



**2024**

**STECON GROUP PUBLIC COMPANY LIMITED**

**Annual Report 2024**

**Annual Registration Statement 2024 (56-1 One Report)**





## Stecon Group Public Company Limited

**“Committed to Environmental Conservation  
and Efficient Resource Utilization.”**

This report is printed on 30% recycled paper and paper sourced from the “Old Paper for New Paper Project” initiative to promote effective recycling management and support environmental conservation. This initiative aligns with the company’s corporate social responsibility principles, contributing to the reduction of global warming impacts while advancing sustainable business development goals.

### The 2024 Annual Report,

The Form for Presenting Annual Information for the year 2024 (56-1 One Report),  
as well as the disclosure of sustainability information,  
have been prepared in accordance with the Sustainability  
Reporting Guidelines for Registered Companies.

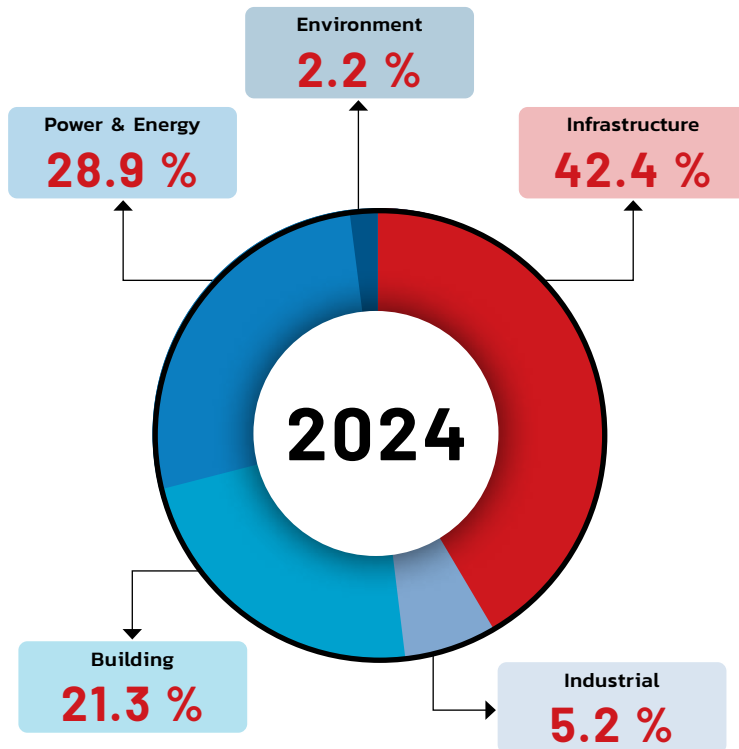
# FINANCIAL HIGHLIGHTS

	2020	2021	2022	2023	2024
<b>Balance Sheet (Bt mn)</b>					
Current Assets	21,095	20,084	22,160	20,636	20,082
Total Assets	44,033	46,622	50,790	47,449	51,516
Current Liabilities	26,595	26,191	27,472	26,698	30,156
Total Liabilities	29,321	29,255	30,900	29,377	33,673
Shareholders' Equity	14,712	17,367	19,889	18,072	17,843
<b>Income Statement (Bt mn)</b>					
Construction Income	35,769	27,613	30,265	29,527	29,930
Total Revenue	36,182	28,028	30,573	29,841	30,405
Cost of Construction	34,249	26,388	28,776	28,280	30,102
Selling & Administrative	674	675	779	834	846
Interest Expense	53	33	20	43	158
Gross Profit	1,520	1,225	1,489	1,247	-172*
Net Profit	1,103	721	867	536	-2,388
<b>Financial Ratio</b>					
Current Ratio (Times)	0.79	0.77	0.81	0.77	0.67
Collection Period (Days)	37	37	22	25	39
Payment Period (Days)	90	74	63	74	72
Gross Profit Margin (%)	4.25%	4.44%	4.92%	4.22%	-0.58%
Net Profit Margin (%)	3.05%	2.57%	2.83%	1.79%	-7.85%
Return on Equities (%)	7.50 %	4.49%	4.65%	2.82%	-13.30%
Return on Asset (%)	2.51 %	1.59%	1.78%	1.09%	-4.83%
Total Assets Turnover (Times)	0.82	0.62	0.63	0.61	0.61
Debt to Equity Ratio (Times)	1.99	1.68	1.55	1.63	1.89
Book Value per Share (Baht)	9.65	11.20	12.85	11.56	11.42
Earning per Share (Baht)	0.72	0.47	0.56	0.35	-1.57

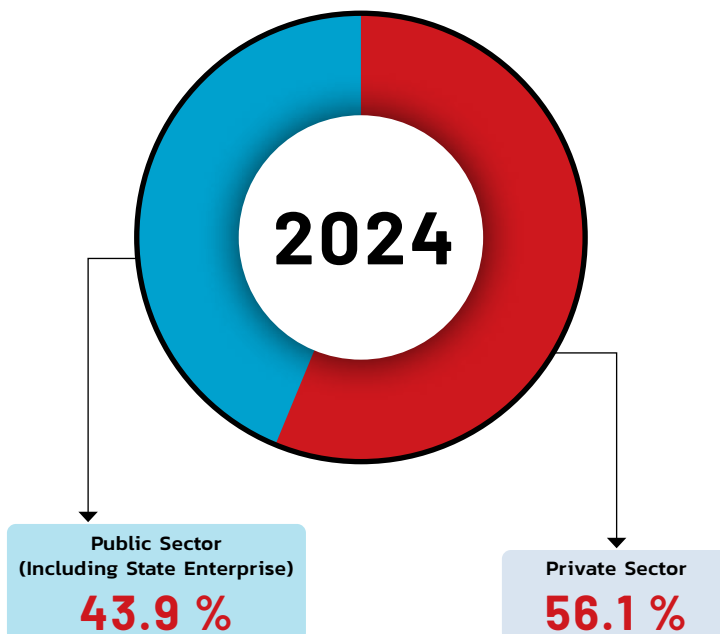
Note : Gross Profit is calculated from construction business income

# FINANCIAL HIGHLIGHTS

Construction Revenue Structure by  
TYPE OF WORKS



Construction Revenue Structure by  
TYPE OF CUSTOMERS



Total Revenue

**29,841** 2023  
Bt mn  
**30,405** 2024  
Bt mn



Gross Profit

**1,247** 2023  
Bt mn  
**-172\*** 2024  
Bt mn



New Profit (Loss)

**536** 2023  
Bt mn  
**-2,388** 2024  
Bt mn



Book Value per Share

**11.56** 2023  
THB  
**11.42** 2024  
THB



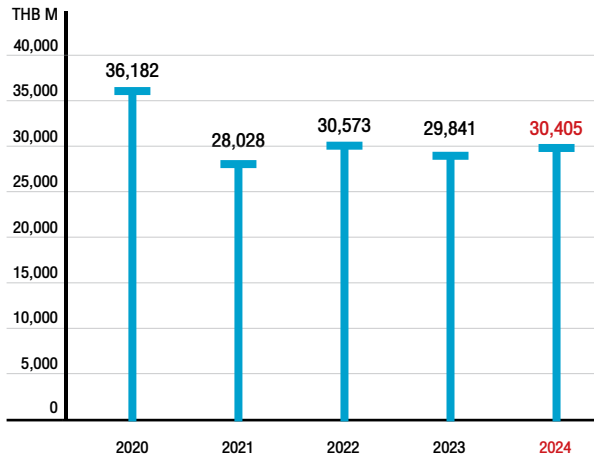
Backlog Order

**101,395** 2023  
Bt mn  
**116,102** 2024  
Bt mn

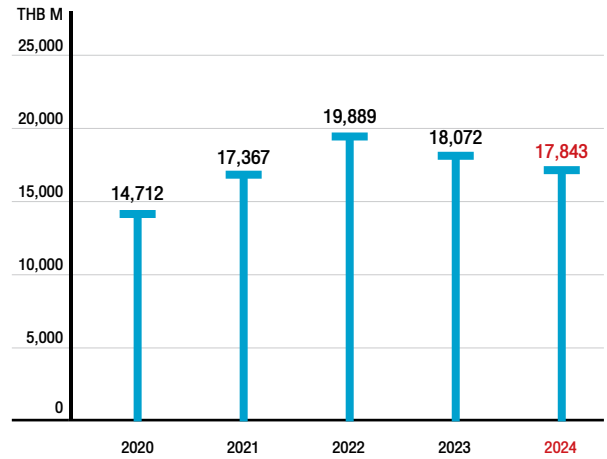
Note : The 2023 information is data before the business restructuring  
\*Gross Profit is from the Construction Business



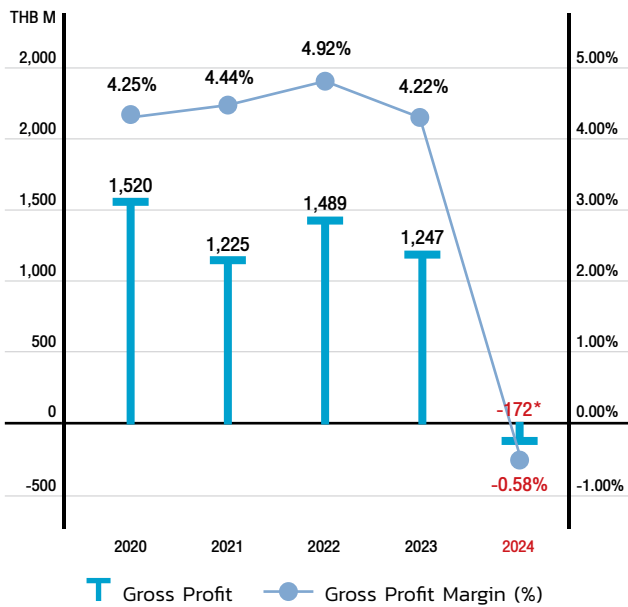
Total Revenue (THB M)



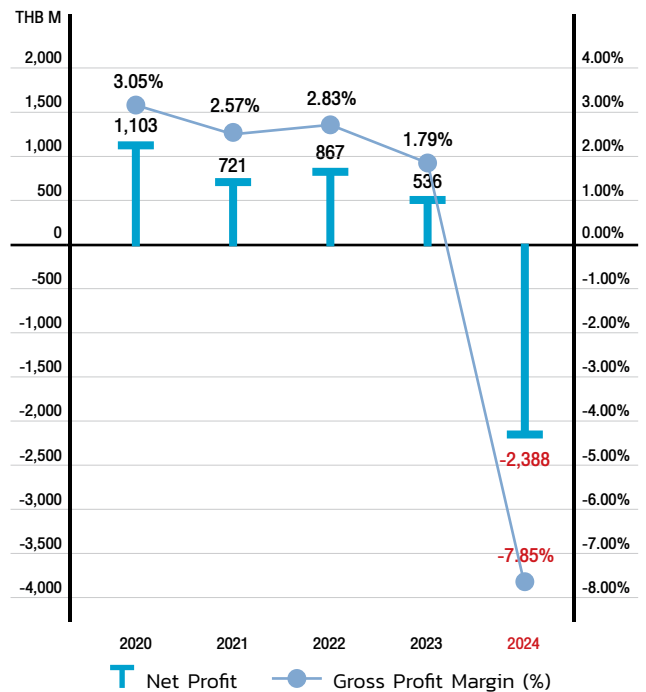
Shareholder's Equity (THB M)



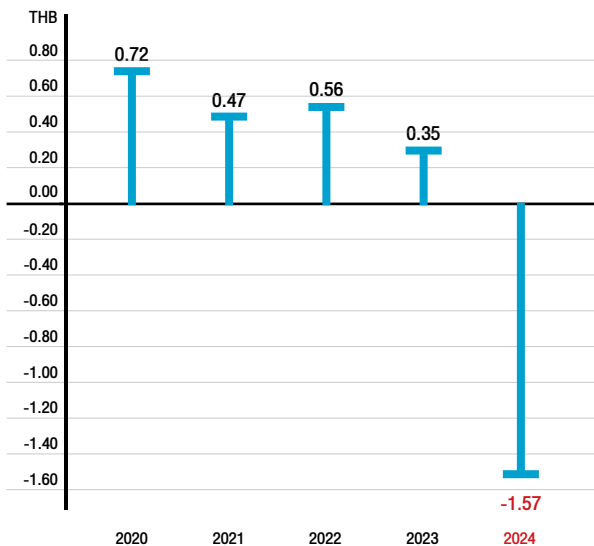
Gross Profit (THB M) and Margin (%)



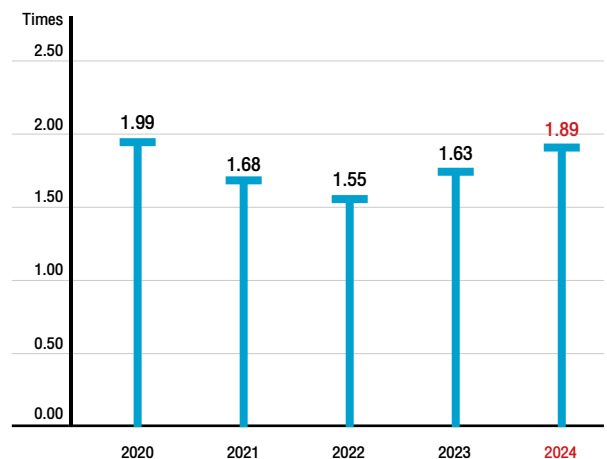
Net Profit (THB M) and Margin (%)



Earning per Share (THB)



Debt to Equity Ratio (Times)



## VISSION

To be a leader in Engineering, Construction, and Investment in infrastructure or high-potential businesses, delivering sustainable returns to stakeholders.



## Mission

1. To conduct business with a focus on excellence to ensure stable and sustainable growth for the business group, with a commitment to stakeholders, communities, society, and the environment.
2. To conduct business in adherence to corporate governance principles.
3. To commit to fostering innovation, promoting a learning organization, and developing the potential of personnel to enhance business competitiveness.
4. To expand investments in new businesses to create additional business value and mitigate risk.



## Corporate Objective / Long Term Goals

The company is committed to sustainable business growth and plans to invest in new businesses that focus on generating long-term recurring income, including high-growth sectors such as basic utility, energy services, and transportation and logistics services. Furthermore, the company aims to maintain its core business as the leader in engineering and construction, both domestically and internationally, adhering to international standards and creating operational goals that emphasize safety, the environment, and social impact.





# BUSINESS GOAL, ENVIRONMENTAL AND SOCIAL GOAL, CORPORATE VALUES, STRATEGY



## Business Goal

To offer value added to stakeholders, the company targets consistent revenue growth while prioritizing sustainable development.



