102	-	-	-	296	5.00 - 25.00
Hire-purchase receivables	1	-	-	-	-	1	1.45 - 1.79
Restricted bank deposits	-	-	-	25	-	25	0.30
	195	102	-	268	857	1,422	
<b>Financial liabilities</b>							
Short-term loans from financial institutions	220	-	-	-	-	220	3.30 - 3.32
Trade and other payables	-	-	-	-	563	563	-
Lease liabilities	18	78	19	-	-	115	2.35 - 7.69
Retention received from service representatives	-	-	-	-	562	562	-
Retention received from related party	-	-	-	-	44	44	-
	238	78	19	-	1,169	1,504	

(Unit: Million Baht)

Consolidated financial statements							
As at 31 December 2022							
	Fixed interest rates						
	Within 1 year	1 - 5 years	Over 5 years	Floating interest rates	Non-interest bearing	Total	Interest rates (% per annum)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	258	24	282	0.125 - 0.45
Accrued income and other receivables	-	-	-	-	760	760	-
Loans receivable	89	112	-	-	-	201	5.00 - 25.00
Hire-purchase receivables	8	3	-	-	-	11	1.45 - 1.79
Restricted bank deposits	-	-	-	25	-	25	0.25 - 0.33
	97	115	-	283	784	1,279	
<b>Financial liabilities</b>							
Short-term loans from financial institutions	350	-	-	-	-	350	2.15 - 2.55
Trade and other payables	-	-	-	-	557	557	-
Lease liabilities	16	69	37	-	-	122	3.88 - 6.68
Retention received from service representatives	-	-	-	-	588	588	-
Retention received from related party	-	-	-	-	33	33	-
	366	69	37	-	1,178	1,650	

(Unit: Million Baht)

	Separate financial statements						
	As at 31 December 2023						
	Fixed interest rates						
	Within 1 year	1 - 5 years	Over 5 years	Floating interest rates	Non-interest Bearing	Total	Interest rates (% per annum)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	196	33	229	0.125 - 0.55
Accrued income and other receivables	-	-	-	-	833	833	-
Short-term loan to a subsidiary	10	-	-	-	-	10	3.3
Restricted bank deposits	-	-	-	25	-	25	0.30
	10	-	-	221	866	1,097	
<b>Financial liabilities</b>							
Short-term loans from financial institutions	220	-	-	-	-	220	3.30 - 3.32
Trade and other payables	-	-	-	-	565	565	-
Lease liabilities	18	78	19	-	-	115	2.35 - 7.69
Retention received from service representatives	-	-	-	-	561	561	-
Retention received from related party	-	-	-	-	44	44	-
	238	78	19	-	1,170	1,505	

(Unit: Million Baht)

	Separate financial statements						
	As at 31 December 2022						
	Fixed interest rates						
	Within	1 - 5	Over	Floating	Non-interest		
	1 year	years	5 years	interest rates	Bearing	Total	Interest rates
							(% per annum)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	189	24	213	0.125 - 0.45
Accrued income and other receivables	-	-	-	-	773	773	-
Restricted bank deposits	-	-	-	25	-	25	0.25 - 0.33
	-	-	-	214	797	1,011	
<b>Financial liabilities</b>							
Short-term loans from financial institutions	350	-	-	-	-	350	2.15 - 2.55
Trade and other payables	-	-	-	-	617	617	-
Lease liabilities	16	69	37	-	-	122	3.88 - 6.68
Retention received from service representatives	-	-	-	-	587	587	-
Retention received from related party	-	-	-	-	33	33	-
	366	69	37	-	1,237	1,709	

### Liquidity risk

The Group have monitored liquidity risk through the use of bank overdrafts and short-term loans from financial institutions. The Group have policy to use bank overdrafts and short-term loans from financial institutions to maintain the Group's working capital within the facilities approved by the financial institutions and reviewed by the Group's management. The Group has assessed the concentration of risk with respect to refinancing its debt and determined it to be low. The Group have access to a sufficient variety of sources of funding.

The table below summarises the maturity profile of the Group's financial liabilities as at 31 December 2023 and 2022 based on contractual undiscounted cash flows:

(Unit: Thousand Baht)

	Consolidated financial statements				
	As at 31 December 2023				
	On demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Short-term loans from financial institutions	-	220,000	-	-	220,000
Trade and other payables	-	562,944	-	-	562,944
Lease liabilities	-	22,872	87,530	19,137	129,539
Retention received from service representatives	562,127	-	-	-	562,127
Retention received from related party	46,034	-	-	-	46,034
<b>Total</b>	<b>608,161</b>	<b>805,816</b>	<b>87,530</b>	<b>19,137</b>	<b>1,520,644</b>

(Unit: Thousand Baht)

	Consolidated financial statements				
	As at 31 December 2022				
	On demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Short-term loans from financial institutions	-	350,000	-	-	350,000
Trade and other payables	-	556,889	-	-	556,889
Lease liabilities	-	20,488	80,352	39,225	140,065
Retention received from service representatives	588,409	-	-	-	588,409
Retention received from related party	34,298	-	-	-	34,298
<b>Total</b>	<b>622,707</b>	<b>927,377</b>	<b>80,352</b>	<b>39,225</b>	<b>1,669,661</b>

(Unit: Thousand Baht)

	Separate financial statements				
	As at 31 December 2023				
	On demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Short-term loans from financial institutions	-	220,000	-	-	220,000
Trade and other payables	-	565,207	-	-	565,207
Lease liabilities	-	22,872	87,530	19,137	129,539
Retention received from service representatives	560,772	-	-	-	560,772
Retention received from related party	46,034	-	-	-	46,034
<b>Total</b>	606,806	808,079	87,530	19,137	1,521,552

(Unit: Thousand Baht)

	Separate financial statements				
	As at 31 December 2022				
	On demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Short-term loans from financial institutions	-	350,000	-	-	350,000
Trade and other payables	-	616,701	-	-	616,701
Lease liabilities	-	20,488	80,352	39,225	140,065
Retention received from service representatives	586,864	-	-	-	586,864
Retention received from related party	34,298	-	-	-	34,298
<b>Total</b>	<b>621,162</b>	<b>987,189</b>	<b>80,352</b>	<b>39,225</b>	<b>1,727,928</b>

### **31.2 Fair values of financial instruments**

Since the majority of the Group financial instruments are short-term in nature or the carry interest at rates close to the market interest rates, the fair values is not expected to be materially different from the amounts presented in the statements of financial position.

During the current year, there were no transfers within the fair value hierarchy.

### **32. Capital management**

The primary objective of the Company's capital management is to ensure that it has appropriate capital structure in order to support its business and maximize shareholder value.

As at 31 December 2023, the Group's debt-to-equity ratio was 1:3:1 (2022: 1.5:1) and the Company's was 1:3:1 (2022: 1.6:1).

### **33. Event after the reporting period**

- a) On 22 February 2024, the Company's Board of Director's meeting passed a resolution to propose the Annual General Meeting of Shareholders to approve a dividend payment at Baht 0.36 per share from the 2023 operating results. In this regard, the Company already paid an interim dividend at Baht 0.18 per share, totaling Baht 136 million, therefore the remaining dividend payable will be Baht 0.18 per share, or totaling Baht 136 million.
- b) On 21 February 2024, Forth Vending's Board of Director's meeting (associate) passed a resolution to propose the Annual General Meeting of Shareholders to approve a dividend payment from the 2023 operating results at Baht 0.15 per share, or a total of Baht 21 million.

### **34. Approval of financial statements**

These financial statements were authorised for issue by the Company's Board of Directors on 22 February 2024.



## Attachment 1

### Details of positions of directors of the Company

Company Name of Director	FSMART	FSC	FSD	FSDT	FVD	FSBT
Mr. Pichit Nimkul	X					
Mr. Dumrong Kaewprasit	/					
Mr. Boonchai Sowanwanichakul	/					
Admiral Kraisorn ChanSuwanich	/					
Pol.Lt. Gen Boriharn Sieang-Arom	/					
Mr. Pongchai Amtanon	/ , //	/		/	/	
Mr. Siwaphant Ratanavirojwong	/					
Mr. Narongsak Lertsuptavee	/ , //	/ , //	/ , //	/ , //		/ , //
Ms. Rasinee Lerttripinyo	/ , //	/ , //	/ , //	/ , //		/ , //
Mr. Pattanan Amatanon		/	/	/		
Mr. Chatchavin Pipatchotitham*		/		/	/	
Ms. Pichamon Amatanon		/	/		/	
Mr. Tnutpong Soisuwan	//					
Mr. Sarawut Pacharoen	//					
Ms. Rungrawee Bangkul	//					

Note X = Chairman of Director / = Director // = Executive

FSMART = Forth Smart Service Public Company Limited

FSC = Forth Smart Capital Company Limited

FSD = Forth Smart Digital Company Limited

FSDT = Forth Smart Distribution Company Limited

FVD = Forth Vending Company Limited

FSBT = Forthsmart Sabuy Tech Company Limited

\* Mr. Chatchavin Pipatchotitham has resigned from the director of Forth Smart Capital Co.,Ltd, Forth Smart Distribution Co.,Ltd. And Forth Vending Co.,Ltd. Effective date on 25 December 2023.