## Environmental and Social Goal

The Company is always aware of safety, environment, and social impact. The Company has strictly defined policies, guidelines and monitored safety, environment and social. The knowledge, and training program for the performance of all duties to comply with the safety and environment standards, including supporting environmental conservation guidelines and reducing environmental and social impacts that may arise from the Company's construction process.

## Strategy

The company has established investment plans for new businesses aligned with its sustainable growth strategy, emphasizing long-term recurring income generation and entry into high-potential growth sectors (New S-Curve). These initiatives aim to strengthen financial stability, reduce risks, and expand revenue opportunities across diverse business segments beyond the already successful engineering and construction business. The company also prioritizes sustainable development to create added value for society and the environment in all operations.



## Corporate Values

- Sustainability
- Trust
- Excellence
- Collaboration
- Opportunity
- Nurturing

Furthermore, the company has carefully planned its international investment expansion to increase revenuesourcesand establish a stable regional business presence. This includes establishing subsidiaries to support and prepare for overseas investments, which will enhance international competitiveness while effectively and sustainably supporting the company's growth targets.



## ANNUAL REPORT 2024

### About Stecon Group

• Financial Highlights	1
• Vision, Mission, Corporate Objective/Long term Goal	4
• Corporate Values, Strategy/ Business Goal, Environmental and Social Goal	5
• Contents	6
• Project Highlights	8
• Message from the Chairman of the Board of Directors	12
• Success Achievement Award	14
• Policy 2024	15
• Investment	16
• Our Business	18
• Business Overview	21
• Organization Chart	28
• The Board of Directors Profile	32
• The Board of Directors, Management Team, Assistant to President and Company Secretary	44
• Shareholders' Structure	48
• General Information	49

### Section 1 Business Operations and Performance

1. Structure and Business Operations	59
2. Risk Management	81
3. Driving Business for Sustainability	103
4. Management Discussion and Analysis	165
5. Other Significant Information	177

### Section 2 Corporate Governance

6. Good Corporate Governance Policy	179
7. Corporate Governance Structure and Key Information about the Board of Directors, Sub-Committees, Management, Employees and Others	221
8. Corporate Governance Performance	245
9. Internal Control and Connected Transactions	275



## Section 3

### Reports and Consolidated Financial Statements

---

10. Reports on the Responsibilities of the Board of Directors on Financial Reports	281
11. Independent Auditor's Report	282
12. Financial Report	286

## Attachment 1-6

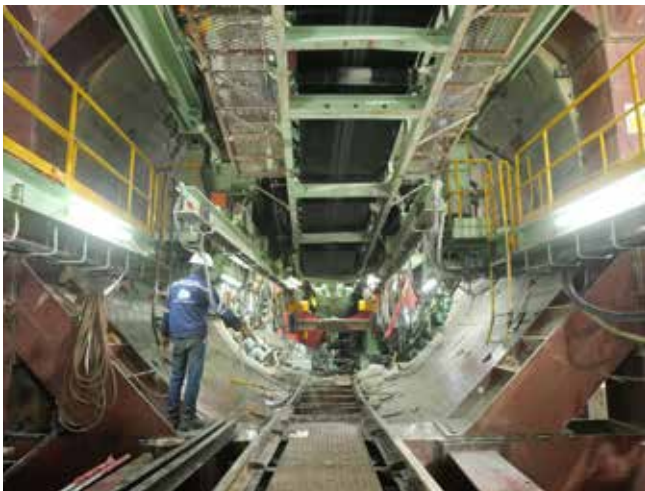
---

<i>Attachment 1</i>	
• Details of Executives, Chief Officers in Accounting and Finance and Company Secretary	354
<i>Attachment 2</i>	
• Details of Directors and Subsidiaries	367
<i>Attachment 3</i>	
• Details of the Head of Internal Audit	370
<i>Attachment 4</i>	
• Business Assets and Details on Asset Valuation	371
<i>Attachment 5</i>	
• Policy and Practice Guidelines for Corporate Governance and Business Ethics	375
	399
<i>Attachment 6</i>	
• Report of the Audit Committee	413

## Purple Line Project

(Tao Pun – Rat Burana)

The Purple Line project, Tao Pun - Rat Burana, comprises of two main construction contracts. Contract 1 encompasses the construction of Mass Rapid Transit tunnel from Tao Pun to the National Library, covering approximately 4.87 km., and including 3 underground stations. Contract 2 involves the construction of Mass Rapid Transit tunnel from the National Library to Phan Fa, spanning approximately 2.33 km., and including 3 underground stations.



## Track Doubling Project

Contract 2, 3

(Den Chai – Chiang Rai – Chiang Khong)

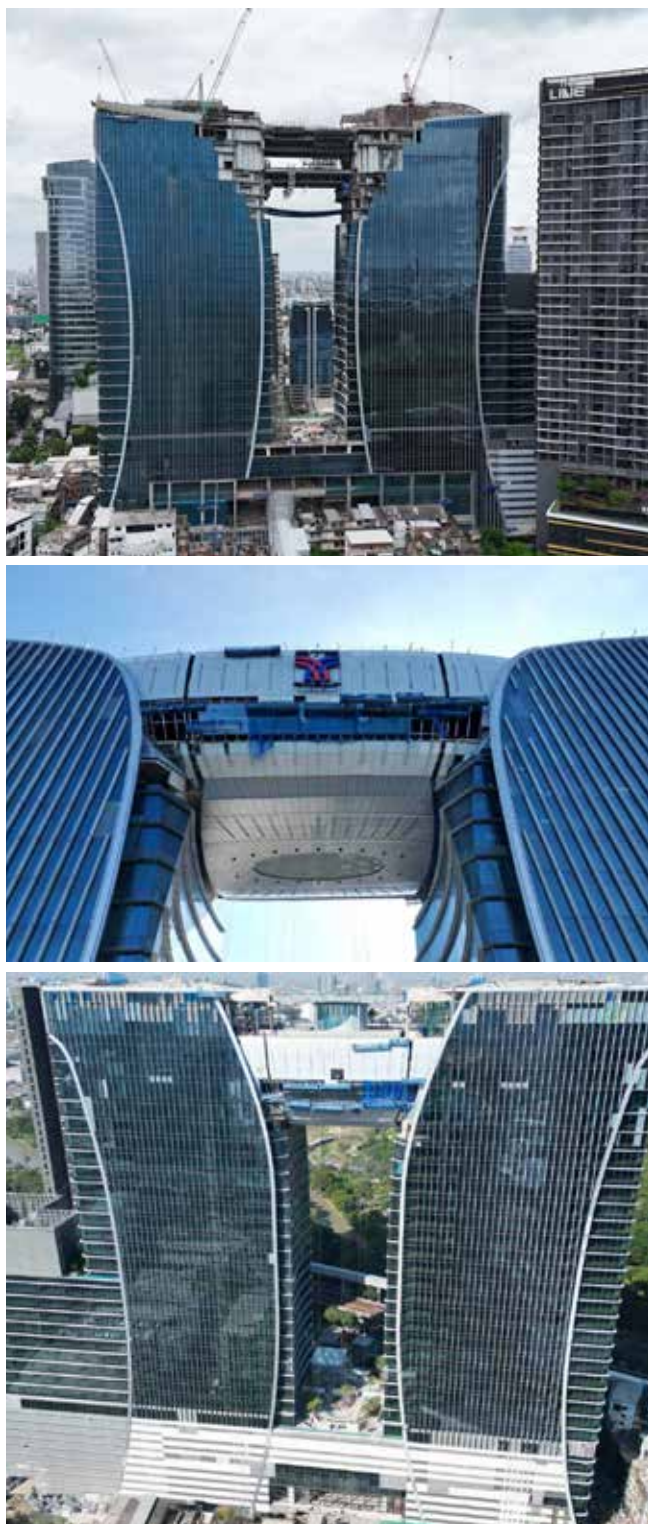
The Den Chai - Chiang Rai - Chiang Khong double-track railway project consists of two contracts. Contract 2 from Ngao to Chiang Rai section, total distance of 132 kilometers. Contract 3 from Chiang Rai to Chiang Khong section, covering 87 kilometers. Both contracts encompass the construction of ground-level and elevated railway tracks, railway tunnels, and the installation of signaling and telecommunications systems.





## Mochit Complex Project

The Mochit Complex project consists of a 36-story building with 3 basement levels covering a total area of approximately 180,000 square meters. The scope of work includes structural work, architectural work, and building services work.



## The Government Complex Commemorating His Majesty The King's 80<sup>th</sup> Birthday Anniversary

STECON is the contractor for The Government Complex Commemorating his Majesty the King's 80<sup>th</sup> Birthday Anniversary. The project is a reinforced concrete building with 11 floors and 2 basements level including structural, architectural and MEP works.





## Hin Kong Power Plant Project

The Hin Kong Power Plant project is a construction project consisting of civil works, structural works, building services works, utility works, mechanical works, electrical and control systems work, and machinery and equipment installation works.



## Thai Oil Clean Fuel Project

Thai Oil Clean Fuel project encompasses the installation of machinery and equipment, which includes steel structure erection, distillation tower installation, and mechanical and piping systems erection.





## The M6 and M81 Intercity Motorway Project

The Bang Pa-In – Nakhon Ratchasima intercity motorway project (M6) has a total distance of 196 kilometers. The Bang Yai – Kanchanaburi intercity motorway project (M81), has a total distance of 96 kilometers. The scope of work includes the design and construction of the system work, including the toll plaza construction, toll collection system, traffic management, and control system, as well as operation and maintenance services (O&M), such as toll collection, road repair, and system maintenance.





**Mr. Vallop Rungkijvorasathien**  
Chairman of the Board of Directors



## Message from the Chairman of the Board of Directors

In 2024, the global economy continues to experience uncertainty due to geopolitical challenges and declining interest rate trends. Meanwhile, the Thai economy shows signs of slowdown across various business sectors, including the construction industry, which has been affected by both public and private sector investment budgets, construction material prices, and labor costs. These factors have inevitably impacted our company's business operations.

In today's business environment, marked by rapid and intense waves of change replete with both opportunities and challenges, year 2024 illustrates a major transformation for our company as we embrace a new context. This has posed a significant challenge since our establishment in 1962. The company has crafted a new strategic direction focused on expanding into new business ventures. While our construction business, which has been in operation for over 62 years, will continue to be our core business, we are broadening our investment portfolio into related sectors, including Utilities and Power, Logistics and Transportation, and Information Technology. This diversification sets the stage for sustained growth, stability, and sustainability. We restructured the company into a Holding Company under the name Stecon Group Public Company Limited (STECON) after completing a share swap with Sino-Thai Engineering and Construction Public Company Limited (STEC) on October 21<sup>st</sup>, 2024. Subsequently, on October 29<sup>th</sup>, 2024, STECON was listed on the Stock Exchange of Thailand with a paid-up registered capital of 1,519.08 million baht. The Board of Directors will establish policies and oversee operations across each business segment to ensure strategic alignment and generate appropriate returns for our shareholders.

On behalf of the Board of Directors of STECON, I would like to convey our sincere gratitude to our shareholders, customers, and business partners for their constant trust and support in our business. We will continue to move forward and commit to managing our business under corporate governance principles, prioritizing the interests of all stakeholders, and contributing to the development of society, communities, and the environment for sustainable mutual growth.



Mr. Vallop Rungkijvorasathien  
Chairman of the Board of Directors



Stecon Group emphasizes sustainable business operations, cares for society, and is environmentally responsible. Conducting business with integrity, transparency, and a commitment to innovation and technology promotion. In alignment with this commitment, Stecon Group, has overseen its subsidiaries to adhere to the same principles. Stecon Group and Sino-Thai Engineering & Construction Public Company Limited (“STEC”) has been recognized with rankings and certifications both nationally and internationally in year 2024.



Received the SET Award 2024 in the Outstanding Investor Relations category for listed companies with market capitalization between 10,000 million baht and 30,000 million baht.



Stecon Group selected as “Sustainable Stock SET ESG Ratings: Rating AA” for the year 2024 in the real estate and construction sector (Propcon) by The Stock Exchange of Thailand. In addition, STECON stock has been used as a benchmark stock for calculating the SET ESG.



Received certification of ISO 9001 Quality Management System Standard Version 2015 from UKAS and NAC.

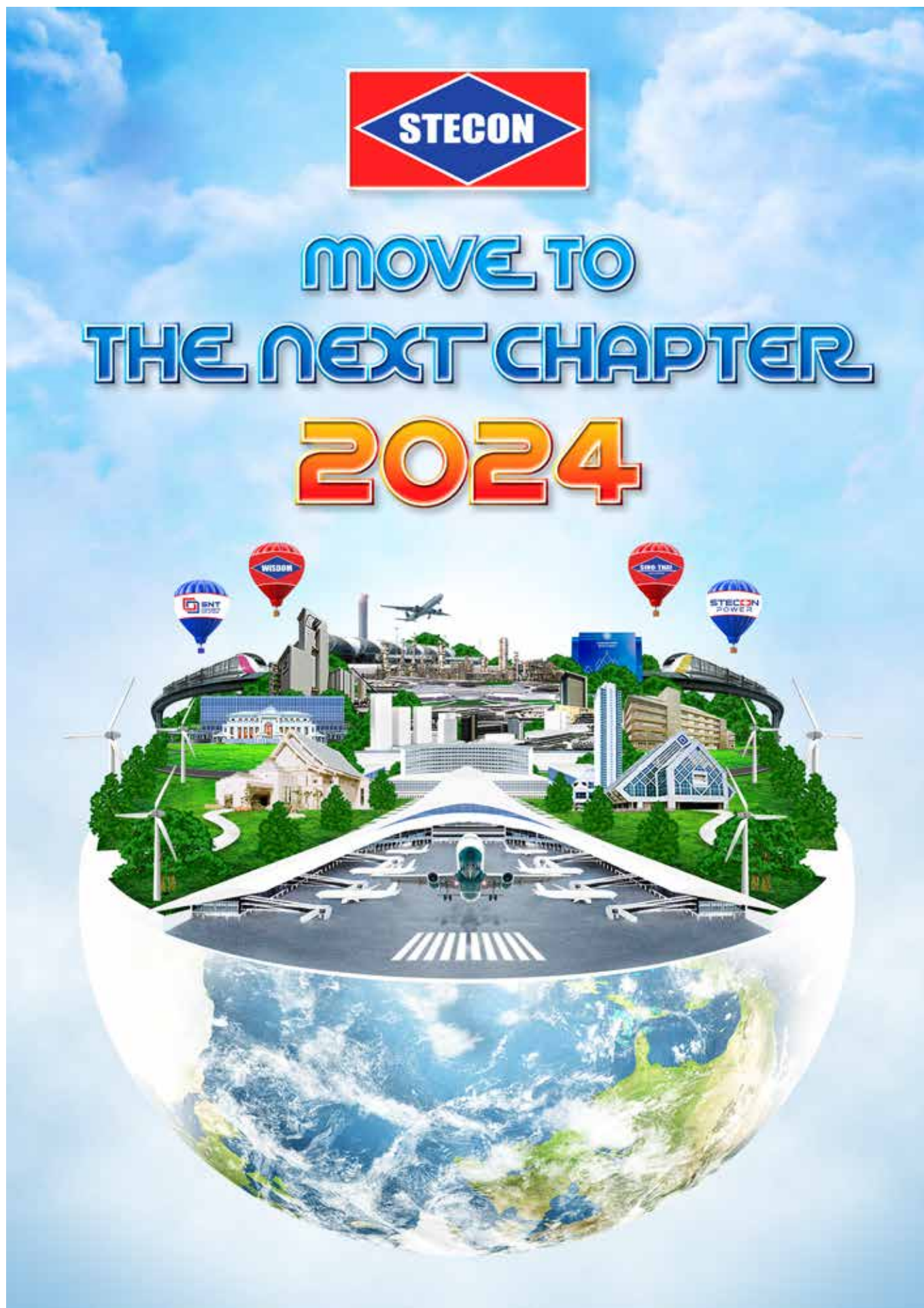


Received an “Excellent” or 5-star rating in the Corporate Governance Report of Thai Listed Companies (CGR) for the year 2024 (CGR 2024), marking the 8<sup>th</sup> consecutive year, conducted by the Thai Institute of Directors Association (IOD) with support from the Stock Exchange of Thailand and the Securities and Exchange Commission (SEC)



Received certification of ISO 45001 Occupational Health and Safety Management Standard Version 2018 from SGS for the following activities Building, Power Plant, Industrial Plant, and Petrochemical Plant.