## Attachment 2

---

Details of Directors, Executives, Controlling Persons  
and company secretary

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
1.	Mr. Pichit Nimkul - Chairman of the Board of Directors	72	- MBA ( Marketing) , National Institute of Development Administration (NIDA) - Director Accreditation Program (DAP) Class 51/2549 Thai Institute of Directors	None	0.58	2013 – Present       2005 – 2011       2002 – 2005	Chairman of the Board of Directors, Forth Smart Service PCL.       Managing Director Thai Agro Exchange Company Limited   President The Mall Shopping Complex Company Limited	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine       Operate a central market for agricultural products, retail, public utilities    Real estate rental business provide various services
2.	Mr. Damrong Kaewprasit - Director - Independent Director - Chairman of Audit Committee - Chairman of Risk Management Committee	70	- MBA, Chulalongkorn University - BBA ( Accounting) , Rajamagala University of Technology  - Director Accreditation Program (DAP) Class 107/2557 Thai Institute of Directors	None	-	2017 –Present	- Director  - Independent Director  - Chairman of Audit Committee  - Chairman of Risk Management Committee  Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
	Mr. Damrong Kaewprasit (Continued)					2016 – 2017	Director/Independent Director/ Chairman of Audit Committee/ Chairman of Risk Management Committee/ Chairman of Nomination and Remuneration Committee, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
3.	Mr.Boonchai Sowanwanichakul - Director - Independent Director - Audit Committee - Risk Management Committee - Nomination and Remuneration Committee	65	- B. Eng. ( Computer Engineering) , Chulalongkorn University - Director Certification Program (DCP) Class 90/2007, Thai Institute of Directors - Audit Committee Program (ACP) Class 41/2555, Thai Institute of Directors - Top executives program, Capital Market Academy, Batch 14 - Corporate Governance Program for Directors and Senior Executives of State Enterprises and Public Organizations (PDI), Class 3, Institute for Development of Directors - Senior Executives, Best of the Best, Chulalongkorn University - Advance Audit Committee Program (AACP) Class 462/2022, Thai Institute of Directors	None	-	2010 – 2013          2009-2009          2020 – 2022          2020 – Present          2022 - Present    2011 - Present	Director/Managing Director, KTB General Services Company Limited  Executive Vice President, Krungthai Bank Public Company Limited  Director/ Chairman of Audit Committee, PEA Encom International Co.,Ltd.  Present Honorary / Audit Committee, Expressway Authority of Thailand  Director, Tira Thai PCL.  Director, Krung Thai Computer Services Co.,Ltd.	Property transportation service and building management services  Commercial banking business in Thailand and other countries in all branches of the company.  Transformer manufacturer Maintenance, maintenance and installation of electrical transformers.      Conducting the business of manufacturing transformers.  Technology Service

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
4.	Admiral Kraisorn Chansuvanich - Director - Independent - Audit Committee - Chairman of Nomination and Remuneration Committee	68	<ul style="list-style-type: none"> <li>- Armed Forces Academies Preparatory School 13</li> <li>- Naval War College Batch 30</li> <li>- Director Accreditation Program (DAP) Class 130/2016, Thai Institute of Directors</li> <li>- Senior Executive Program, Class 6, Institute of College of Energy</li> <li>- Top executives program, Capital Market Academy, Batch 14</li> <li>- National Defence College, the National Defence Course Class51</li> </ul> SURFACE WARFARE OFFICER SCHOOL (SWOS, US.NAVY	None	-	2018 – Present	Chairman of Board of Director, VL Enterprise PCL.	Transportation service, petroleum, chemicals both domestically and internationally.
						2017 – Present	Director/ Independent Director/ Audit Committee/ Chairman of Nomination and Remuneration Committee, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
5.	Pol.Lt.Gen Boriham Siang-arom - Director - Independent Director - Nomination and Remuneration Committee	72	<ul style="list-style-type: none"> <li>-</li> <li>- M.H.D., Chulalongkorn University</li> <li>- M.P.A, National Institute of Development Administration</li> <li>- LL.B., Thammasat University</li> <li>- Director Certification Program (DCP) Class 122/2009, Thai Institute of Directors</li> <li>- Joint Public- Private Sector Course, Class 44, National Defense College</li> <li>- Top executives program, Capital Market Academy, Batch 14</li> <li>- Corporate Governance Course for Directors and Senior Executive of State enterprises and Public organizations, Class 1, Director and Executive Development Institute Government high level King Prajadhipok's Institute</li> <li>- Public Law Class 8, King Prajadhipok's Institute</li> </ul>	None	-	2015 – Present	Consultant, CP All PCL.	Convenience Store
						2014 – 2018	Member of the National Legislative Assembly.	
						2015 - 2015	Director, Command Center for Combating Illegal Fishing	Military Officer
						2017 – Present	Director/ Independent Director/ Nomination and Remuneration Committee, Fort Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
6.	Mr. Pongchai Amtanon	59	<ul style="list-style-type: none"> <li>- B.Eng. , King Mongkut's Institute of Technology Ladkrabang</li> <li>- Management Science Program for Executives ( Batch 1 ) , National Institute of Development Administration (NIDA)</li> <li>- National Defense Course (NDC)</li> <li>- Class 58, National Defense College</li> <li>- Top executives program, Capital Market Academy, Batch 14</li> </ul> Director Accreditation Program (DAP) Class 30/2547, Thai Institute of Directors	Brother  Mrs. Rangsee Lerttripinyo	3.48	2020 – Present	Consultant, Energy Committee  Senate  Police Sub-Committee,  Discipline National Police  Agency	Government Officer       Government Officer
						2019 – Present	Advisor to the Agriculture and Cooperatives Committee and Sub- Committee for Land and Rail Transport, Committee on Transport, Senate	Government Officer
						2021 - Present	Director, Aero Forth Co.,Ltd.	Providing washing, cleaning, injection, painting, maintenance, inspection, aircraft, warship and other related equipment.
						2021 - Present	Director, Odin Power Co.,Ltd.	Design, Production, Repair, Installation testing of plastic products of electrical appliances



No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
6.	Mr. Pongchai Amtanon (Continued)					2020 - Present	Director, Forth MRO Service Co.,Ltd.	To carry on the business of repairing aircraft, warships with equipment, spare parts, radar and other equipment

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
6.	Mr. Pongchai Amtanon					2021 - Present	Director, Government Pharmaceutical Organization	Domestic production of drugs and medical supplies and promote the pharmaceutical industry in the country.
						2020 - Present	Director, Forth Smart Distirbution Co.,Ltd.	Petroleum products/ other products and services related to the Boonterm Kiosk.
						2020 - Present	Director, Forth Smart Digital Co.,Ltd.	e- Commerce and direct marketing business.
						2019 - 2022	Director, Forth EMS Co.,Ltd.	Product service business one-stop electronic product

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
						2020 - Present	Director/ Nomination and Remuneration Committee/Chairman of Executive Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine
						2016 - Present	Director, Forth Smart Capital Co.Ltd.	Microfinance loans for careers under supervision or Personal loan.
						2556 2005 - Present	Director/Chairman Executive Director/Risk Management Committee, Forth Corporation PCL.	Manufactures and distributes telecommunication equipment and electronic equipment/Assembling of circuit boards for telecommunication and electronic equipment.
7.	Ms. Rasinee Lerttripinyo - Board of Director - Executive Director	31	-M.Sc. (Management, Organisations and Governance) - The London School of Economics and Political Science -B.Sc. (Accounting and Finance)	Grand daughter  Mr. Pongchai Amtanon	0.08	2013 – Present	Director, Forth Lighting Co.,Ltd.	Equipment for Lighting Manufacturer and Distributor.

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
	Ms. Rasinee Lerttripinyo (Continued)		<ul style="list-style-type: none"> <li>- Director Accreditation Program (DAP) Class 130/2016, Thai Institute of Directors</li> <li>- Chief Transformation Officer (CTO), Stock Exchange Thailand.</li> <li>- ABC (Academy of Business Creativity) Business Creativity Development Institute Sripatum University</li> </ul> <p>IR in Action Class 2 for C-Suite, Association of Listed Companies on the Market for Alternative Investment (maiA)</p>			2008 – Present	Director, Electronic Source Co.,Ltd.	Distributor of electronic components.
						– Present	Direct, Forth Vending Co.,Ltd.	Manage vending machines ready to provide prepaid mobile phone top up service via automated payment terminal.
						2002 - Present	Director, Genius Traffic System Co.,Ltd.	Product, Distribution and installation services for products related to traffic systems and equipment.
						2002 – Present	Director, Forth Tracking System Co.,Ltd.	-Research, Distribution vehicle-mounted satellite data transmission equipment
						2021 - Present	Director/Executive Director/Assistant Managing Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
						2019 – 2021	Executive Director/Assistant Managing Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine
						2016 – Present	Director, Forth Smart Capital Co.,Ltd.	Microfinance loans for careers under supervision or Personal loan.
						2020 – Present	Director, Forth Smart Digital Co.,Ltd.	e- Commerce and direct marketing business.
						2019 – Present	Director, Glowing Cheeks Co.,Ltd.	Franchise, Organizing off- site parties buffet restaurant, grilled and shabu style, Japanese style, Korean, Processed

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
	Ms. Rasinee Lerttripinyo (Continued)							seafood including all types of food and beverages.
8.	Mr. Siwaphant Ratanavirojwong - Director - Risk Management Committee	61	- LL.B., Ramkhamhaeng University - Director Accreditation Program (DAP) Class 130/2016, Thai Institute of Directors	None	1.50	2016 – 2019	Executive Director/Sale and Marketing Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine.
						2017 – Present	Director/ Risk Managemnt Committee, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine
						2559 – 2560	Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
9.	Mr. Narongsak Lertsuptavee - Director - Risk Management Committee – Executive Director - Managing Director - Finance and Accounting Director (Acting)	44	- Advanced Diploma in Taxation University of the Thai Chamber of Commerce. - BA. Acc. , Costing, Rajamangala Technology Institution. - Acc., Chulalongkorn University - Company Secretary Class 54/2013, Thai Institute of Directors - How to develop a Risk Management Plan – HRP Class 15/ 2017, Thai Institute of Directors - Director Accreditation Program ( DAP) Class 1 5 1 / 2 018, Thai Institute of Directors - Top executives program, Capital Market Academy, Batch 31	None	-	2012 – 2016  2545	Consultant, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine
						2018 – Present	- Director/ Risk Management Committee/ Nomination and Remuneration Committee/ Managing Director/ Executive Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
	Mr. Narongsak Lertsuptavee (Continued)		- CFO Forum – The Finance function of Tomorrow, Deloitte Touche Tohmatsu Jaiyos Co.,Ltd.					
			-			2013 – 2018	- Executive Director/ Assistant Managing Director/ Company Secretary, Finance and Accounting Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine
						2017 – Present	Director, Forth Smart Digital Co.,Ltd.	e- Commerce and direct marketing business.
						2020 – Present	Director, Forth Smart Distribution Co.,Ltd.	Petroleum products/ other products and services related to the Boonterm Kiosk.



No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
	Mr. Narongsak Lertsuptavee (Continued)					2016 – Present	Director, Forth Smart Capital Co.,Ltd.	Microfinance loans for careers under supervision or Personal loan.
10.	Mr. Tnutpong Sroisuan - Business Development and Marketing Assistant Director	50	- B.(Economic), Thai Chamber of Commerce University	None	-	2009 – 2012	- Accounting Manager, Forth Corporation PCL.	- Manufactures and distributes telecommunication equipment and electronic equipment/Assembling of circuit boards for telecommunication and electronic equipment.
						2019 – Present	Business and Development and Marketing Assistant Director, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine
						2017 – 2018 2014 – 2017	Business Development Director, Forth Smart Service PCL. Busiess Development Manager, Total Access Communication PCL.	- Mobile phone network service business.

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
11.	Mr. Sarawut Pacharoen-Senior Agent Service Manager	43	B.Eng. (Telecommunications Engineering) King Mongkut's Institute of Technology Ladkrabang	None	-	2013 – Present	- Senior Agent Service Manager Forth Smart Service Public Company Limited	- Providing prepaid mobile phone top- up service and online top- up service via automatic payment machine
						2011 – 2013	RFO Engineer, Huawei Technologies (Thailand) Co.,Ltd.	Import and distribution telecommunication equipment.
						2010 - 2011	Senior Engineer, Ericsson (Thailand) Co.,Ltd.	Telecommunication Service
12.	Ms. Rungrawee Bangkul - Senior Manager Finance - Company Secretary	45 72	- MBA, Ramkhamhaeng University - B.Accounting, Sripatum University - Company Secretary Class 91/2018 , Thai Institute of Directors - Foundation of Investor Relations Class 3, Stock Exchange of Thailand	None None	- 0.58	2017 – Present	Senior Manager Finance/ Company Secretary, Forth Smart Service PCL.	Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine
						2012 – 2017	- Senior Manager Finance, Forth Smart Service PCL.	- Providing prepaid mobile phone top-up service and online top-up service via automatic payment machine

No.	Name/Position	Age (Year)	Education Qualifications	Relationship	Proportion of Shareholder (%)	Work experience in the past 5 years		
						Time	Position/Organization/Company	Type of Business
	Ms. Rungrawee Bangkul (Continued)		- Personal Data Protection Act B.E.2019, Class 13, Political Science Association, Kasetsart University - Preliminary to Corporate Sustainability, Stock Exchange of Thailand. - Professional Development Program for Company Secretary, Class 1/2021, Thai Listed Companies Association. - Professional Development Program for Investor Relations, 2022, Thai Listed Companies Association			2011 – 2012	- Accounting Section Manager, Hot Pot PCL.	Restaurant food and beverage.
						2543 – 2554	- Accounting Manager Cencar Co.,Ltd.	-Retail and Hypermarket
						2013 – Present	- Chairman of the Board of Directors, Forth Smart Service PCL.	Providing prepaid mobile phone top- up service and online top- up service via automatic payment machine

## Attachment 3

---

### Report of the Audit Committee

The Audit Committee, appointed according to the resolutions of the Board of Directors, comprises of 3 independent directors who are not executives and qualified in financial accounting, law and management namely as follows:

- |    |                 |                 |                             |
|----|-----------------|-----------------|-----------------------------|
| 1. | Mr. Damrong     | Kaewprasit      | Chairman of Audit Committee |
| 2. | Mr. Boonchai    | Sowanwanichakul | Audit Committee             |
| 3. | Admiral Kraisor | Chansuvanich    | Audit Committee             |

The Audit Committee has appointed Ms. Rungrawee Bangkul as the secretary of the Audit Committee. Every of the Audit Committee is a qualified person as defined in the Charter of the Audit Committee in accordance with the terms and guidelines for the Audit Committee of the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

The Audit Committee has performed its duties under the scope of responsibilities independently as assigned by the Board of Directors in helping the Board to monitor and review to enhance the Company's corporate governance and internal control systems. In 2023, there were 4 meetings of the Audit Committee, each of which has discussed and exchanged views with top management, auditors and internal auditor to present information and recommendations on related agenda. The details of the Audit Committee's attendance on the meeting in 2023 appeared on the topic "Management Structure" which can be summarized as follows:

1. To review the Company's financial statements, quarterly and annual of 2023, which are reviewed and audited by the auditor for essential accuracy, in accordance with the accounting standards, defines by law with completeness and adequate disclosure of information prior to consideration by the Board of Directors for approval.
2. To consider the audit plan and acknowledge audit results and recommendations of the internal auditor related to the analysis of the internal control system and present them to the management to consider improving and correcting as appropriate to the case including follow-up on the progress of the improvement of deficiencies as well as guidance that is useful to help the Company's internal control system more efficient and effective in consideration of the risk of the enterprise.
3. To review the Company's compliance with best practices for listed companies, according to the notification of the Stock Exchange of Thailand as well as the compliance with the regulations and requirements of the laws relevant to the business of the Company.

4. To review and propose opinions to related transactions, or transactions that may have a conflict of interest, including consideration of disclosure in such matters to ensure that it is correct and complete and review related party policy.

5. To assess the independence of the auditor for considering nomination, dismissing and remuneration for the year 2023.

6. Review the charter of the Audit Committee annually.

The Audit Committee has performed the duties and responsibilities assigned by using their knowledge, ability as well as the cautiousness, sufficient independence. There is no limit on obtaining information, both from the executive, employees and related persons, as well as providing creative comments and suggestions for benefits of all stakeholders equally.

The Audit Committee is of the opinion that the process of preparing the Company's accounting and finance has a good and adequate internal control system enough to ensure that the quarterly and the annual financial reports of 2023 had been prepared and classified as properly as it should in essence, in accordance with the accounting standard defined by law, including the disclosure of related transaction accurately with sufficient information that does not cause a conflict of interest and is the most beneficial to the Company and shareholders. The Company has provided the internal controls system and checks and balance mechanism effective enough as well as commitments under the Securities and Exchange Act, requirements of the Stock Exchange of Thailand, corporate governance policy, code of conduct or laws related to the Company's business.

For the annual financial statements of 2024 (1 January 2024 – 31 December 2024) in the meeting of Audit Committee No. 1/2024 held on 22 February 2024, Audit Committee has resolved to propose to the Board of Directors for approval by the shareholders' meeting to appoint EY Office Limited to be the Company's auditors continuing from last year by assessment from the auditor's independence, extensive knowledge and experience. In the year 2023, the Company found their performance is reliable and satisfactory. In addition, EY Office Limited is the audit company that has good reputation with standard of auditing that is widely accepted in the audit practice. In addition, the Audit Committee had considered the remuneration of the auditor to propose the Board of Directors for approval by the Annual General Meeting of Shareholder later.