Company	Type of Business	Registered Capital (Baht)	% Share Holding	No. of Shares	Cost (Baht)
Sino-Thai Engineering & Construction Plc.	Construction	1,525,106,540	99.60	1,519,090,193	1,519,090,193
HTR Corporation Limited	Real Estate Development	500,000,000	80.90	40,449,995	404,499,950
Nouvelle Property Co., Ltd.	Real Estate Development	800,000,000	99.99	7,999,999	799,999,900
Wisdom Services Co., Ltd.	Selling, Renting and Maintenance Construction Machinery and Equipment and Provide Training Service	2,211,000,000	99.99	22,109,999	2,210,999,900
SNT Concrete Solution Co., Ltd.	Produce and sell concrete products for use in construction including design product	300,000,000	99.99	2,999,999	299,999,900
STECON Power Co., Ltd.	Produce all types of Energy	425,000,000	99.99	4,249,999	424,999,900
DC Power BN1 Co., Ltd.	Build to Suit for Data Center Projects	165,000,000	60.00	9,899,998	98,999,980
Mars Water Supply Co., Ltd.	Treatment and supply services of water for household and industrial purposes	150,000,000	51.00	765,000	76,500,000
Green Waste Energy Solutions Co., Ltd.	Electric power generation and transmission	1,000,000	99.98	9,998	999,800
Synergy Tech Waste Co., Ltd.	Electric power generation and transmission	1,000,000	99.98	9,998	999,800
Arin Clean Power Co., Ltd.	Electric power generation and transmission	1,000,000	25	2,500	250,000
Alan Clean Power Co., Ltd.	Electric power generation and transmission	1,000,000	25	2,500	250,000
STECON Logistics & Transportation Co., Ltd.	Engaged in logistics business	10,000	99.80	998	9,980



Company	Type of Business	Registered Capital (Baht)	% Share Holding	No. of Shares	Cost (Baht)
U-TAPAO International Aviation Co., Ltd.	Airport Operations Including Other Related Activities	15,000,000,000	20.00	30,000,000	1,950,000,000
UTB Co., Ltd.	Operate Manage Airport City in U-tapao International Airport and Eastern Airport City	10,000,000	20.00	20,000	2,000,000
Northern Bangkok Monorail Co., Ltd.	Mass Transit Operation and Maintenance for Pink Line (Khaerai - Min buri)	14,400,000,000	15.00	21,600,000	2,160,000,000
Eastern Bangkok Monorail Co., Ltd.	Mass Transit Operation and Maintenance for Yellow Line (Ladpharo - Samrong)	14,400,000,000	15.00	21,600,000	2,160,000,000
BGSR 6 Co., Ltd.	Operate and Maintenance Intercity Highway Projects (Bang Pa-In - Nakhon Ratchasima)	1,000,000,000	10.00	10,000,000	100,000,000
BGSR 81 Co., Ltd.	Operate and Maintenance Intercity Highway Projects (Bang Yai - Kanchanaburi)	850,000,000	10.00	8,500,000	85,000,000
STECX Ventures Co., Ltd.	To Invest in Other Businesses	75,000,000	99.99	749,999	74,999,900
Sitem ST Engineering and Services Co., Ltd.	Operate Manage Maintenance and Building Engineering System Management	5,000,000	30.00	15,000	1,500,000

GRIP

Following STEC's shareholding and management restructuring plan, STECON was founded and registered as a holding company. STECON operates as a non-operating holding company, meaning the company does not engage in its own business activities but invests in other companies. STECON controls these businesses in line with the new strategy and strongly supports the future growth plan. STECON's core businesses are categorized as follows:

## 1. Construction Business

The company engages in all types of construction work which can be divided into 5 main types of work:

- 1.1 Infrastructure: Mass Transit, Road, Elevated Road, Highway, Bridge, Railway, Wharf
- 1.2 Building: Office Building, Convention Center, Exhibition Center, Hospital, Condominium, Special Building
- 1.3 Power & Energy: Power Plant, Refinery
- 1.4 Industrial: Petrochemical Plant, Industrial Plant, Steel Structure & Piping, Pre-Assembly Module
- 1.5 Environment: Wastewater Treatment Plant, Water Supply System, Irrigation System

## 2. Clean Energy

The company engages in the clean energy investment business as a producer, operator, maintenance service provider, and provider of management services in Thailand and the region.

## 3. Digital Infrastructure

The company invests in new technologies and data centers by providing land and building rental services to businesses requiring data centers on a built-to-suit basis.

## 4. Water Management

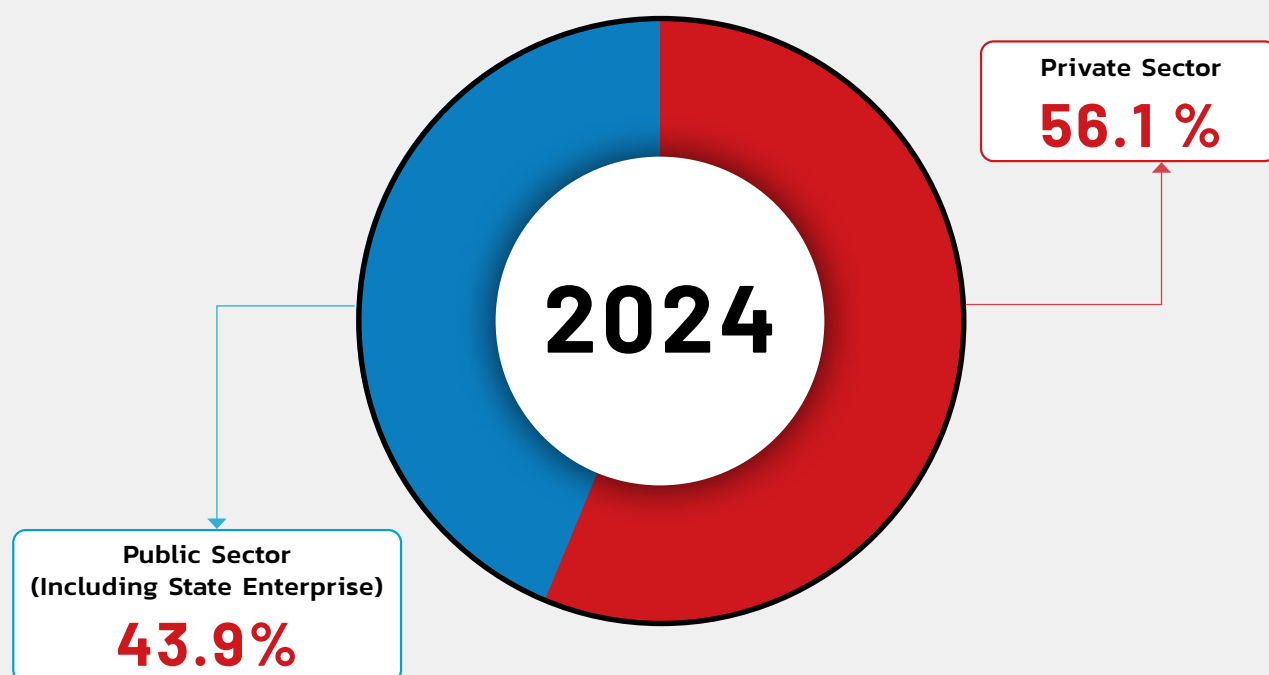
The company invests in the water management business as a producer, operator, maintenance service provider, and provider of management services in Thailand and the region.

## 5. Logistics and Transportation

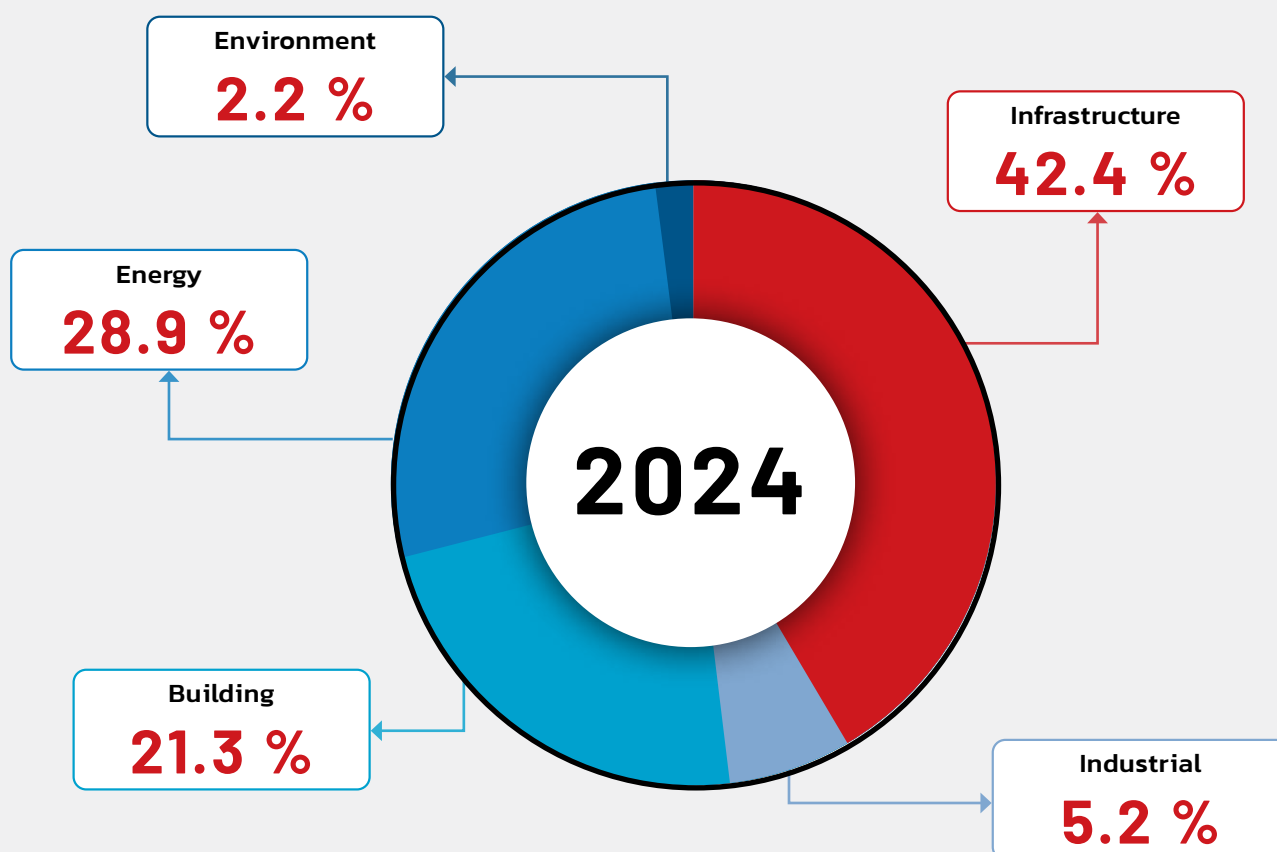
The company engages in the business of investing in businesses related to transportation infrastructure, such as expressways, railways, airports, and other related facilities.



## Construction Revenue Structure by Type of Customers



## Construction Revenue Structure by Type of Works









In 2024, the Thai economy faces numerous challenges, with adverse market conditions continuously impacted by global economic uncertainties. Domestically, the government faces delays in annual budget preparation, leading to postponed investment budget disbursement. Meanwhile, private sector construction has received positive momentum from the expansion of office building construction projects, various infrastructure projects, and residential developments. However, these challenges have opened numerous opportunities for growth in technology and innovation.

The core business structure of Stecon Group Public Company Limited is divided into 5 segments as follows:

## 1. Construction Business

The construction industry in the year 2024 experienced a slight slowdown. During the first 9 months of the year, the total construction investment value from both the public and private sectors amounted to 1,079,539 million Baht (data as of November 2024, NESDC), representing a 1.81% decrease compared to the same period in 2023, which had the total investment value of 1,099,434 million Baht. Public sector construction investment reached 631,754 million Baht, decreased by 2.20% from the same period in 2023, which had a total investment value of 645,950 million Baht. The public sector was mainly supported by large-scale projects, such as the mass transit railway projects, the double-track railway projects, and the expressway projects, etc.

Meanwhile, in the private sector during the first 9 months of 2024, the total investment value was 447,785 million baht, showing a decrease of 1.26% from the same period in 2023, which had a total investment value of 453,484 million baht. Residential construction investment amounted to 227,196 million baht, or 50.73% of total private sector construction value. The remainder consisted of industrial and commercial building construction and other projects such as hotels and hospitals.

Overall, the construction sector remained stable in 2024, as it was in 2023. Investment in some new projects has experienced delays from their original plans, with some bidding processes being postponed. It is anticipated that projects that have not yet opened for bidding will be delayed to 2025 instead.