(นายดำรงค์ แก้วประสิทธิ์)

ประธานกรรมการตรวจสอบ



(นายบุญชัย ไสวรรณวนิชกุล)

กรรมการตรวจสอบ



(พลเรือเอกไกรสร จันทร์สุวานิชย์)

กรรมการตรวจสอบ

## Attachment 4

---

### Report of the Risk Management Committee

The Board of Directors recognizes the important of enterprise risk management that helps the business to continue the operation seamlessly and reduces the unexpected events. The Board of Directors has appointed the Risk Management Committee that consists of 4 members (2 are independent members) who are responsible for determining risk management policy, risk management plan, risk assessment process, risk prevention measures, as well as, monitoring the risk management process regularly. There is also a working team of risk management who is responsible for analyzing, assessing, risk managing and reporting to the Risk Management Committee quarterly.

The Risk Management Committee has performed duties as assigned by the Board of Directors. In the year of 2023 there were 4 meetings to consider significant matters as follows:

1. Considering the annual enterprise risk management plan that executives from the relevant division has made risk assessment and prioritization of risks as well as designate the impact occurred and determine how to manage such risks at an acceptable level or reduce the chances that the risk will arise.
2. Monitoring and reviewing the implementation of enterprise risk management plan under the terms of the policy and framework of the enterprise risk management defined to ensure that the Company has the systematic and effective risk management by assigning the Compliance Unit to monitor, review the risk management of each company, including risk topic from other external audit. (If any) to achieve the purposes defined by the Company.
3. Considering the Company's risk management policy. Annual Risk Management Committee Charter.
4. Consider the Know Your Merchant-KYM policy and managing merchant risk monitoring for electronic payments as announced by the Bank of Thailand.
5. Consider assessing the risks associated with service testing in the Biometrics technology testing project in the customer recognition process.
6. Evaluate the performance of the Risk Management Committee every year. by self-assessment and evaluate the performance as a group.
7. Report risk management result to board of director for acknowledge.

From the operations mention above, the Risk Management Committee is confident that the company's risk management is of continuity and is carried out effectively in accordance with the principles and practices of good corporate governance, including the adequate and appropriate internal control systems for the business, compliance with laws and regulations related to business operation properly and completely. The Risk Management Committee will consider and follow up and present the corporate risk management plan to the Board of Directors on a quarterly basis.



(นายดำรงค์ แก้วประสิทธิ์)

ประธานคณะกรรมการบริหารความเสี่ยง

## Attachment 5

### Report of the Nomination and Remuneration Committee

Nomination and Remuneration Committee appointed by the Board of Directors consists of 5 members as follows:

1. Admiral Kraisor	Chansuwanich	Chairman of Nomination and Remuneration Committee
2. Pol.Lt.Gen. Boriham	Siang-arom	Nomination and Remuneration Committee
3. Mr. Boonchai	Sowanwanichkul	Nomination and Remuneration Committee
4. Mr. Pongchai	Amatanon	Nomination and Remuneration Committee
5. Mr. Narongsak	Lersuptavee	Nomination and Remuneration Committee

The Nomination and Remuneration Committee has Ms. Rungrawee Bangkul as the secretary of the Nomination and Remuneration Committee. The Nomination and Remuneration Committee has performed duties as assigned by the Board of Directors which is defined in the Charter of the Nomination and Remuneration Committee.

In 2023, there are 2 meetings of the Nomination and Remuneration Committee in which all directors attended both of the meetings and reported the meeting results to the Board of Directors for acknowledgment of which important considerations are in summary as follows:

1. Consider and approve the evaluation form for the qualifications of the Board of Directors to be a guideline for considering the qualifications of the Board of Directors. The evaluation form of the board's qualifications is a standard form that is used in general companies.
2. Considering the directors who have completed their terms and proposed new directors according to Section 71 of the Public Limited Companies Act BE 2535 and the Company's Articles of Association, Article 19, requiring that in every annual general meeting, the directors must leave at least one-third of the total number of directors at that time, which is equal to 3 persons from all 9 directors and present to the shareholders' meeting of the year 2023 for further approval.
3. Consider the determination of remuneration for directors by considering the company's operating results, business size and responsibilities of the Board of Directors which is compared with other companies that are in the same industry and proposed to the shareholders' meeting of the year 2023 for further approval.
4. Consider training courses for the Directors and management to improve knowledge and Board Skill Matrix.
5. Consider to Review the charter of the Nomination and Remuneration Committee for the year.
6. Consider and comment on the organizational structure of the company.
7. Consider and evaluate the performance of Nomination and Remuneration Committee for year 2023.



(พลเรือเอกไกรสร จันทร์สุวานิชย์)

ประธานคณะกรรมการสรรหาและกำหนดค่าตอบแทน

## Attachment 6

---

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

financial information that appear in the annual report, that such financial statements are prepared in accordance with Thai Financial Reporting Standards by using the appropriate accounting policies and practices consistently, as well as careful discretion and the best estimate for the preparation, including the disclosure of sensitive information which is adequately in the notes to the financial statements for the benefits of shareholders and investors in a transparent manner.

The Board of Directors has established and maintained systems for an effective internal control sufficient to provide reasonable assurance that the accounting records are accurate, complete, and adequate to preserve and maintain the assets in order to acknowledge the weakness to prevent fraud or irregular operations significantly.

The Board of Directors has appointed Audit Committee, which comprises independent directors who meet the criteria defining of the Stock Exchange of Thailand to be the administrator responsible for the quality of the financial reporting and internal control audit system. The opinion of the Board of Directors regarding such matters appears in the Audit Committee report, which is presented in the annual report.

The Board of Directors of the Company are of the opinion that the financial statements for the year ended 31 December 2023 of Forth Smart Service Public Company Limited, which the Audit Committee has reviewed together with the management and auditors of the Company, had showed the financial position and the results of operations in essence as proper as it should be according to the Thai Financial Reporting Standards.



(นายพิชิต นิมกุล)

ประธานกรรมการบริษัท



(นายพงษ์ชัย อมตานนท์)

กรรมการและประธานกรรมการบริหาร



## Attachment 7

---

### Detail of Internal Audit

The company has hired Internal Audit Manager of Forth Corporation Public Company Limited to perform duties as an internal auditor. The meeting of the Audit Committee held on May 9, 2019 assigned Mr. Kanaphot Saetang, Manager of Internal Audit Department, to Working as an internal control auditor for the year 2023. A brief history of internal auditors can be summarized as follows.

**Name-Surname** Mr. Kanapos Sae-Tang

**Position** Internal Audit Manager Forth Corporation Public Company Limited

2019 – Present

**Education** Bachelor of Business Administration, Rajamangala Institute of Technology Bangkok Technical Campus

**Training**

- Certificate of Internal Auditor of Thailand (CPIAT), Class 67
- Tools and techniques for the Audit Manager
- Value Added Business Control: The Right Way to Manage Risk
- Risk Base Audit
- Internal Audit Practice, Course 2 (Federation of Accounting Professions)

**Experience** 2019 – Present Internal Audit Manager Forth Corporation Public Company Limited

2007 – 2018 Internal Audit Manager – Central Group

2005 - 2007 Internal Audit - Mitr Phol Sugar Company Limited

## Attachment 8

---

### Detail of Compliance

The company has established a corporate governance and risk management unit, with Mrs. Jutamas Mungmat as the corporate governance and risk management department manager. which is responsible for supervising regulations, practices and operations in accordance with the relevant legal framework of the Company, and controlling, monitoring and inspecting the security of information technology systems for the Company's electronic payment services. Including risk management from the business of the company comprehensively and appropriately. As a company licensed to operate a designated payment service business and an electronic money card professional under section 16 (7) and an electronic payment professional under section 16 (9) under the law relating to electronic money card business and supervision of the payment service business under the supervision of the Bank of Thailand (BOT) and the Anti-Money Laundering Office (AMLO) and as a listed company in compliance with the relevant regulations of the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET), including to public limited company law and other laws related to the business of the company.

In addition, the corporate governance and risk management department of the company He is also responsible for oversight and risk management in the Forth Smart affiliates. This will include the supervision of regulations, practices and operations in accordance with the legal framework, controlling, monitoring and inspecting the security of information systems relating to personal loan services under supervision and personal loan services for careers under supervision in Forth Smart Trading Co., Ltd. appropriately and efficiently.

<b>Name-Surname</b>	Mrs. Juthamas Mungmart
<b>Position</b>	Compliance and Risk Management Manager
<b>Education</b>	Master of Business Administration Business Law Ramkhamhaeng University Bachelor of Business Administration Business Computer Program Chiang Rai Rajabhat University
<b>Training</b>	<ul style="list-style-type: none"><li>- AML/CFT Training Course, Class 2/2017, Anti-Money Laundering Office</li><li>- How to develop a Risk Management Plan – HRP, Class 15/2017, Thai Institute of Directors Association</li><li>- National E-Payment (e-Tax Invoice &amp; e-Receipt CPD (Continuing Professional Development), Krungsri Premier Learning</li><li>- The Personal Data Protection Act B.E. 2562 (2019) : Procedure and Practices - PDPA Class 6, Political Science Association of Kasetsart University</li><li>- Anti-Corruption: The Practical Guide (ACPG) Class 53/2020, Thai Institute of Directors Association</li><li>- Certified TEPA's AMLO Training Course Class 2/2020, Thai Electronic Payment Service Trade Association (TEPA)</li><li>- PDPA for IT Management Class 7 (2022), Political Science Association of Kasetsart University</li><li>- Digital Business Compliance Class 1 (2022), Political Science Association of Kasetsart University</li><li>- Lending Business Compliance Class 2 (2022), Political Science Association of Kasetsart University</li><li>- Corporate Sustainability Strategy Class 4 (2023), Stock Exchange Thailand</li></ul>
<b>Experience</b>	2019 - Present Compliance and Risk Management Manager, Forth Smart Service PCL. 2014 – 2019 Head of Compliance and Risk Management, Forth Smart Service PCL. 2013 – 2014 Senior Compliance, True Corporation PCL. 2010 – 2013 Senior Compliance, True Money Co.,Ltd.

## Attachment 9

### Important Contracts Involved in Business Operations

#### 1. Lease Contract of the Company's Office Building and Factory

The Company has entered into a commercial building lease contract to use it as the head office, and service contracts for the provision of various facilities related to the lease of commercial buildings by entering into a lease contract with Forth Corporation Public Company Limited (FORTH), which is a major shareholder holding shares of the Company as of 28 December 2023 in the proportion of 52.60 percent of the paid-up capital, and is a company with some of FORTH's Board of Directors and Executive Committee serving as directors of the Company, namely Mr. Pongchai Amatanon. The important contract details as follows.

##### 1.1 Office Building Lease Contract

###### 1.1.1 Lease contract for office buildings

Important details of the lease contract for office buildings		
Counterparties	:	Forth Corporation Public Company Limited (FORTH) as a lessor and the company as a lessee
Contract date	:	Dated 15 November 2022
Contract nature	:	Lease contract of a commercial building No. 256 Phaholyothin Road, Samsen Nai, Phayathai, Bangkok 10400. The tenant agrees to use the leased premise to serve as an office for the business of providing electronic payment services through automatic top-up machines without using it for other purposes.
Contract period	:	3 years from December 1, 2022 to November 30, 2025
Rental rate	:	The rental rate is 1,339,000 baht per month.
Rent payment	:	The lessee agrees to pay the rent to the lessor on a monthly basis by paying within the 5th day of every month
Lease renewal	:	At the expiration of the lease term, the parties may agree to enter into a new lease contract according to the conditions agreed upon by the parties.  The lessee must notify the lessor in writing at least 60 days before the expiration of this lease contract.

###### 1.1.2 Service contract

Important details of the lease contract for office buildings		
Counterparties	:	Forth Corporation Public Company Limited (FORTH) as a service provider and the company as a service recipient
Contract date	:	Dated 15 November 2022
Contract nature	:	The service provider agrees to provide the service and the service recipient agrees to receive the service in providing services and various facilities relating to the rental of the leased premises according to the contract such as air conditioning systems, telephone systems, water supply systems, and/or furniture equipment or other facilities.
Contract period	:	3 years from December 1, 2022 to November 30, 2025
Rental rate	:	The service fee is 206,000 baht per month.

Important details of the lease contract for office buildings		
Rent payment	:	<p>The service recipient agrees to pay the service fee to the service provider on a monthly basis within 30 days from the date the company receives the service fee payment notice from the service provider.</p> <p>The service recipient agrees to pay the electricity, water, and telephone charges incurred from using the service at the service recipient's rental location in the amount shown in the bill of the relevant agency or the service provider itself.</p> <p>In the event that the Electricity Authority, Water Supply Authority, Telephone Authority and/or other relevant government agencies increase such service rates, the service recipient agrees to allow the service provider to adjust the service fee proportionately by notifying the service recipient not less than 7 days before the due date of payment of such service fees.</p>
Termination of contract	:	<p>This service contract is related to the building lease contract dated 11 November 2019. Therefore, if the contract is terminated or any one contract is terminated, it shall be deemed that the other contract is terminated as well</p>

## 1.2 Factory Lease Contract

### 1.2.1 Factory Lease Contract

Important details of the factory lease contract		
Counterparties	:	U.C. Metal Co., Ltd., as a lessor by Mrs. Yang Feng Xia, is an authorized person to act on behalf of the company which is not a company related to shareholders, directors, authorized directors and executives of the Company, and the Company as a lessee
Contract date	:	Dated 25 January 2022
Contract nature	:	Factory lease contract with total area of 198 Square Wa located at No. 77/23 Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sam Phran District, Nakhon Pathom Province 73210
Contract period	:	2 years from April 1, 2022 to March 31, 2024
Rental rate	:	The rental rate is 53,000 baht per month.
Rent payment	:	Pay monthly rent every 1st day of the month.
Lease renewal	:	The lessee must notify the lessor in writing at least 90 days before the end of the term of this lease contract.

### 1.2.2 Land and Building Sublease Contract

Important details of the land and building sublease contract		
Counterparties	:	Genius Traffic System Co., Ltd. as a sub-lessor by Mr. Boonya Tantipanichphan as an authorized person to act on behalf of the company (A FORTH subsidiary), and the Company as a sub-lessee
Contract date	:	Dated September 1, 2016
Contract nature	:	Land and Building Sublease Contract: Renting 2 plots of land with a total area of 3 ngan 20 square wa located at No. 66/23-24 Moo 12, Factory Land Village 1, Soi 5, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sam Phran District, Nakhon Pathom Province 73210, and the building with a total usable area of approximately 1,752 square meters

Important details of the land and building sublease contract		
Contract period	:	9 years 9 months from September 1, 2016 to May 31, 2026
Rental rate	:	September 1, 2016 – May 31, 2021, the rental rate is 20,000 baht per month, and June 1, 2021 - May 31, 2026, the rental rate is 21,000 baht per month.
Rent payment	:	Pay monthly rent every on the 1st day of the month.
Lease renewal	:	The renewal period is not specified.

#### 1.2.3 Building Lease Contract

Important details of the building lease contract		
Counterparties	:	Miss Santana Srijae as a lessor who is not related to shareholders, directors, authorized directors and executives of the Company, and the Company as a lessee
Contract date	:	Dated July 1, 2022
Contract nature	:	Prefabricated Building Lease Agreement: Total area of 1,920 square meters, located at No. 66/39 Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sam Phran District, Nakhon Pathom Province 73210
Contract period	:	3 years from 1 July 2022 to 30 June 2025
Rental rate	:	The rental rate is 55,000 baht per month.
Rent payment	:	Pay monthly rent on the 1st day of the month.
Lease renewal	:	The renewal period is not specified.

#### 1.2.4 Building Lease Contract

Important details of the building lease contract		
Counterparties	:	Emek Co., Ltd., which is not a company related to shareholders, directors, authorized directors and executives of the Company, as a lessor; and the Company as a lessee
Contract date	:	Dated 22 November 2022
Contract nature	:	Factory and Office Building Lease Contract Total area of 320 Square Wa, located at No. 77/52-53 Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sam Phran District, Nakhon Pathom Province 73210.  Office area 630 square meters, Factory area 1,200 square meters
Contract period	:	3 years from December 23, 2022 to December 22, 2025
Rental rate	:	The rental rate is 80,000 baht per month.
Rent payment	:	Pay monthly rent on the 1st day of the month.
Lease renewal	:	The tenant must notify the tenant in writing at least 1 month before the end of the lease period.

## 2 Insurance contracts of the company's offices and factories

The Company has undertaken fire insurance for the Company's assets in the office and in the factory with Bangkok Insurance Public Company Limited, which is not a related person of the shareholders, directors, authorized directors and executives of the Company. There are important contract details as follows:

### 2.1 Property insurance policy

#### 2.1.1 Property insurance policy

Important Details of Contract – Property Insurance Policy		
Counterparty	:	Bangkok Insurance Public Company Limited
Policy No.	:	823-01551-871
Contract date	:	dated September 18, 2023
Insurance type	:	Property Risk Insurance of the Company's office located at No. 256 Phaholyothin Road, Khwaeng Samsennai, Phayathai, Bangkok 10400
Insurance period	:	365 days starting from 18 September 2023 at 4:30 p.m. to 18 September 2024 at 4:30 p.m.
Sum assured	:	<p>229,000,000 baht consisting of</p> <ol style="list-style-type: none"> <li>1. Building construction (excluding foundation), including 2 buildings, sub-buildings, fences, walls and gates, amount 102,000,000 baht</li> <li>2. Building improvements, ceilings, elevators, public utilities systems, plumbing systems, electrical systems, sanitary ware systems, telephone systems, air conditioners, furniture, decorative fixtures office supplies, various tools, computer equipment, various electrical equipment, PC Notebook computers (use within the insured premises only), computer systems (excluding software), and various stocks and other assets belonging to the insured and involved in business operations, amount 127,000,000 baht.</li> </ol> <p>Remark: This insurance policy provides coverage for loss or damage of the insured property with specified perils arising from fire, lightning, explosion, aircraft perils, disaster due to water, perils from vehicle scratching or collision, perils from smoke, perils from floods, windstorms, perils from hail, perils from forest fires, perils from earthquakes or volcanic eruptions, or undercurrents or tsunamis, perils from protest, strikes, riots or acts of malicious intent, perils from fire or scorching heat or natural explosions and various accidents that are unforeseen by external factors, or other perils that are not specified in the exclusions of the property risk insurance policy. The coverage is extended to loss or damage from accidental breakage of fixed glass, perils from theft which appears signs of tampering, robbery, robbery and threats to electrical appliances with limited amount of liability.</p>
Policy beneficiary	:	In case of loss or damage only to the building, the beneficiary is Forth Corporation Public Company Limited