### 1.1 Customer and Target Group

Sino-Thai Engineering & Construction Public Company Limited (STEC) can carry out various types of construction projects. Consequently, the company's clients are diverse, varying by project type, including government agencies, state enterprises, and the private sector.

In 2025, STEC aims to secure construction project from the government sector, such as investment projects in the Eastern Economic Corridor (EEC), road, expressways and mass transit systems from the Mass Rapid Transit Authority and State Railway of Thailand. These mega infrastructure projects under the government long-term development plan will create a significant foundation to support economic growth and increase the long-term competitiveness of the country.

As for the private sector customers for 2025, STEC is still focusing on the key areas of power plants (Clean energy), buildings and industrial plants such as oil refineries, etc.

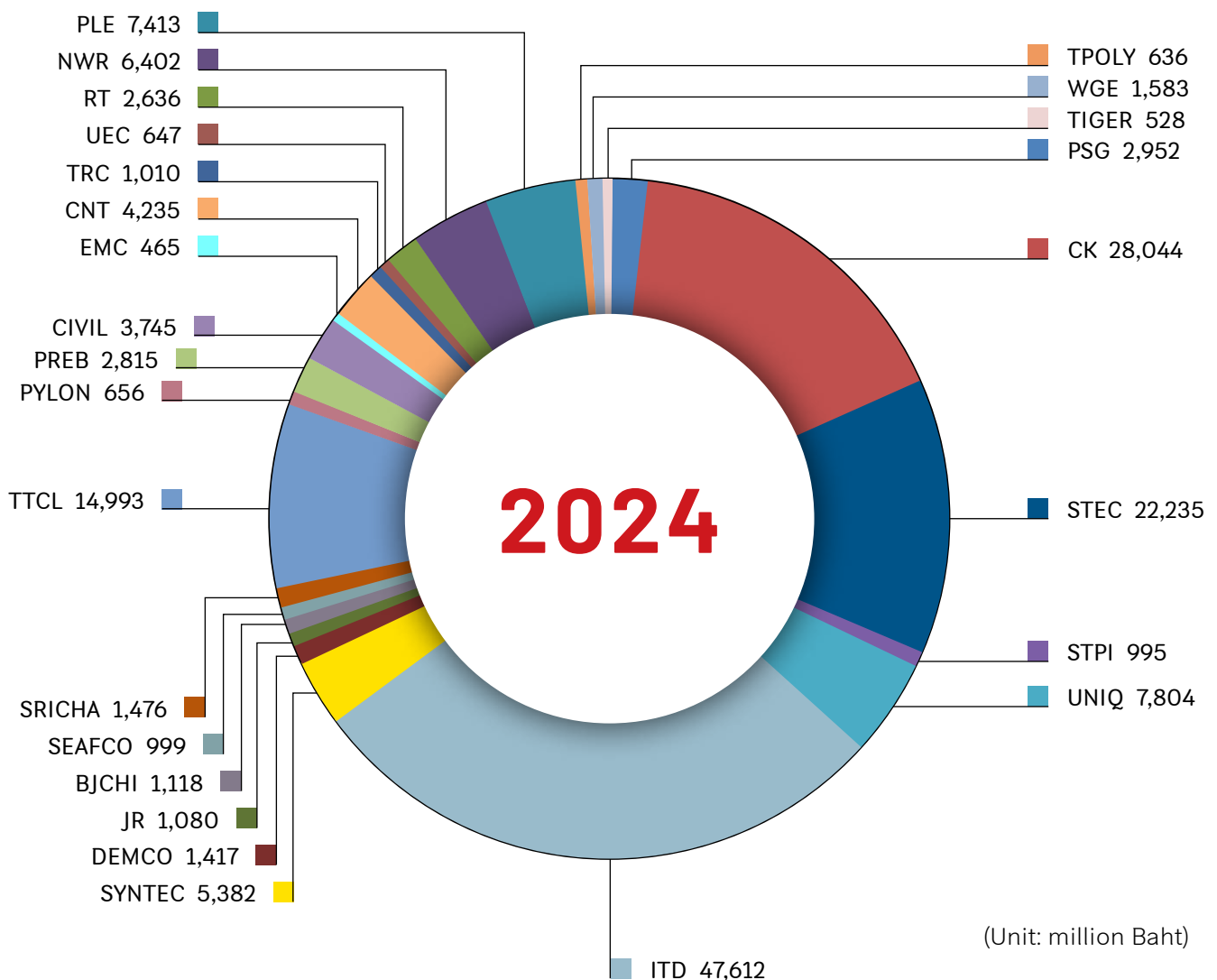
1. Public sector work (Government and State Enterprises) consists of Mass Rapid Transit Authority of Thailand, State Railway of Thailand, Bangkok Metropolitan Administration, Electricity Generating Authority of Thailand, Expressway Authority of Thailand, The Department of Rural Roads, Department of Irrigation, Department of Highways, Metropolitan Electricity Authority, Metropolitan Waterworks Authority, Provincial Electricity Authority etc.

- Private sector work consists of large and medium-sized power plants and industrial plants by focusing on accepting construction from large construction companies abroad (EPC Contractors).

In 2024, STEC completed the following projects: Double Track Chachoengsao – Khlong Sip Kao – Kaeng Khoi Project, Motorway Bang Pa-In – Nakhon Ratchasima Contract 2 and 17, Double Track Prachuap Khiri Khan – Chumphon Contract 2 Project, Gulf Pluakdaeng Power Plant Project, Gulf Sriracha Power Plant Project, Hin Kong Power Plant Project, EPC for Ready Built Factory (RBF) Phase 1 Project, and 5 Solar Power Plant Projects 295 MW.

As of the end of 2024, STEC has the ongoing construction projects in hand, which consist of Infrastructure services: The construction project related to MRT Pink line and Yellow line (MRT Pink line extension project, Aerial cable replacement to underground cable systems along MRT Pink line and Yellow line projects), Double Track Den Chai – Chiang Rai – Chiang Khong Contract 2 and 3, MRT Purple Line Tao Poon - Rat Burana Contract 1 and 2, MRT Orange Line Bang Khun Non – Min Buri. Building services: Mochit Complex project, U-Tapao Airport Development project, Government Center Phase 2 project, Bangkok Mall project. Power and Energy services: Solar Power Plant 7 Projects. Industrial services: Thai Oil Clean Fuel Project.

## Revenue of construction companies listed in the Stock Exchange of Thailand in the 3<sup>rd</sup> quarter, 2024.





## 1.2 Competitiveness and Market Share

In 2024, the construction industry experienced a modest number of newly available project tender opportunities. STEC persistently engaged in bidding for various construction projects to enhance its backlog. As of the end of 2024, STEC's cumulative construction backlog amounted to 116,102 million Baht, thereby contributing to the assurance of stable revenue in the construction sector for the Company in the forthcoming years.

Regarding market share, based on data from 26 construction companies listed on the Stock Exchange of Thailand, STEC reported construction revenue of 22,235 million Baht in Q3 2024, representing a market share of 13.17%, ranking third in the industry.

The construction business in 2025 is expected to continue growing steadily. According to Krungsri Research, the construction sector in 2025 is projected to expand at an average annual rate of 3.5% - 4.0% per year, benefiting from increased government investment in infrastructure and private sector investment projects. Public construction is anticipated to grow at an average rate of 4.0% - 4.5%, while private construction is projected to expand at an average rate of 3.5% - 4.0%.

The mega infrastructure of the government is expected to be future launched in the future.

### The Double track

- Double track Pak Nam Pho - Den Chai
- Double track Chumphon - Surat Thani
- Double track Surat Thani - Hat Yai - Songkhla
- Double track Den Chai - Chiang Mai
- Double track Jira - Ubon Ratchathani
- Dual-track Hat Yai - Padang Besar

### The Mass Rapid Transit

- SRT Red Line Red Rangsit - Thammasat University Rangsit Center
- SRT Red Line Red Siriraj - Taling Chan – Salaya

### High-Speed Rail Project

- Thailand-China Railway Project Phase 2: Nakhon Ratchasima - Nong Khai

### Motorway

- Motorway No. 5 (M5) Extension of Utraphimuk Elevated Road from Rangsit – Bang Pa-in
- PPP Motorway No. 9 (M9) Outer Ring Road of Bangkok from Bang Khun Thian – Bang Bua Thong
- O&M Motorway No. 82 (M82) Bang Khun Thian – Ban Phaeo Route

### Expressway

- Expressway Project Stage 3, Northern Line, Chalong Ratch - Outer Ring Road

### Airport Project

- East Expansion Project, South Terminal Project, and Runway 4, Suvarnabhumi Airport
- Don Mueang Airport Phase 3 Expansion Project
- Chiang Mai Airport Expansion Project
- Phuket Airport Expansion Project

## 2. Clean Energy

The Company engages in the clean energy investment business as a producer, operator, maintenance service provider, and provider of management services in Thailand and the region.

In 2024, Thailand's clean energy sector experienced strong momentum, driven by government policies aimed at promoting renewable energy usage and reducing greenhouse gas emissions. Investments in solar, wind, and biomass energy projects continued to grow steadily, along with the development of power distribution infrastructure and energy storage systems to support increasing demand from industrial sectors and local communities. Public-private partnerships and financial institution collaborations were also encouraged to facilitate a sustainable transition to clean energy, enhancing the long-term growth potential and value creation of the sector.

The overall energy investment market remains on an upward trend, supported by the Thailand Power Development Plan (PDP 2018–2037, Revision 1), which outlines a gradual increase in power generation capacity from 2018 to 2037. This plan ensures continued investment in the energy sector, while government policies promoting renewable and clean energy further support the industry's future growth.

### 2.1 Customer and Target Group

The characteristics of customers and target customers for clean energy businesses are diverse and can be categorized into the following groups:

1. Industrial customers, including manufacturing plants, industrial companies, and technology service providers, who require large amounts of electricity to support the production process and are specific about the security and stability of energy sources. They are also looking for alternatives to reduce energy costs, such as using renewable energy or energy-saving technologies. Therefore, the focus is on customers in industrial estates and communities.
2. Government agencies and state enterprises play a role in developing public utilities and renewable energy projects. They often look for investors who can support them with capital and technology to develop quality infrastructure that complies with sustainable development policies, such as the Electricity Generating Authority of Thailand (EGAT) or the Provincial Electricity Authority (PEA), or may partner with electricity producers in large-scale energy projects (such as private power plants or medium-sized Independent Power Producers (IPPs) and renewable energy power plants such as solar, wind, biomass, and waste-to-energy facilities.
3. Investors and developers are a group of customers looking for investment opportunities in energy and utility projects, such as funds and companies that manage investments in projects related to clean energy. They are mostly interested in projects with the potential to generate good returns and are aligned with sustainable development approaches.

### 2.2 Performance in 2024

Currently, the Company is in the process of studying, selecting, and developing projects that align with its operational strategy.

## 3. Digital Infrastructure

The company invests in new technology ventures and data centers.

In 2024, Thailand's digital infrastructure sector continued to expand, driven by the increasing shift toward digital transformation across all industries, both public and private. The government actively promoted

policies and initiatives to accelerate the development of digital infrastructure, including the adoption of 5G and investments in data centers capable of handling high-level data processing and storage. The private sector also played a key role by investing in digital adaptation, particularly in cloud computing, the Internet of Things (IoT), and cybersecurity.

Data centers have become a critical component of digital infrastructure due to the rapid growth of the digital economy. As a result, investment in data centers has expanded significantly, with new facilities being launched across Thailand to support the growing demand for cloud services, AI, and data processing. This aligns with the increasing adoption of digital technologies across industries.

### 3.1 Customer and Target Group

The characteristics of customers and target customer groups for the digital infrastructure businesses are diverse and can be categorized as follows:

1. Customers in the technology service sector, including cloud service providers and data center operations, are in high demand for digital infrastructure to support data processing and storage, as well as integrate efficient and sustainable energy use to make their services stable and secure.
2. Multinational companies in the technology industry that provide cloud services, large software companies or e-commerce platforms, financial institutions and banks, telecommunications companies, data service businesses, and logistics enterprises.
3. Government agencies and organizations related to data security

### 3.2 Performance in 2024

The Company invested in the data center business through the shareholding of DC Power BN1 Co., Ltd. in collaboration with partners Sitem Corporation Co., Ltd. and Mytelehaus Sdn Bhd. on October 2, 2023, with an investment value of Baht 98.99 million or a shareholding proportion of 60%.

## 4. Water Management

The Company engages in the water management investment business as a manufacturer, operator, maintenance service provider, and provider of management services in Thailand and the region.

In 2024, the water management business in Thailand has been continuously developed to meet the increasing demand from both the industrial and public sectors. Due to the climate change challenges and water resource limitations, the business sector must adapt by integrating modern innovations and technologies into its operations, such as IoT and AI, to enhance water quality control efficiency, as well as develop water network systems to be more flexible and able to cope well with unpredictable weather conditions. These operations are supported by government policies that prioritize sustainable development and natural resource conservation.

### 4.1 Customer and Target Group

The water management and clean water production businesses serve a diverse range of customers including industrial estates that require a supply of water with sufficient quality and stability, as well as hotels and service businesses that require significant clean water demands. Key water management agencies such as the Provincial Waterworks Authority (PWA) and the Metropolitan Waterworks Authority (MWA) play an essential role in overseeing water distribution. Additionally, the Eastern Economic Corridor (EEC), a major hub for industrial and urban development, requires an efficient and sustainable water supply to support its ongoing expansion.



## 4.2 Performance in 2024

STECON Power Co., Ltd. (STECP) has acquired a 51% stake in Mars Water Supply Co., Ltd. and took over its management in October 2024. The acquisition aims to generate stable and continuous recurring income while enhancing water management systems to support Thailand's development.

Mars Water Supply Co., Ltd. engages in the business of producing clean water for industry and plans to supply clean water to government and private industrial estates in various projects, including long-term agreements with the Industrial Estate Authority of Thailand (IEAT) for a period of 25 years initially in 3 locations: Bang pu, Lat Krabang, and Nakhon Luang Industrial Estates ensuring long-term profitability and stability. On January 29, 2025, Mars Water Supply Co., Ltd. officially commenced commercial water supply operation for the first day to Lat Krabang Industrial Estate.

The acquisition of these shares is part of a strategy to create new business opportunities, especially in the energy and utility sector, with a focus on responsible and sustainable resources utilization. It also aims to maximize water resource management efficiency in an environmentally friendly manner, aligning with ESG policies that emphasize the environment, society, and corporate governance. It is the starting point for Stecon Group's move into the energy and utility business and is ready to expand into other related businesses in the future.

## 5. Logistics and Transportation

The Company engages in investments in transportation infrastructure, focusing on the operation and maintenance of expressways, mass transit systems, and airports.

In 2024, investment in transportation infrastructure business continued to grow, supported by the economic recovery, expansion of both domestic and international travel, and the development of the Eastern Economic Corridor (EEC), which stimulated investment in transportation infrastructure. New expressway projects, such as the expansion of the expressway network in Bangkok and its vicinity, helped reduce traffic problems and increase travel efficiency. Meanwhile, the mass transit business grew with the opening of new routes, while the airport business expanded and developed main international airports, such as Suvarnabhumi and Chiangmai, to accommodate the increasing number of tourists and passengers.

Due to Thailand's rising population, especially in Bangkok, is causing serious traffic problems that has occurred for many years. The problem is made worse by the growing number of cars, motorcycles, and other vehicles, while the traffic area and public transportation system remain insufficient to meet demand. To address these challenges, the government has implemented policies designed to develop diverse public transportation networks that will mitigate traffic issues and support both population growth and the economic development of the country. Key public transportation networks include MRT Pink Line Project, MRT Yellow Line Project, Bang Pa-in – Nakhon Ratchasima Intercity Motorway Project, Bang Yai – Kanchanaburi Intercity Motorway Project, and U-Tapao International Airport Project, etc. These projects will help reduce traffic congestion and offer alternative travel options for the public, enhancing convenience, speed, and safety, while also contributing to the improvement of people's quality of life.

### 5.1 Railway transport Business

Northern Bangkok Monorail Co., Ltd. and Eastern Bangkok Monorail Co., Ltd. are the concessionaires for the operation and maintenance of two mass transit monorail projects: the MRT Pink Line (Khae Rai – Min Buri) and the MRT Yellow Line (Lat Phrao – Samrong), both of which have already commenced commercial operations.

Currently, the MRT Pink Line extension project (Si Rat – Muang Thong Thani) is still under construction, with a total project progress of 82.71% as of the end of December 2024 and is expected to open for commercial service in 2025.

## 5.2 Expressway operation Business

BGSR 6 Co., Ltd. (BGSR 6) and BGSR 81 Co., Ltd. (BGSR 81) have signed a Public-Private Partnership (PPP Gross Cost) agreement with the Department of Highways to implement two intercity motorway projects: Motorway No. 6 (M6) Bang Pa-in – Nakhon Ratchasima, covering a total distance of approximately 196 kilometers. Motorway No. 81 (M81) Bang Yai – Kanchanaburi, covering a total distance of approximately 96 kilometers. The agreement is divided into 2 phases:

Phase 1 – System Design and construction of the system works including toll plaza construction, toll collection system, traffic management and control system, with a period of 3 years from the contract commencement date.

Phase 2 – Operation and maintenance services (O&M) including the collection and delivery of the entire toll revenues to the Department of Highways, repair and maintenance of the roads and system works, both for the civil works invested by the government and the infrastructure invested by the private sector, with a period of 30 years.

As of December 2024, construction progress is as follows:

The Motorway M6 Bang Pa-in – Nakhon Ratchasima was 73.57% completed. It has been open for public use free of charge 24 hours every day throughout 2024. There are four entry and exit points: Pak Chong, Sikhio, Kham Thale So, and the Nakhon Ratchasima Bypass.

The Motorway M81 Bang Yai – Kanchanaburi was 79.70% completed. It has been open for public use free of charge every Friday from 3:00 PM to Sunday at 9:00 PM throughout 2024. There are two entry and exit points: West Nakhon Pathom Toll and Kanchanaburi Toll.

The M81 project is expected to commence full commercial operation (COD) in 2025, while the M6 project is scheduled to begin full commercial operation (COD) in 2026.

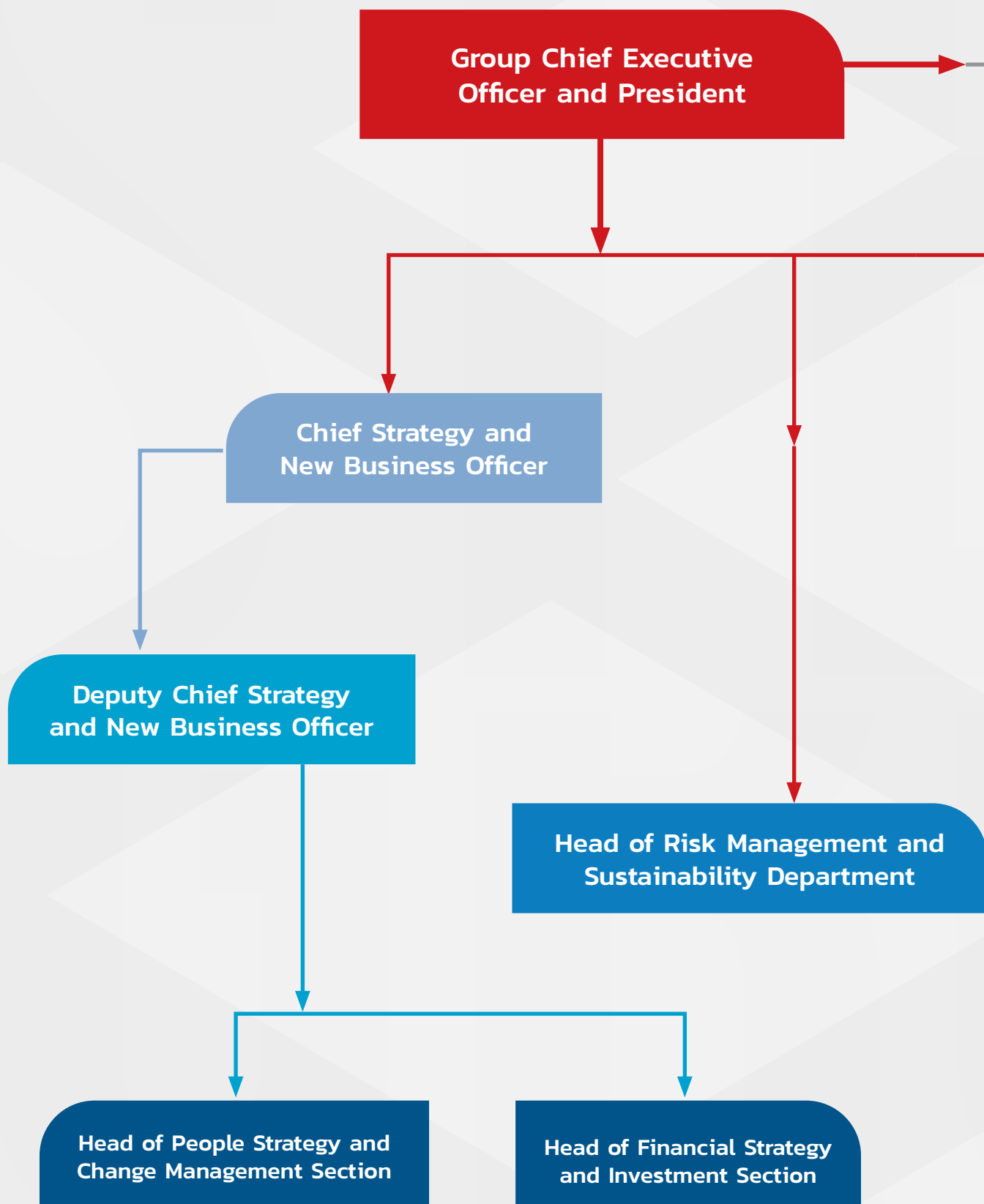
## 5.3 Airport operation Business

U-Tapao International Aviation Co., Ltd. (UTA) signed a joint venture agreement for the U-Tapao Airport and Eastern Aviation City Development Project on June 19, 2020. UTA was formed through the collaboration of three major private companies: Bangkok Airways Public Company Limited, BTS Group Holdings Public Company Limited, and Sino-Thai Engineering & Construction Public Company Limited. With strong financial readiness, expertise, and dedication, they aim to develop the U-Tapao Airport and Eastern Aviation City to become a “Tourism Industry and Logistics & Aviation Hub,” as well as the center of the “Eastern Aviation Metropolis.”

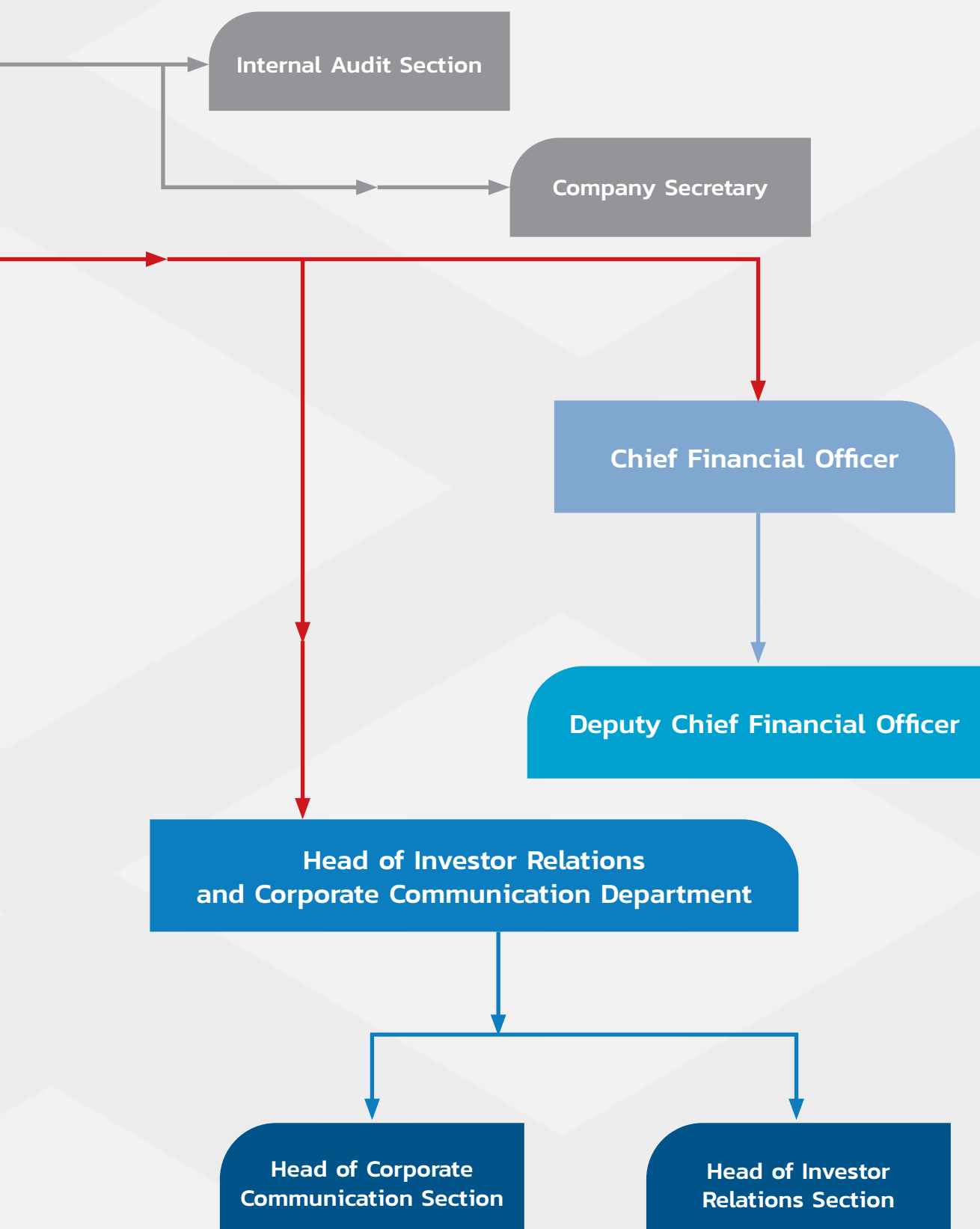
The U-Tapao Airport and Eastern Aviation City Development Project is one of the key infrastructure projects of the Eastern Economic Corridor (EEC), which aims to elevate the U-Tapao Airport to become “Thailand’s Third Major Commercial International Airport,” connecting with Don Mueang and Suvarnabhumi airports. This will improve connectivity by expanding Bangkok and its metropolitan area to the east, making it more convenient by land, water, and air.

Last year, the U-Tapao International Airport Development Project was delayed due to waiting for clarity on the plan for the High-speed train connecting 3 airports. It is expected that the Project will be able to start construction after there is clarity on the High-speed train connecting 3 airports plan.