### 2.1.2 Property insurance policy

Important Details of Contract – Property Insurance Policy		
Counterparty	:	Bangkok Insurance Public Company Limited
Policy No.	:	823-01551-870
Contract date	:	Dated September 18, 2023
Insurance type	:	Property Risk Insurance of Company's Office located at No. 256 Phaholyothin Road, Samsennai Sub-district, Phayathai District, Bangkok 10400
Insurance period	:	365 days starting from 18 September 2023 at 4:30 p.m. to 18 September 2024 at 4:30 p.m.
Sum assured	:	10,000,000 Baht The insured property includes a parking lift and its fittings.  This insurance policy provides coverage for loss or damage of the insured property specified per perils due to fire, lightning, explosion, aircraft perils, disaster due to water, perils from vehicle scratching or collision, perils from smoke, perils from floods, windstorms, perils from hail, perils from forest fires, perils from earthquakes or volcanic eruptions, or undercurrents or tsunamis, perils from protest Strikes, riots or acts of malicious intent, perils from fire or smoldering or natural explosion. The coverage is extended to loss or damage related to perils from machinery with limited amount of liability.
Policy beneficiary	:	Forth Smart Service Public Company Limited

### 2.1.3 Property insurance policy

Important Details of Contract – Property Insurance Policy		
Counterparty	:	AXA Insurance Public Company Limited
Policy No.	:	2023-P1679739-PAC
Contract date	:	Dated 9 November 2023
Insurance type	:	Property risk insurance of warehouse, company office, stock, raw materials on the location of No. 66/23-24 and 66/39, Factory Land Village 1, Soi 5, Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sampran District, Nakhon Pathom Province 73210
Insurance period	:	365 days starting from 9 November 2023 to 9 November 2024 at 4:30 p.m.
Sum assured	:	363,500,000 baht consisting of  House number 66/23-24  1. Building construction (excluding foundation), sub-buildings, fences, walls and gates, in the amount of 17,000,000 baht  2. Building improvements, furniture, decorations, fixings Appliances and electrical equipment, PC Notebook computers, as well as various office equipment assets, in the amount of 10,000,000 baht  3. Product stock, raw materials, products during production Finished goods, in the amount of 250,000,000 baht  Total sum insured 277,000,000 baht  house number 66/39

Important Details of Contract – Property Insurance Policy		
		<p>4 . Product stock, raw materials, products during production of finished goods in the amount of 86,500,000</p> <p><u>Remark:</u> This insurance policy provides coverage for loss or damage of the insured property with specified perils arising from fire, lightning, explosion, aircraft perils, threats from vehicles disaster due to water, threats from strikes, riots or malicious acts, fire or smoldering hazards or natural explosions and accidents caused by other external factors that are not specified as exemptions in the business risk insurance policy ( OIC Wording) . The coverage is extended to damage to electrical appliances glass installed on the building and protection against loss or damage to money, with limited amount of liability.</p>
Policy beneficiary	:	Forth Smart Service Public Company Limited

#### 2.1.4 Property insurance policy

Important Details of Contract – Property Insurance Policy		
คู่สัญญา	:	AXA Insurance Public Company Limited
กรมธรรม์เลขที่	:	2023-P1682645-PAI
วันที่ทำสัญญา	:	Dated 20 November 2023
ประเภทการประกันภัย	:	Property risk insurance of warehouse, company office, stock, raw materials on the location at No. 77/23 Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sam Phran District, Nakhon Pathom Province 73210
ระยะเวลาประกันภัย	:	365 days starting from 20 November 2023 to 20 November 2024 at 4:30 p.m.
วงเงินเอาประกันภัย	:	<p>22,240,225 baht consisting of</p> <p>house number 77/23</p> <p>1. Improvement of the addition of the spray-painting room including painting room system and electrical system, in the amount of 148,380 baht</p> <p>2. Furniture, fixtures and fittings Office equipment and various electrical equipment, in the amount of 1,200,000 baht</p> <p>3. Drinking water dispenser, fan, fire extinguisher, various equipment and tools, in the amount of 218,637 baht</p> <p>4. Boonterm kiosk spare parts stock, monitor, power supply, CPU, motherboard board, cabinet cover, cabinet stand, including other spare parts or various accessories, in the amount of 20,673,208 baht.</p> <p><u>Remark:</u> This insurance policy provides coverage for loss or damage of the insured property with specified perils arising from fire, lightning, explosion, aircraft perils, threats from vehicles disaster due to water, threats from strikes, riots or malicious acts, and accidents caused by other external factors that are not specified as exemptions in the insurance policy for business risks ( OIC Wording) . The coverage is extended to damage to electrical appliances and glass installed on the building with limited amount of liability.</p>
ผู้รับผลประโยชน์ตามกรมธรรม์	:	Forth Smart Service Public Company Limited



### 2.1.5 Property insurance policy

Important Details of Contract – Property Insurance Policy		
Counterparty	:	Bangkok Insurance Public Company Limited
Policy No.	:	623-20551-11
Contract date	:	Dated 29 December 2023
Insurance type	:	Property Risk Insurance of Company's Office on the location at No. 77/52-53, Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sam Phran District, Nakhon Pathom Province 73210
Insurance period	:	365 days starting from 29 December 2023 to 29 December 2024 at 4:30 p.m.
Sum assured	:	200,000,000 baht  The insured property is Boonterm cabinet stock and related spare parts.  This insurance policy provides coverage for loss or damage of the insured property specified per peril due to fire, lightning, explosion, aircraft perils. disaster due to water, perils from vehicle sting or collision, perils from smoke, perils from floods, windstorms, perils from hail, perils from forest fires, perils from earthquakes or volcanic eruptions, or undercurrents or tsunamis. the threat of protest, strikes, riots or acts of malicious intent, threat of fire or smoldering or natural explosion. and extends coverage to loss or damage from robbery, robbery, with a limit of liability.
Policy beneficiary	:	Forth Smart Service Public Company Limited

## 2.2 Legal liability insurance policy to third parties (Public Liability)

### 2.2.1 Legal property risk insurance policy to third parties

Important Details of Contract - Legal liability insurance policy to third parties (Public Liability)		
Counterparty	:	Bangkok Insurance Public Company Limited
Policy No.	:	823-01581-763
Contract date	:	Dated September 18, 2023
Insurance type	:	Legal liability insurance to third parties of the company's office located at No. 256, Phaholyothin Road, Samsen Nai Subdistrict, Phayathai District, Bangkok 10400
Insurance period	:	365 days starting from 18 September 2023 at 4:30 p.m. to 18 September 2024 at 4:30 p.m.
Sum assured	:	10,000,000 baht  Scope of risks is for bodily injury and property damage which is a legal liability arising from business operations and arising within or arising from the use of the insured premises.  Note: This insurance policy provides coverage for legal liability of the insured. for accidents to bodily injury and third-party property damage Throughout the insurance period, not more than 10,000,000 baht per accident and throughout the insurance period.
Policy beneficiary	:	Forth Smart Service Public Company Limited

### 2.2.2 Legal property risk insurance policy to third parties

Important Details of Contract - Legal liability insurance policy to third parties (Public Liability)		
Counterparty	:	AXA Insurance Public Company Limited
Policy No.	:	2022-P1679816-LPX
Contract date	:	Dated 9 November 2023
Insurance type	:	Legal liability insurance to third parties of the company's office located at No. 66/23-24 and 66/39, Factory Land Village 1, Soi 5, Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sampran District, Nakhon Pathom Province 73210
Insurance period	:	365 days starting from 9 November 2023 at 4:30 p.m. to 9 November 2024 at 4:30 p.m.
Sum assured	:	2,000,000 baht  Scope of compensation is for loss or damages incurred to third parties for which the insured shall be legally liable caused by or as a result of accidents arising from operations related to the insured business within the scope of risks.  Note: This insurance policy provides coverage for legal liability of the insured for accidents to loss of life, bodily injury, illness or health of third parties and loss or damage to property of third parties, including expenses in litigation throughout the insurance period, not exceeding the limit of 2,000,000 baht per accident and throughout the insurance period.
Policy beneficiary	:	Forth Smart Service Public Company Limited