# ORGANIZATION CHART







# BOARD OF DIRECTOR



**Mr. Vallop Rungkijvorasathien**

- Chairman of the Board of Directors



**Mr. Chamni Janchai**

- Chairman of the Audit Committee
- Independent Director



**Mr. Thanathip Vidhayasirinun**

- Independent Director



**General Dr. Surapan Poomkaew**

- Independent Director



**Mr. Masthawin Charnvirakul**

- Director



**Mr. Pakpoom Srichamni**

- Group Chief Executive Officer/ President
- Chairman of the Board of Executive Directors
- Member of the Risk Management and Sustainable Development Committee
- Director



**Mrs. Jaikaew Tejapijaya**

- Chief Financial Officer
- Executive Director
- Member of the Nomination and Remuneration Committee
- Director



**Mr. Jarunat Jiraratsatit**

- Executive Director
- Member of the Risk Management and Sustainable Development Committee
- Director



**Pol. Col. Pravesana Mulpramook**

- Chairman of the Nomination and Remuneration Committee
- Member of the Audit Committee
- Independent Director



**Mrs. Monrudee Gettuphan**

- Member of the Nomination and Remuneration Committee
- Member of the Audit Committee
- Independent Director



**Mr. Apivut Thongkam**

- Chairman of the Risk Management and Sustainable Development Committee Director
- Director



**Miss Rapeepan Luangaramrut**

- Independent Director



## Mr. Vallop Rungkijvorasathien

- Chairman of the Board of Directors



**Shareholding in The Company:** None

**Age** 73 years

**Appointed date as a Chairman of the Board of Directors:**

February 16, 2024

**Education:**

- Honorary Doctoral Degree in Civil Engineering, Chiang Mai University
- Executive MBA, Chulalongkorn University
- B.S. Engineering, Chiang Mai University
- Capital Market for Executives Class No. 8 (CMA8), Capital Market Academy
- SPP Certificate Class. 2549, National Defence College of Thailand
- Energy Literacy Class No. 4, Thailand Energy Academy
- Training Course on Administrative Justice for Executives Class No. 4, The Administrative Court
- Advanced Security Management Program Class No. 3 (ASMP 3), The National Defence College Association of Thailand
- Graduate Diploma in Management of Government and Private Sectors, King Prajadhipok's Institute Certificate, National Defence College of Thailand

**Experience:**

- Chairman of the Executive Board of Directors, Sino-Thai Engineering and Construction Plc.
- President, Sino-Thai Engineering and Construction Plc.
- SEVP. Operation Division, Sino-Thai Engineering and Construction Plc.
- SVP. Operation Division, Sino-Thai Engineering and Construction Plc.
- Director, STECON Power Co., Ltd.
- Director, Dkk Sino-Thai Engineering Company Limited
- Committee of the Council of Engineers
- Director, Thai Contractors Association Under H.M. The King's Patronage
- Chairman of Chiangmai University Engineering Alumni Foundation (CMUEAF)

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- 2006 - Director Accreditation Program Class No. 52
- 2014 - Role of the Chairman Program Class No. 34
- 2016 - Director Certification Program Class No. 231
- 2024 - Business and Legal Issues for Directors and Executives Program

**Completed programs by The Securities and Exchange Commission (SEC):**

- 2023 - Roles and duties of directors and executives of listed companies

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7

**Family relationship:**

- None

## Mr. Chamni Janchai

- Chairman of the Audit Committee
- Independent Director



**Shareholding in The Company:** None

**Age** 68 years

**Appointed date as a Chairman of the Audit Committee:**

February 16, 2024

**Appointed date as an Independent Director:**

December 27, 2023

**Education:**

- MBA, Thammasat University
- Bachelor of Accounting, Thammasat University
- Graduate Diploma in Management of Public Economy, King Prajadhipok's Institute

**Experience:**

- Independent Director, Chairman of Audit Committee, Sino-Thai Engineering and construction Plc.
- Independent Director and Audit Committee, RPCG Plc.
- Director, Chairman of Executive Committee, BMP Energy Plc.
- Director and Audit Committee, Thai Thepparos Food Products PLC.
- Chairman of the Board, Max Metal Corporation Plc.
- Chairman of the Board, Thai Capital Corporation PLC.
- Vice Chairman of the Board, Nakornthai Strip Mill PLC.
- Director, Vice President N.T.S.Steel Groups PLC.
- Director, CJM Consult Co, Ltd.
- Director, CJ Morgan Co, Ltd.
- Committee, STP & I Plc.
- Committee, Chumphon Biofuel Co, Ltd.
- Committee, Betong Biofuel Co, Ltd.
- Committee, Betong Green Power Co, Ltd.

**Other position in listed company in SET:**

- Director, STP & I Plc.

**Other positions in non-listed companies:**

- Director, IMPACT SOLAR GROUP (THAILAND) CO., LTD.
- Director, IMPACT SOLAR CO., LTD.

**Completed programs by Thai Institute of Directors (IOD):**

- 2004 – Director Accreditation Program Class No. 30
- 2009 – Role of the Chairman Program Class No. 21
- 2019 – Risk Management Program for Corporate Leaders Class No. 17
- 2024 Business and Legal Issues for Directors and Executives Program

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7
- Audit Committee Meeting in 2024: 6/6

**Family relationship:**

- None

## Mr. Thanathip Vidhayasirinun

- Independent Director



**Shareholding in The Company:** 12,857 shares or 0.00%

**Age** 58 years

**Appointed date as an Independent Director:**

December 27, 2023

**Education:**

- MBA Finance, Cornell University – U.S.A.
- M.S. Electrical Engineering, Cornell University – U.S.A.
- Bachelor of Science, Electrical Engineering, Computer Engineering, Industrial Management, Carnegie Institute of Technology, Carnegie Mellon University, USA
- Institute of Business and Industrial Development (IBID 2)
- Energy Literacy Class No. 4, Thailand Energy Academy
- Top Executive Program in Commerce and Trade (TEPCOT 6), Commerce Academy
- Training Course on Capital Market for Executives Class No. 15, Capital Market Academy

**Experience:**

- Independent Director, Sino-Thai Engineering and construction Plc.
- Independent Director and a Member of the Audit Committee, Thai Paiboon Plc.
- Independent Director and a Member of the Audit Committee, TIH Investment Management Pte. Ltd.
- Director, Alliance of International Corporate Advisors
- Managing Director, Sage Capital Co., Ltd.

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- Independent Director and a Member of the Audit Committee, Thai Paiboon Plc.
- Independent Director and a Member of the Audit Committee, TIH Investment Management Pte. Ltd.
- Managing Director, Sage Capital Co., Ltd.

**Completed programs by Thai Institute of Directors (IOD):**

- 2001 - Director Certificate Program Class No. 7
- 2016 - Family Business Governance Class No. 6
- 2024 - Business and Legal Issues for Directors and Executives Program

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7

**Family relationship:**

- None



## General Dr. Surapan Poomkaew

- Independent Director



**Shareholding in The Company:** None

**Age** 76 years

**Appointed date as a Director:** December 27, 2023

**Education:**

- Doctor of Philosophy in Public Administration, Ramkhamhaeng University
- Master Degree in Public Administration (First Honor), The National Institute of Development Administration (NIDA)
- Bachelor of Science, Chulachomklao Royal Military Academy
- Capital Market Academy Leadership Program (CMA9), Capital Market Academy

**Experience:**

- Independent Director, Sino-Thai Engineering and construction Plc.
- Company president, Health Empire Corporation Plc.
- Chairman of the Audit Committee, Grand Prix International Plc.
- Director, National Power Supply Plc.
- Defense Inspector General

**Other position in listed company in SET:**

- Chairman of the Audit Committee, Grand Prix International Plc.
- Director, National Power Supply Plc.
- Company president, Health Empire Corporation Plc.

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- 2010 - Director Accreditation Program Class No. 84
- 2024 - Business and Legal Issues for Directors and Executives Program

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7

**Family relationship:**

- None

## Mr. Masthawin Charnvirakul

- Director



**Shareholding in The Company:** 25,457,142 shares or 1.67%

**Age** 53 years

**Appointed date as a Director:** December 27, 2023

**Education:**

- MBA (International Business) University of Southern California U.S.A.
- B. Business Administration, Chulalongkorn University
- Capital Market Academy Leadership Program (CMA11), Capital Market Academy
- Top Executive Program for Creative & Amazing Thai Services Class No. 1/2019
- Advanced Master of Management Program, AMM Class No. 4/2019
- Top Executive Program in Commerce and Trade No. 11/2018
- Executive Course ULTRA WEALTH GROUP Program Class No. 2/2016

**Experience:**

- Marketing Manager SCC – Dow Chemical Joint Venture
- Director, Sino-Thai Development Co., Ltd.
- Director, Impact Solar Group Co., Ltd.
- Director, Thai Solar Energy Plc.
- Director and Managing Director, STP & I Plc.

**Other position in listed company in SET:**

- Director and Managing Director, STP & I Plc.

**Other positions in non-listed companies:**

- Director Impact Monsoon Holding Limited
- Director, Impact Solar Group (Thailand) Co., Ltd.
- Director, Impact Solar Limited
- Director and Chairman of the Board, St Property and Logistics Co., Ltd.
- Director and Chairman of the Board, Fillup Network Co., Ltd.
- Director & Managing Director, STIT Co., Ltd.
- Director, Sino-Thai Development Co., Ltd.

**Completed programs by Thai Institute of Directors (IOD):**

- 2003 - Director Accreditation Program Class No. 1
- 2024 - Business and Legal Issues for Directors and Executives Program

**Completed programs by The Securities and Exchange Commission (SEC):**

- 2023 - Roles and duties of directors and executives of listed companies

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7

**Family relationship:**

- None



## Mr. Pakpoom Srichamni

- Group Chief Executive Officer/ President
- Chairman of the Board of Executive Directors
- Member of the Risk Management and Sustainable Development Committee
- Director

**Shareholding in The Company:** None

**Age** 63 years

**Appointed date as a Group Chief Executive Officer /**

**President:** February 16, 2024

**Appointed date as a Chairman of the Board of Executive**

**Directors:** February 16, 2024

**Appointed date as a Member of the Risk Management and Sustainable Development Committee:**

February 16, 2024

**Appointed date as a Director:** December 27, 2023

**Education:**

- MBA Thammasat University
- Bachelor of Engineering (Civil Engineering), Kasetsart University
- Executive Management with Business Development and Investment Class No. 3, Institute of Business and Industrial Development
- The Program for Senior Executives on Justice Administration Class 19, National Justice Academy
- Capital Market for Executives Class No. 18 (CMA18), Capital Market Academy
- Certificate, Management of Government and Private Sectors, King Prajadhipok's Institute
- SPP Certificate Class. 2554 (NDC 54), National Defence College of Thailand

**Experience:**

- President Sino-Thai Engineering and Construction Plc.
- Senior Executive Vice President Operation Division, Sino-Thai Engineering and Construction Plc.
- Senior Vice President Operation Division, Sino-Thai Engineering and Construction Plc.
- Director, Senior Executive Vice President Operation Division, Sino-Thai Engineering and Construction Plc.
- Chairman of the Board, STECX Ventures Co., Ltd.
- Chairman of the Board, SNT Concrete Solution Co., Ltd.
- Chairman of the Board, Wisdom Services Co., Ltd.
- Chairman of the Board, DC Power BN1 Co., Ltd.
- Chairman of the Board, SITEM ST Engineering and Service Co., Ltd.
- Chairman of the Board, HTR Co., Ltd.
- Chairman of the Board, STECON Power Co., Ltd.
- Director, STECON Logistics & Transportation Co., Ltd
- Director, Patumwan Real Estate Co., Ltd.
- Director, UTA Land 1 Co., Ltd.
- Director, UTB Co., Ltd.
- Director, BGSR 6 Co., Ltd.
- Director, BGSR 81 Co., Ltd.

- Director and Executive Director, U-TAPAO International Aviation Co., Ltd.

- Director, Kijpracha Tanee Co., Ltd.

- Director, Eastern Bangkok Monorail Co., Ltd.

- Director, Northern Bangkok Monorail Co., Ltd.

- Advisor to Chairman of Thai Contractors Association Under H.M. The King's Patronage

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- Chairman of the Board, Sino-Thai Engineering and Construction Plc.
- Chairman of the Board, STECON Power Co., Ltd.
- Chairman of the Board, STECX Ventures Co., Ltd.
- Chairman of the Board, DC Power BN1 Co., Ltd.
- Director, SITEM ST Engineering and Service Co., Ltd.
- Director, STECON Logistics & Transportation Co., Ltd
- Director, UTA Land 1 Co., Ltd.
- Director, UTA Land 2 Co., Ltd.
- Director, UTA Land 3 Co., Ltd.
- Director, UTA Land 4 Co., Ltd.
- Director, UTA Land 5 Co., Ltd.
- Director, UTB Co., Ltd.
- Director, BGSR 6 Co., Ltd.
- Director, BGSR 81 Co., Ltd.
- Director and Executive Director, U-TAPAO International Aviation Co., Ltd.
- Director, Eastern Bangkok Monorail Co., Ltd.
- Director, Northern Bangkok Monorail Co., Ltd.

**Completed programs by Thai Institute of Directors (IOD):**

- 2006 - Director Accreditation Program Class No. 52
- 2012 - Director Certification Program Class No. 161
- 2023 - Role of Chairman Program Class No. 55
- 2024 - Business and Legal Issues for Directors and Executives Program

**Completed programs by The Securities and Exchange**

**Commission (SEC):**

- 2023 - Roles and duties of directors and executives of listed companies

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7
- Board of the Risk Management and Sustainable Development Committee for the year 2024 : 2/2
- Board of Executive Directors' Meeting in 2024: 3/3

**Family relationship:**

- None



## Mrs. Jaikaew Tejapijaya

- Chief Financial Officer
- Executive Director
- Member of the Nomination and Remuneration Committee
- Director



**Shareholding in The Company:** None

**Age** 57 year

**Appointed date as a Chief Financial Officer:**

February 16, 2024

**Appointed date as an Executive Director:**

December 27, 2023

**Appointed date as a Member of the Nomination and Remuneration Committee:** February 16, 2024

**Appointed date as a Director:** December 27, 2023

### Education

- MBA, The National Institute of Development Administration
- B. Business Administration, Thammasat University
- Certified Public Accountant

### Experience

- Director, Executive Director, Management Committee and Senior Executive Vice President Financial and Administration Division, Sino -Thai Engineering and Construction Plc.
- Executive Director, Management Committee and Senior Executive Vice President Financial and Administration Division, Sino -Thai Engineering and Construction Plc.
- Management Committee and Senior Executive Vice President Financial and Administration Division, Sino -Thai Engineering and Construction Plc.
- Management Committee and Senior Vice President - Accounting & Financial, Sino -Thai Engineering and Construction Plc.
- Vice President Accounting Department, Sino -Thai Engineering and Construction Plc.

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- Director, Wisdom Services Co., Ltd.
- Director, SNT Concrete Solution Co., Ltd.
- Director, STECON Power Co., Ltd.
- Director, STECX Ventures Co., Ltd.
- Director, U-TAPAO International Aviation Co., Ltd.
- Director, UTB Co., Ltd.
- Director, UTA Land 1 Co., Ltd.
- Director, UTA Land 2 Co., Ltd.
- Director, UTA Land 3 Co., Ltd.
- Director, UTA Land 4 Co., Ltd.
- Director, UTA Land 5 Co., Ltd.
- Director, HTR Co., Ltd.
- Director, Patumwan Real Estate Co., Ltd.
- Director, Kijpracha Tanee Co., Ltd.
- Director, Nouvelle Property Co., Ltd.
- Director, STECON Logistics & Transportation Co., Ltd.

**Completed programs by Thai Institute of Directors (IOD):**

- 2022 - Director Certification Program Class No. 329
- 2023 - Risk Management Program for Corporate Leaders (RCL 32/2023)
- 2024 - Business and Legal Issues for Directors and Executives Program

**Completed programs by The Securities and Exchange Commission (SEC):**

- 2023 - Roles and duties of directors and executives of listed companies

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7
- Board of Recruitment and Remuneration Committee in 2024: 2/2
- Board of Executive Directors' Meeting in 2024: 3/3

**Family relationship:**

- None

## Mr. Jarunat Jiraratsatit

- Executive Director
- Member of the Risk Management and Sustainable Development Committee
- Director



**Shareholding in The Company:** 0.0295% (450,000 shares)  
**Spouse shareholding in The Company:** 4.2081% (64,179,596 shares)

**Age** 52 year

**Appointed date as an Executive committee:**

February 16, 2024

**Appointed date as a Member of the Risk Management and Sustainable Development Committee:**

February 16, 2024

**Appointed date as a Director:** December 27, 2023

### Education

- MBA, Thammasat University
- Bachelor of Engineering, Civil Engineering, Chiang Mai University
- SPP Certificate Class 2023, National Defence College of Thailand

### Experience

- Director, Senior Executive Vice President Operation Division Sino-Thai Engineering and Construction Plc.
- Senior Executive Vice President Operation Division Sino-Thai Engineering and Construction Plc.
- Management Committee and Senior Vice President Operation Division 2, Sino -Thai Engineering and Construction Plc.
- Vice President Operation Department 2, Sino -Thai Engineering and Construction Plc.
- Senior Engineer, Sino-Thai Engineering and Construction Plc.
- Director, Nouvelle Property Co., Ltd.
- Director, Wisdom Services Co., Ltd.
- Director, STECON Power Co., Ltd.
- Director, SNT Concrete Solution Co., Ltd.
- Director, STECX Ventures Co., Ltd.
- Director, SITEM ST Engineering and Services Co., Ltd.
- Director, DC Power BN1 Co., Ltd.
- Director, STECON Logistics & Transportation Co., Ltd
- Vice President of the Chiang Mai University Engineering Alumni Association

### Other position in listed company in SET:

- None

### Other positions in non-listed companies:

- Director and President, Sino -Thai Engineering and Construction Plc.
- Director, Arin Clean Power Co., Ltd.
- Director, Alan Clean Power Co., Ltd.
- Director, Synergy Tech Waste Co., Ltd.
- Director, Green Waste Energy Solutions Co., Ltd.
- Director, Mars Water Supply Co., Ltd.
- Director, Nouvelle Property Co., Ltd.
- Director, Wisdom Services Co., Ltd.
- Director, STECON Power Co., Ltd.
- Director, SNT Concrete Solution Co., Ltd.
- Director, STECX Ventures Co., Ltd.
- Director, SITEM ST Engineering and Services Co., Ltd.
- Director, DC Power BN1 Co., Ltd.
- Director, Stecon Logistics & Transportation Co., Ltd
- Vice President of the Chiang Mai University Engineering Alumni Association

### Completed programs by Thai Institute of Directors (IOD):

- 2020 - Director Accreditation Program Class No.169
- 2020 - Director Certification Program Class No. 262
- 2023 - Risk Management Program for Corporate Leaders (RCL 32/2023)
- 2024 - Business and Legal Issues for Directors and Executives Program

### Completed programs by The Securities and Exchange Commission (SEC):

- 2023 - Roles and duties of directors and executives of listed companies

### Meeting attendance:

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 1/2
- Board of Directors' Meeting in 2024: 7/7
- Board of the Risk Management and Sustainable Development Committee for the year 2024: 2/2
- Board of Executive Directors' Meeting in 2024: 3/3

### Family relationship:

- None

## Pol. Col. Pravesana Mulpramook

- Chairman of the Nomination and Remuneration Committee
- Member of the Audit Committee
- Independent Director



**Shareholding in The Company:** None

**Age** 65 years

**Appointed date as a Chairman of the Nomination and Remuneration Committee:** February 16, 2024

**Appointed date as a Member of the Audit Committee:** February 16, 2024

**Appointed date as an Independent Director:** December 27, 2023

**Education:**

- Honorary Master of Law, Ramkhamhaeng University
- Master's Degree in Environmental Science, Kasetsart University
- Bachelor of Public Administration, Police Cadet Academy

**Experience:**

- Independent Director, Member of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Sino-Thai Engineering and construction Plc.
- Deputy Director General of the Department of Special Investigation
- Secretary-General of the Public Sector Anti-Corruption Commission

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- Director, Audit Committee, Charoensin Asset Co., Ltd.

**Completed programs by Thai Institute of Directors (IOD):**

- 2006 Directors Certification Program Class No. 81
- 2024 Business and Legal Issues for Directors and Executives Program

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7
- Board of Recruitment and Remuneration Committee in 2024: 2/2
- Audit Committee Meeting in 2024: 6/6

**Family relationship:**

- None



## Mrs. Monrudee Gettuphan

- Member of the Nomination and Remuneration Committee
- Member of the Audit Committee
- Independent Director



**Shareholding in The Company:** None

**Age** 66 years

**Appointed date as a Member of the Nomination and Remuneration Committee:** February 16, 2024

**Appointed date as a Member of the Audit Committee:** February 16, 2024

**Appointed date as an Independent Director:** December 27, 2023

**Education:**

- Air War College, Royal Thai Air Force
- Master's degree, Business Administration, Kasetsart University
- Bachelor's degree, Faculty of Arts, Chulalongkorn University

**Experience:**

- Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee, Sino-Thai Engineering and Construction Plc.
- Director, Airports of Thailand Public Company Limited
- Senior Executive Vice President (Airport and Aviation Standard) Airports of Thailand Public Company Limited
- General Manager of Phuket International Airport (Senior Executive Vice President) Airports of Thailand Public Company Limited
- Director of Foreign Affairs Department Corporate Strategy Airports of Thailand Public Company Limited
- Director of Foreign Affairs Department Airports of Thailand Public Company Limited
- Director of Special Affairs Department, Suvarnabhumi Airport
- Director of Aerodrome Standard and Occupational Health Department, Suvarnabhumi Airport, Airports of Thailand Public Company Limited
- Director of Business Management Department Airports of Thailand Public Company Limited
- Director of Corporate Communications Department Airports of Thailand Public Company Limited

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- 2024 - Business and Legal Issues for Directors and Executives Program
- 2024 - Director Certification Program Class 364/2567

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7
- Board of Recruitment and Remuneration Committee in 2024: 2/2
- Audit Committee Meeting in 2024: 6/6

**Family relationship:**

- None

## Mr. Apivut Thongkam

- Chairman of the Risk Management and Sustainable Development Committee
- Director



**Shareholding in The Company:** None

**Age** 61 years

**Appointed date as a Chairman of the Management Risk and Sustainable Development Committee:**

February 16, 2024

**Appointed date as a Director:** December 27, 2023

**Education:**

- LL.M. majoring in Comparative Law, Harvard University, U.S.A.
- LL.M. majoring in International Law, American University, U.S.A.
- Admitted as a Barrister-at-Law of the Thai Bar
- LL.B., Ramkhamhaeng University
- Certificate of State-Private Joint National Defense (Class 24/2011-2012), National Defense College
- Diploma of Advance Security Management Program, National Defense College (Class 6/2013)

**Experience:**

- Director, Sino-Thai Engineering and construction Plc.
- Independent Director and Chairman of the Audit Committee Nation Group (Thailand) Plc.
- Chairman and Director Aqua Corporation Plc.
- Chairman Index Creative Village Plc.
- Chairman of the Audit Committee and Independent Director Light Up Total Solution Plc.
- Independent Director and Chairman of the Audit Committee Eternal Energy Plc.
- Vice Chairman AQ ESTATE Plc.
- Executive committee Member of the Nomination and Remuneration Committee and Chief Executive Officer AQ ESTATE Plc.
- Vice Chairman News Network Corporation Plc.

**Other position in listed company in SET:**

- Chairman of the Audit Committee and Independent Director Nation Group (Thailand) Plc.
- Chairman and Director Aqua Corporation Plc.
- Chairman Index Creative Village Plc.
- Chairman of the Audit Committee and Independent Director Light Up Total Solution Plc.

**Other positions in non-listed companies:**

- Director Thai Consumer Distribution Centre Co., Ltd.

**Completed programs by Thai Institute of Directors (IOD):**

- 2007 - Director Certification Program (DCP) Class 89
- 2008 - Chartered Director Class (CDC) Class 1/2007 and Class 3
- 2024 - Business and Legal Issues for Directors and Executives Program

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7
- Board of the Risk Management and Sustainable Development Committee for the year 2024 :2/2

**Family relationship:**

- None

## Miss Rapeepan Luangaramrut

- Independent Director



**Shareholding in The Company:** None

**Age** 67 years

**Appointed date as an Independent Director:** December 27, 2023

**Education:**

- Master of Business Administration Chulalongkorn University
- Bachelor Degree in Business Administration Silpakorn University
- Certificate of Competition & Strategy Program Harvard Business School, USA.
- Certificate of Advanced Management Program (AMP155) Harvard Business School, USA.

**Experience:**

- Independent Director, Sino-Thai Engineering and construction Plc.
- Director, TPT Petrochemicals Plc.
- Nominating & Compensation Committee Member Samart Telcoms Plc.
- Director and Audit Committee Member Samart Telcoms Plc.
- Director Entertainment Tree Co., Ltd.
- Managing Director, T.A.N.P. Company Co., Ltd.
- Managing Director, Khun Reed Corporation Co., Ltd.
- Managing Director, 110 Vipha Co., Ltd.

**Other position in listed company in SET:**

- Independent Director and Audit Committee Member  
Nominating & Compensation Committee Member  
Samart Telcoms Plc.

**Other positions in non-listed companies:**

- Director, TPT Petrochemicals Plc.
- Chairman of the Board, Cricket Taste Co., Ltd.
- Director, Entertainment Tree Co., Ltd.
- Managing Director, T.A.N.P. Company Co., Ltd.
- Managing Director, Khun Reed Corporation Co., Ltd.
- Managing Director, 110 Vipha Co., Ltd.

**Completed programs by Thai Institute of Directors (IOD):**

- 2023 – Director Certification Program
- 2024 – Business and Legal Issues for Directors and Executives Program

**Meeting attendance:**

- Annual General Meeting of Shareholders 2024: 1/1
- Extraordinary General Meeting of Shareholders 2024: 2/2
- Board of Directors' Meeting in 2024: 7/7

**Family relationship:**

- None



## The Board of Executive Directors



**Mr. Pakpoom Srichamni**

- Chairman of the Board of Executive Directors



**Mrs. Jaikaew Tejapijaya**

- Executive Director



**Mr. Jarunat Jiraratsatit**

- Executive Director

## The Audit Committee



**Mr. Chamni Janchai**

- Chairman of the Audit Committee



**Pol. Col. Pravesana Mulpramook**

- Member of the Audit Committee



**Mrs. Monrudee Gettuphan**

- Member of the Audit Committee

## The Nomination and Remuneration Committee



**Pol. Col. Pravesana Mulpramook**

- Chairman of the Nomination and Remuneration Committee



**Mrs. Monrudee Gettuphan**

- Member of the Nomination and Remuneration Committee



**Mrs. Jaikaew Tejapijaya**

- Member of the Nomination and Remuneration Committee

## Risk Management and Sustainable Development Committee



**Mr. Apivut Thongkam**

- Chairman of the Risk Management and Sustainable Development Committee



**Mr. Pakpoom Srichamni**

- Member of the Risk Management and Sustainable Development Committee



**Mr. Jarunat Jiraratsatit**

- Member of the Risk Management and Sustainable Development Committee

# LIST OF COMMITTEE



**Mr. Pakpoom Srichamni**

- Group Chief Executive Officer and President



**Mrs. Jaikaew Tejapijaya**

- Chief Finance Officer



**Mr. Ekachai Nitasanajarukul**

- Chief Strategy and New Business Officer



**Ms. Siya Tansamrit**

- Deputy Chief Strategy and New Business officer



**Mr. Suradej Kayanpianparakit**

- Head of Risk Management and Sustainability Department



**Mr. Rungroj Naknual**

- Head of Investor Relations and Corporate Communication Department





**Ms. Thichaya Vasuthararatch**

• Head of Company Secretary Department



**Mr. Chirapat Srivardhana**

• Head of Internal Audit Section



**Ms. Kornpapah Smithlapakul**

• Head of Financial Strategy  
and Investments Section



**Mr. Sivil Anantakul**

• Head of Investor Relations Section



**Ms. Supavoravee Rakkulchon**

• Head of People Strategy  
and Change Management Section

# SHAREHOLDERS' STRUCTURE

As of the registration book closing on October 22, 2024, the 10 largest shareholders are:



<div>C.T. Venture Co.,Ltd.</div> <div>Common Share</div> <div>261,478,188</div> <div>17.21%</div>		<div>UBS AG Singapore Branch</div> <div>Common Share</div> <div>160,832,600</div> <div>10.59%</div>	
<div>P.P. Global Wealth Co.,Ltd.</div> <div>Common Share</div> <div>56,358,471</div> <div>3.71%</div>	<div>Mrs. Anilrat Nitisaroj</div> <div>Common Share</div> <div>51,526,042</div> <div>3.39%</div>	<div>Equity Plus Co.,Ltd.</div> <div>Common Share</div> <div>48,582,841</div> <div>3.20%</div>	
<div>Thai NVDR Co.,Ltd.</div> <div>Common Share</div> <div>46,772,230</div> <div>3.08%</div>	<div>Golden Era Capital Co.,Ltd.</div> <div>Common Share</div> <div>46,357,115</div> <div>3.05%</div>	<div>South East Asia UK (Type C) Nominees</div> <div>Common Share</div> <div>33,309,312</div> <div>2.19%</div>	
<div>Asset Legacy Co.,Ltd.</div> <div>Common Share</div> <div>29,632,242</div> <div>1.95%</div>		<div>Mr. Masthawin Charnvirakul</div> <div>Common Share</div> <div>25,457,142</div> <div>1.68%</div>	

# GENERAL INFORMATION

1.	Company	<b>Stecon Group Public Company Limited</b>
	Nature of Business	Holding Company
	Address	32/59-60, 29 <sup>th</sup> -30 <sup>th</sup> Floor, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
	Registered Capital	1,525,106,540 Baht
	Listed Securities	Common Share 1,519,080,193 Shares
	Registration Number	0107566000763
	Telephone	+66 (0) 2260-1321
	Facsimile	+66 (0) 2260-1339
2.	Company	<b>Sino-Thai Engineering &amp; Construction Public Company Limited</b>
	Nature of Business	Construction
	Address	32/59-60, 29 <sup>th</sup> -30 <sup>th</sup> Floor, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
	Registered Capital	1,525,106,540 Baht
	Listed Securities	Common Share (STEC) 1,525,106,540 Shares
	Registration Number	0107536001001 (Bor Mor Jor 174)
	Telephone	+66 (0) 2260-1321
	Facsimile	+66 (0) 2260-1339
	E-mail	information@stecon.co.th
	Website	http://www.stecon.co.th