### 2.2.3 Legal property risk insurance policy to third parties

Important Details of Contract - Legal liability insurance policy to third parties (Public Liability)		
Counterparty	:	Bangkok Insurance Public Company Limited
Policy No.	:	823-01581-763
Contract date	:	Dated 29 December 2023
Insurance type	:	Property Risk Insurance of Company's Office on the location at No. 77/52-53, Moo 12, Phutthamonthon Sai 5 Road, Rai Khing Sub-district, Sam Phran District, Nakhon Pathom Province 73210
Insurance period	:	365 days starting from 29 December 2023 at 4:30 p.m. to 29 December 2024 at 4:30 p.m.
Sum assured	:	10,000,000 Baht  Scope of risks is for bodily injury and property damage which is a legal liability arising from business operations and arising within or arising from the use of the insured premises.  Note: This insurance policy provides coverage for legal liability of the insured. for accidents to bodily injury and third-party property damage Throughout the insurance period, not more than 10,000,000 baht per accident and throughout the insurance period.
Policy beneficiary	:	Forth Smart Service Public Company Limited

### 3. Service contract for the installation of a top-up kiosk

#### 3.1 Service contract for the CP All Public Company Limited.

The Company has entered into a service contract with CP All Public Company Limited ("7-Eleven" or "Seven"), which is not a related company with its shareholders, directors, and authorized signatory directors and executives. The important contract details are as follows:

Important Details of Contract		
Counter party	:	CP All Public Company Limited ("7-Eleven" or "Seven")
Contract date	:	In the process of contract renewal
Contract nature	:	The Company provides AIS mobile top-up (1-2-Call), DTAC (HAPPY) and My by CAT internet services, as well as accepting AIS postpaid mobile phone bill payments through top-up kiosks known as "Boonterm top-up kiosks". The company will install a Boonterm top-up kiosk in front of 7-Eleven stores (7-Eleven) and various branches according to store details, branches and locations of Boonterm top-up kiosk installation in front of the store as specified by Seven.
Contract period	:	In the process of contract renewal
Money remittance	:	Seven will open the Boonterm top-up kiosk every day according to Seven's cycle to count the amount of money in the Boonterm top-up kiosk and deliver the money to the company every 5 working days.
Remuneration payment	:	Seven will use the return that the company has to pay to offset the debt with the money in the Boonterm top-up kiosk that Seven will transfer to the company every 7 days.

#### 3.2 Service contract for the Forth Vending Co.,Ltd.

The Company has entered into a service contract with Forth Vending Company Limited, which is related company with its shareholders: Mr. Pongchai Amtanon. The important contract details are as follows:

Important Details of Contract		
Counter party	:	Forth Vending Company Limited (FVD)
Contract date	:	1 August 2023
Contract nature	:	FVD who the owner of the vending machines "Taobin" utilizes the company's channels for processing payments for goods, services, or other fees to customers or users, as well as providing Payment Gateway and Bill Payment system services for service agents.
Contract period	:	1 Year since 1 August 2023 to 31 July 2023 and then before the contract expires, if one party wishes to terminate the contract, they must send written notice to the other party at least 30 (thirty) days in advance of the contract expiration date. Otherwise, the terms of this contract shall remain in effect for another 1 (one) year.
Money remittance	:	The compensation, FVD will paid by transfer to bank account on 20 <sup>th</sup> day of each month. Or any other bank account that the company may notify Fort Venturing of in writing at least 7 (seven) days in advance. and in the event that such day falls on a commercial bank holiday or a service provider holiday, the service provider shall pay the compensation to the company on the next business day.

### 3.3 Service contract for the Forth Smart Distribution Co.,Ltd.

The company has recorded an agreement on the scope of services and the division of benefits with Fort Smart Distribution Limited, which is related company, Mr. Pongchai Amtanon, Mr. Narongsak Lertsuptavee and Miss Rasinee Lettiritipinyo. The details of the significant contract are as follows:

Important Details of Contract		
Counter party	:	Forth Smart Distribution Company Limited (FSDT)
Contract date	:	11 July 2021
Contract nature	:	FSDT agrees to utilize the automatic payment receiving system of the company, which is an automated payment receiving device designed to facilitate the provision of payment services for goods or services to users. Both parties agree to share the benefits and compensate each other. The party that directly benefits from the product will be responsible for distributing the benefits to the other party.
Contract period	:	1 Year since 1 July 2020 to 30 June 2022 and then before the contract expires, if one party wishes to terminate the contract, they must send written notice to the other party at least 30 (thirty) days in advance of the contract expiration date. Otherwise, the terms of this contract shall remain in effect for another 1 (one) year.
Money remittance	:	The compensation, excluding value-added tax and withholding tax, shall be paid by both parties on the 10th day of each month.

### 4. Financial Institution Representative Appointment Contract

#### 4.1 Contract appointing agent to accept deposits, receive payments and top-up made with Krung Thai Bank Public Company Limited

The Company has entered into an agreement appointing a deposit agent, payment and top-up acceptor with Krung Thai Bank Public Company Limited ("Krung Thai"), which is not a related company with its shareholders, directors, authorized directors and executives. The important contract details are as follows:

Important Details of Contract		
Counter party	:	Krung Thai Bank Public Company Limited ("Krung Thai")
Contract date	:	Dated April 1, 2016
Contract nature	:	Krung Thai Bank agrees to appoint the Company as an agent for accepting deposits, payments and top-ups of Krung Thai Bank for service users at the Company's service points to be deposited into the recipient's deposit account that has been opened with Krung Thai Bank or other banks, or receiving payment for goods and/or services of the service user or topping up the user's money at the service point of the company To deposit into the corporate account that accepts payments for goods and/or services opened with Krung Thai Bank.
Contract period	:	From April 1, 2016 onwards, until it is terminated by any event specified in the contract.
Money remittance	:	At the end of the business day
Remuneration payment	:	Krung Thai Bank deducts money from the revolving deposit account opened by the Company according to the amount and transaction volume on a daily basis. And if Krung Thai Bank is unable to deduct money from the revolving deposit account, the company agrees to allow Krung Thai Bank to deduct money from the reserve account immediately. And if Krung Thai Bank is unable to deduct money, the Company agrees to

Important Details of Contract		
		allow Krung Thai Bank to advance and the Company agrees to accept the outstanding debt and agree to return the money together with interest at the rate equal to the highest rate in case of default of debt from the day that Krung Thai Bank advances the payment until the payment is completed.

#### 4.2 Contract appointing agent to accept deposits, receive payments and top-up made with Kasikorn Bank Public Company Limited

The Company has entered into an agreement appointing a deposit agent, payment and top-up acceptor with Kasikorn Bank Public Company Limited (“Kasikorn Thai”), which is not a related company with its shareholders, directors, authorized directors and executives. The important contract details are as follows:

Important Details of Contract		
Counter party	:	Kasikorn Bank Public Company Limited (“Kasikorn Thai”)
Contract date	:	Dated 21 November 2016
Contract nature	:	Kasikorn Thai Bank agrees to appoint the Company as a depository agent of Kasikorn Thai Bank for users at the service point of the Company to deposit money into the user's own deposit account or the recipient's deposit account opened with Kasikorn Thai Bank or to bring money to pay for goods and/or services. or to top up money to use goods and/or services by depositing into the destination account of the seller and/or user opened with Kasikorn Thai Bank.
Contract period	:	Effective from November 21, 2016 onwards, unless terminated by one of the events specified in the contract
Money remittance	:	At the end of the business day
Remuneration payment	:	Kasikorn Thai Bank deducts money from the revolving deposit account opened by the Company according to the amount and transaction volume on a daily basis. And if Kasikorn Thai Bank is unable to deduct money from the revolving deposit account, the company agrees to allow Kasikorn Thai Bank to deduct money from the reserve account immediately. And if Kasikorn Thai Bank is unable to deduct money, the Company agrees to allow Kasikorn Thai Bank to advance and the Company agrees to accept the outstanding debt and agree to return the money together with interest at the rate equal to the highest rate in case of default of debt from the day that Kasikorn Thai Bank advances the payment until the payment is completed.

#### 4.3 Contract appointing agent to accept deposits, receive payments and top-up made with Bank of Ayudhya Public Company Limited

The Company has entered into an agreement appointing a deposit agent, payment and top-up acceptor with Bank of Ayudhya Public Company Limited, which is not a related company with its shareholders, directors, authorized directors and executives. The important contract details are as follows:

Important Details of Contract		
Counter party	:	Bank of Ayudhya Public Company Limited (“Krungsri Ayudhya”)
Contract date	:	Dated September 9, 2022
Contract nature	:	Bank of Ayudhya and the Company agree to allow various persons or depositors to perform transactions at Boonterm top-up kiosks or Boonterm counter service of the Company for depositing money. And the Bank of

Important Details of Contract		
		Ayudhya shall deduct money from the company's deposit account with the Bank of Ayudhya and transfer money to the accounts of other persons as specified by the depositor.
Contract period	:	Effective from September 16, 2022.
Money remittance	:	At the end of the business day
Remuneration payment	:	Bank of Ayudhya deducts money from the current account including the said overdraft facility of the Company in the amount equal to the transfer fee per transaction that the Company has to pay to Bank of Ayudhya including the amount the depositor has deposited and transferred the amount of each deposit into the receiving account immediately. The Company agrees to maintain a sufficient balance in the account for the provision of services to the depositor, including payment of any transfer fee owed by the Company to Bank of Ayudhya.

#### 4.4 Contract Appointing Banking Agent with Government Savings Bank

The Company has entered into a deposit agent appointment contract with the Government Savings Bank ("GSB"), which is not a related company with shareholders, directors, and authorized directors and executives of the Company. The important contract details are as follows:

Important Details of Contract		
Counter party	:	Government Savings Bank ("GSB")
Contract date	:	Dated 19 April 2019
Contract nature	:	The Government Savings Bank and the Company agree to have the Company be a banking agent to provide deposit services for the Bank's users.
Contract period	:	Effective from 22 April 2019 to 21 April 2020, If no written notice of termination is provided by either party to the contract to the other party at least 90 (ninety) days prior to the expiration of the contract term, then this contract shall automatically renew for another period of 1 (one) year under the same terms and conditions as originally stipulated in all respects.
Money remittance	:	At the end of the business day
Remuneration payment	:	Both parties agree to deliver money that they are obligated to deliver to the other party according to the agent appointment contract into the deposit account as mutually agreed.

#### 4.5 Contract appointing an agent to provide services for deposits, withdrawals and money transfers via online real-time computer system with the Bank for Agriculture and Agricultural Cooperatives

The Company has entered into an agreement to appoint an agent for deposits, withdrawals and money transfers via online real-time computer system with the Bank for Agriculture and Agricultural Cooperatives ("BAAC"), which is not a related company to the shareholders, directors, authorized directors and executives of the Company. The important contract details are as follows:

Important Details of Contract		
Counter party	:	Bank for Agriculture and Agricultural Cooperatives ("BAAC")
Contract date	:	Dated September 17, 2022
Contract nature	:	BAAC Bank and the company agree to provide various types of services, including deposit and other services as to be agreed in writing in the future, in order to provide services to BAAC customers by using the service

Important Details of Contract		
		through the company's electronic devices that have been installed and/or linked to the system and/or service information between the BAAC Bank and the company in an Online Real Time format that is available and able to communicate with each other, and/or other related service systems according to the regulations prescribed by the Bank of Thailand.
Contract period	:	From September 17, 2022 onwards, until the termination of one by the events specified in the contract or either party terminates this contract.
Money remittance	:	At the end of the business day
Remuneration payment	:	The BAAC agrees to deduct money from the current account, including the aforementioned overdraft loan facility of the Company, in the amount equal to the transfer fee per item that the Company has to pay to the BAAC Bank, including the amount of money that the depositor has deposited and transferred the amount of each deposit into the receiving account immediately. The company agrees to maintain the account balance sufficient for providing services to the depositor and to pay the transfer fee that the company must pay to BAAC.

#### 4.6 Service contract as a banking agent with The Siam Commercial Bank Public Company Limited

The Company has entered into a contract appointing a depository agent with The Siam Commercial Bank Public Company Limited ("Siam Commercial") which is not a related company with shareholders, directors, authorized directors and executives of the company. The important contract details are as follows:

Important Details of Contract		
Counter party	:	The Siam Commercial Bank Public Company Limited ("Siam Commercial")
Contract date	:	Dated 16 December 2019
Contract nature	:	The Siam Commercial Bank and the Company agree to have the Company as an agent to provide deposit services for the Bank's users.
Contract period	:	From December 20, 2019 onwards
Money remittance	:	At the end of the business day
Remuneration payment	:	The Company agrees to pay a daily fee or remuneration for the provision of deposit service to Siam Commercial Bank by deducting from the remuneration that the Company collects from each user. The Company agrees to allow Siam Commercial Bank to debit money from the Company's current account with Siam Commercial Bank in order to pay such remuneration.

#### 4.7 Service Contract as a Banking Agent with CIMB Thai Bank Public Company Limited

The Company entered into a depository agent appointment contract with CIMB Thai Bank Public Company Limited ("CIMB"), which is not a related company with shareholders, directors, and authorized signatory directors. and executives of the company. The important contract details are as follows:

Important Details of Contract		
Counter party	:	CIMB Thai Bank Public Company Limited ("CIMB")
Contract date	:	Dated September 1, 2021
Contract nature	:	CIMB Bank and the Company agree to have the Company as an agent to provide deposit services to the Bank's users.
Contract period	:	5 years from September 15, 2021 until September 14, 2026
Money remittance	:	At the end of the business day
Remuneration payment	:	When the depositor presses to confirm the deposit and confirms the transfer, it shall be deemed that the company agrees to allow the bank to deduct the money from the deposit account including the overdraft loan of the company in the amount equal to the transfer fee per item that the company must pay to the bank, together with the amount that the depositor has deposited and transferred the amount of each deposit into the receiving account immediately.

#### 4.8 Service contract as a banking agent with Bangkok Bank Public Company Limited

The Company entered into a deposit agent appointment agreement with Bangkok Bank Public Company Limited ("Bangkok Bank"), which is not a related company with shareholders, directors, and authorized directors, and executives of the company. The important contract details are as follows:

Important Details of Contract		
Counter party	:	Bangkok Bank Public Company Limited ("Bangkok Bank")
Contract date	:	Dated 2 November 2022
Contract nature	:	Bangkok Bank and the Company agree to have the Company as an agent to provide services for deposits, withdrawals, transfers, payments or accepting payments from customers or representatives of the Bank's customers.
Contract period	:	3 years from 7 November 2022 until 6 November 2025 Upon the expiration of the period under paragraph one, both parties agree to extend the period of validity under this agreement for another 1 (one) year from the expiration of the period under this agreement, unless one of the parties has written a notice not wishing to extend the period under this agreement to the other party at least 3 (three) months in advance before the expiration of the effective period under the agreement.
Money remittance	:	At the end of the business day
Remuneration payment	:	Regarding the remuneration for the withdrawal service, the Company shall send an invoice to collect the remuneration for the withdrawal service to the Bank on a monthly basis by the 5 <sup>th</sup> (fifth) day of the following month, and the Bank agrees to pay the remuneration to the Company by bringing compensation (After deducting withholding tax) into the deposit account for processing within the 10 <sup>th</sup> (tenth) day of the following month. However, if the Company delivers the invoice to the Bank later than the aforementioned deadline, the Bank shall pay the fee to the Company within 5 (five) working days after the Bank has received the invoice and verified its accuracy and completeness.  In the event that either party wishes to change the fees set forth in Appendix 1 to this contract, it shall notify the other party 30 (thirty) days in advance in writing.






## Trademarks, Copyrights, Patents and Petty patents

The Company have own the right of trademarks, copyrights, Patents and petty patents which as follows.

### Trademark

No.of Register	Type	Mark	Own	Date	Time	Start Date	End Date
721275/ค 308512	Trademarks		Company	10 February, 2009	10 Years (Renew for 10 years)	10 February, 2009	9 February, 2019
785630/ค 340966	Trademarks		Company	28 October, 2010	10 Years (Renew for 10 years)	28 October, 2010	27 October, 2030
785629/ค 340965	Trademarks		Company	28 October, 2010	10 Years (Renew for 10 years)	28 October, 2010	27 October, 2030
785631/ค 340967	Trademarks		Company	28 October, 2010	10 Years (Renew for 10 years)	28 October, 2010	27 October, 2030
1002796/171116245	Trademarks		Company	3 September, 2015	10 Years (Renew for 10 years)	3 September, 2015	2 September, 2025
926322/171116235	Trademarks		Company	11 February, 2014	10 Years (Renew for 10 years)	11 February, 2014	10 February, 2024
926323/171116243	Trademarks		Company	11 February, 2014	10 Years (Renew for 10 years)	11 February, 2014	10 February, 2024

No.of Register	Type	Mark	Own	Date	Time	Start Date	End Date
1045817/171135480	Trademarks		Company	13 June, 2016	10 Years  (Renew for 10 years)	13 June, 2016	12 June, 2026
1045818/171135463	Trademarks		Company	13 June, 2016	10 Years  (Renew for 10 years)	13 June, 2016	12 June, 2026
160112253/181115151	Trademarks		Company	26 October, 2016	10 Years  (Renew for 10 years)	26 October, 2016	25 October, 2026

#### Copyrights

No.of Register	Type	Mark	Own	Date	Time	Start Date	End Date
222436/3.1 3231	Copyrights	Program XML (Back Office)	Company	3 November, 2009	50 Years	3 November, 2009	2 November, 2059

Patents and Petty patents

No.of Register	Type	Mark	Own	Date	Time	Start Date	End Date
1102000642/36179	Product design patent	Online recharge machine coin return box below mobile recharge machine	Company	4 March, 2011	10 Years	4 March, 2011	3 March, 2021
1102000643/36180	Product design patent	online recharge machine front coin return slot mobile recharge machine	Company	4 March, 2011	10 Years	4 March, 2011	3 March, 2021
1102000644/36181	Product design patent	device stand	Company	4 March, 2011	10 Years	4 March, 2011	3 March, 2021
1102000645/36178	Product design patent	Recharge machine with handset mobile recharge machine	Company	4 March, 2011	10 Years	4 March, 2011	3 March, 2021

Note : - The Company has entered into a petty patent licensing agreement. According to petty patent No. 7776 for "Mobile phone recharge machine Automatic service provider search system" dated August 30, 2013, which is the right of FORTH, but agrees to allow the company to use the right in such petty patent