3.	Company	<b>HTR Corporation Limited</b>
	Nature of Business	Real Estate Development
	Address	32/46 18 <sup>th</sup> Floor, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
	Registered Capital	500,000,000 Baht
	Listed Securities	50,000,000 Shares
	Registration Number	0105525016175
	Telephone	+66 (0) 2259-8911
	Facsimile	+66 (0) 2259-8919

4.	Company	<b>Nouvelle Property Co., Ltd.</b>
	Nature of Business	Real Estate Development
	Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
	Registered Capital	800,000,000 Baht
	Listed Securities	8,000,000 Shares
	Registration Number	0105551134864
	Telephone	+66 (0) 2260-1321
	Facsimile	+66 (0) 2261-0800



5. Company	<b>Wisdom Services Co., Ltd.</b>
Nature of Business	Selling, Renting and Maintenance Construction Machinery and Equipment and Provide Training Service.
Address	32/59 18 <sup>th</sup> Floor, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
Registered Capital	2,211,000,000 Baht
Listed Securities	22,110,000 Shares
Registration Number	0105537098848
Telephone	+66 (0) 2260-1321
Facsimile	+66 (0) 2261-0800

6. Company	<b>SNT Concrete Solution Co., Ltd.</b>
Nature of Business	Produce and sell concrete products to use in construction, Including design products.
Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
Registered Capital	300,000,000 Baht
Listed Securities	3,000,000 Shares
Registration Number	0105566180590
Telephone	+66 (0) 2260-1321
Facsimile	+66 (0) 2261-0800

# GENERAL INFORMATION

7.	Company	<b>Stecon Power Co., Ltd.</b>
	Nature of Business	Produce all types of energy.
	Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
	Registered Capital	425,000,000 Baht
	Listed Securities	4,250,000 Shares
	Registration Number	0105559178224
	Telephone	+66 (0) 2260-1321
	Facsimile	+66 (0) 2261-0800

8.	Company	<b>DC Power BN1 Co., Ltd.</b>
	Nature of Business	Build to suit for Data Center Projects.
	Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
	Registered Capital	165,000,000 Baht
	Listed Securities	16,500,000 Shares
	Registration Number	0105566209814
	Telephone	+66 (0) 2260-1321
	Facsimile	+66 (0) 2261-0800

9.	Company	<b>STECON Logistics &amp; Transportation Co., Ltd</b>
	Nature of Business	Engaged in logistics business.
	Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
	Registered Capital	10,000 Baht
	Listed Securities	1,000 Shares
	Registration Number	0105567121643

<b>10. Company</b>	<b>STECX Ventures Co., Ltd.</b>
Nature of Business	To Invest in Other Businesses
Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
Registered Capital	75,000,000 Baht
Listed Securities	750,000 Shares
Registration Number	0105565197529

<b>11. Company</b>	<b>Mars Water Supply Co., Ltd.</b>
Nature of Business	Water supply and distribution for household and industrial use through water supply systems
Address	32/28 Sino-Thai Tower, Bldg. 7 Zone C Fl. Room A Sukhumvit 21 Road, Klongtoey-Nuea, Wattana Bangkok 10110
Registered Capital	150,000,000 Baht
Listed Securities	1,500,000 Shares
Registration Number	0205564020616

<b>12. Company</b>	<b>Green Waste Energy Solutions Co., Ltd.</b>
Nature of Business	The business of producing and transmitting electricity
Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
Registered Capital	1,000,000 Baht
Listed Securities	10,000 Shares
Registration Number	0105567245962

# GENERAL INFORMATION

13. Company	<b>Synergy Tech Waste Co., Ltd.</b>
Nature of Business	The business of producing and transmitting electricity
Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
Registered Capital	1,000,000 Baht
Listed Securities	10,000 Shares
Registration Number	0105567246071

14. Company	<b>Arin Clean Power Co., Ltd.</b>
Nature of Business	The business of producing and transmitting electricity
Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
Registered Capital	1,000,000 Baht
Listed Securities	10,000 Shares
Registration Number	0105567248210

15. Company	<b>Alan Clean Power Co., Ltd.</b>
Nature of Business	The business of producing and transmitting electricity
Address	32/59, Sino-Thai Tower, Asoke Road, Klongtoey-Nuea, Wattana, Bangkok 10110
Registered Capital	1,000,000 Baht
Listed Securities	10,000 Shares
Registration Number	0105567248228



<b>16. Company</b>	<b>U-TAPAO International Aviation Co., Ltd.</b>
Nature of Business	Operations at the Airport Including other Activities Related to Air Transportation.
Address	99 M.14, Vibhavadi Rangsit Rd. Chom Pon, Chatuchak, Bangkok 10900
Registered Capital	15,000,000,000 Baht
Listed Securities	150,000,000 Shares
Registration Number	0105563026565

<b>17. Company</b>	<b>UTB Co., Ltd.</b>
Nature of Business	Operate Manage Airport City in U-Tapao International Airport and Eastern Airport City.
Address	21 Soi. Choei Phuang Vibhavadi Rangsit Rd. Chom Phon, Chatuchak, Bangkok 10900
Registered Capital	10,000,000 Baht
Listed Securities	100,000 Shares
Registration Number	0105565150999

<b>18. Company</b>	<b>Northern Bangkok Monorail Co., Ltd.</b>
Nature of Business	Transport and Cargo Handling Operations and Passenger Electric Trains.
Address	21 Soi Choei Phuang, Vibhavadi Rangsit Rd. Chom Pon, Chatuchak, Bangkok 10900
Registered Capital	14,400,000,000 Baht
Listed Securities	144,000,000 Shares
Registration Number	0105560094977

# GENERAL INFORMATION

19	Company	Eastern Bangkok Monorail Co., Ltd.
	Nature of Business	Transport and Cargo Handling Operations and Passenger Electric Trains.
	Address	21 Soi Choei Phuang, Vibhavadi Rangsit Rd. Chom Pon, Chatuchak, Bangkok 10900
	Registered Capital	14,400,000,000 Baht
	Listed Securities	144,000,000 Shares
	Registration Number	0105560095027

20.	Company	BGSR 6 Co., Ltd.
	Nature of Business	Operate and Maintenance Intercity Highway Projects (Bang Pa-In – Nakhon Ratchasima)
	Address	21 Soi. Choei Phuang Vibhavadi Rangsit Rd. Chom Phon, Chatuchak, Bangkok 10900
	Registered Capital	1,000,000,000 Baht
	Listed Securities	100,000,000 Shares
	Registration Number	0105563113441

STECON

21. Company	<b>BGSR 81 Co., Ltd</b>
Nature of Business	Operate and Maintenance Intercity Highway Projects (Bang Yai – Kanchanaburi)
Address	21 Soi. Choei Phuang Vibhavadi Rangsit Rd. Chom Phon, Chatuchak, Bangkok 10900
Registered Capital	850,000,000 Baht
Listed Securities	85,000,000 Shares
Registration Number	0105563113450

22. Company	<b>Sitem ST Engineering and Services Co., Ltd.</b>
Nature of Business	Operate Manage Maintenance and Building Engineering System Management.
Address	1110-1112 Pracha Chuen Rd. Wong Sawang, Bang Sue, Bangkok 10800
Registered Capital	5,000,000 Baht
Listed Securities	50,000 Shares
Registration Number	0105565204231







# 1. Structure and Business Operations

## 1.1 Policy and Business Overview

Stecon Group Public Company Limited was registered as a public limited Company on December 27, 2023, to serve as the holding Company of the group. It operates as a non-operating holding company, meaning the company does not conduct business operations of its own but holds shares in other companies with the purpose of controlling those businesses. STECON controls these businesses in line with the new strategy and strongly supports the future growth plan. STECON's core businesses are categorized into 5 key areas: Construction Business, Clean Energy, Digital Infrastructure, Water Management, and Logistics and Transportation.

### History of Major changes and developments

- **1962** Sino-Thai Engineering and Construction Limited Partnership was established with a registered capital of 500,000 baht to operate a steel structure assembly and transformation business using basic welding and modification techniques.
- **1967** The registered as a limited Company under the name of Sino-Thai Engineering and Construction Co., Ltd. and has expanded its business from steel structure work to petroleum container work, large oil tank, industrial construction, Mechanical work and machine installation work.
- **1992** The Company was listed on the Stock Exchange of Thailand, registered capital of Bath 300 million.
- **1998** The Company entered the debt restructuring process as it was affected by the change in the floating exchange rate system. Through the process in the Central Bankruptcy Court, on December 15, 2000, the court ordered the cancellation of the business rehabilitation. The Company has completed the work according to the conditions in the rehabilitation plan, the Company increased its registered capital to Baht 850 million to support the debt-to-equity conversion and to use cash to pay off debts according to the rehabilitation plan.
- **1999** Started implementing Oracle's cost control in procurement and financial accounting systems to increase operational efficiency.
- **2002** Expanding construction to foreign countries. The Company received construction work in the Maldives. It is a building project on Hulhumale Island, a project of Hulhumale Development Unit, Republic of the Maldives, worth Baht 560 million (\$13.3 million)
- **2003** Certified with quality standards ISO 9001 Version 2000 for the assembly and installation of industrial and steel structures.
- **2004** Received a corporate credit rating from TRIS Rating Company Limited at "BBB+" level.
- **2005** Received the construction of large projects of the state, including Bangkok Mass Transit System Construction Project Silom Extension Construction of a rail transport system connecting the port Suvarnabhumi aircraft and airport passenger terminals in the city.
- **2006** Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company. The overall is very good.
- **2007** Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company. The overall is very good.



- **2008** Received the construction of the Pluto LNG Project, Fabrication & Pre-Assembly Module (Primary Package)
- **2009** Received the construction of a large government project such as the construction of the Purple Line Project (Bang Yai - Bang Sue Section) (Contract 2)
- **2010** Received the construction of large government projects, such as the construction of the Blue Line Mass Rapid Transit Project (Tha Phra - Lak Song) (Contract 4)
- **2011** Received the construction of large projects of both the public and private sectors such as procurement and installation projects, infrastructure works and transportation systems Bangkok Mass Transit System Project Silom Line Extension (Taksin - Petchkasem), Railway Improvement Project, Phase 6, Northeast Line (Bua Yai - Nong Khai), Nong Saeng Power Plant Project and the Uthai Power Plant Project.  
  
Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company. The overall is very good.  
  
Received a Company rating from TRIS Rating at “BBB+” level.
- **2012** Received the construction of the Phuket Airport Development Project.  
  
Received a corporate credit rating from TRIS Rating at “A-” level.  
  
The Company has appointed Mr. Pakpoom Srichamni as the Managing Director of Sino-Thai Engineering and Construction Public Company Limited on October 1, 2012.
- **2013** Received the construction of a large government project, such as the construction of a new parliament building with assembly buildings.  
  
Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company. The overall is very good.  
  
Received a corporate credit rating from TRIS Rating of “A-”.
- **2014** Received the construction of 12 SPP power plants
- **2015** Received the construction of the MRT Green Line Project (Mo Chit – Saphan Mai Khu Khot) (Contract 3 and Contract 4).  
  
Received the construction of the double-track railway project (Chachoengsao – Khlong Sib Kao - Kaeng Khoi) (Contract 1).  
  
Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company. The overall is very good.
- **2016** Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company. The overall is excellent.  
  
Received a corporate credit rating from TRIS Rating of “A-”.  
  
Received the award for Thailand’s Top Corporate Brands 2016
- **2017** Received the construction of the MRT Orange Line (East) Project Contracts 1,2,5.  
  
Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company The overall is excellent.

Received a corporate credit rating from TRIS Rating of “A-”.




Received the construction of MRT Pink Line project (Khae Rai-Min Buri) and MRT Yellow Line project (Lat Phrao - Samrong)

- **2018** Received the award for Thailand’s Top Corporate Brands 2018  
Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company The overall is excellent.
- **2019** Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company The overall is excellent.  
Received the construction of the Mo Chit Complex project.
- **2020** Received the construction of U-Tapao International Airport and Eastern Aviation City.
- **2021** Received the construction of the SRT Railway Project (Den Chai – Chiang Rai – Chiang Khong) Contract No.2,3 with State Railway of Thailand.
- **2022** Received the construction of the Purple Line Project Tao Pun – Rat Burana Section Contract 1: Underground Civil Works and Tao Pun – National Library Section.  
Received the construction of the change aerial electrical cable system to underground electrical cables. Projects along MRT Pink Line (Klong Thanon - Ramkhamhaeng Road) and projects along the MRT Yellow Line. (Lamsalee Intersection - Theparak Road)
- **2023** Received corporate governance assessment from the Thai Institute of Directors Association to have a level of corporate governance of the Company. The overall is excellent.  
Received a corporate credit rating from TRIS Rating of “A-”.  
Received a sustainable stock SET ESG Rating of “A”  
Received AGM Checklist 100 full points.  
Opening the Sino -Thai Learning Center  
Received ISO 45001: 2018 Building Construction  
Established SNT Concrete Solution Co., Ltd.
- **2024** Stecon Group Public Company Limited (STECON) was registered on the Stock Exchange of Thailand as a listed security in place of Sino-Thai Engineering and Construction Public Company Limited (STEC) since 29 October 2024.  
Founded Stecon Logistics & Infrastructures Co., Ltd.  
Acquire 51% of the shares of Mars Water Supply Company Limited.  
Receive ISO 45001:2018 standards for Building, Power Plant, Industrial Plant, and Petrochemical Plant.  
Receive an assessment of corporate governance from the Thai Institute of Directors Association with an overall corporate governance level of Excellent.  
Receive a sustainable stock SET ESG Rating of “AA”  
Receive the SET Award in the Outstanding Investor Relation  
Receive the construction of the Orange Line West Section, Bangkok Mall project, and seven solar power plant projects.

## 1.2 Nature of Business Operation

Business Group	Upstream Activity	Midstream Activity	Nature of Business	Downstream Activity
<b>Construction Business</b> 	<ul style="list-style-type: none"> <li>Identify market opportunities and target project</li> <li>Project bidding and price proposal submission</li> <li>Material and subcontractor procurement</li> <li>Design work</li> <li>Construction planning</li> <li>Material quality inspection</li> </ul>	<ul style="list-style-type: none"> <li>Construction execution according to construction schedule</li> <li>Quality control</li> <li>Resource management: labor, machinery, and construction materials</li> <li>Risk management</li> <li>Safety and occupational health management</li> </ul>	Engages in construction work of all types, including civil and mechanical projects such as infrastructure work, buildings, energy and power, industrial work, and environmental work.	<ul style="list-style-type: none"> <li>Project inspection and handover</li> <li>Project warranty and after sales services</li> <li>Customer relationship management</li> </ul>
<b>Clean Energy</b> 	<ul style="list-style-type: none"> <li>Finding market opportunities</li> <li>Finding Strategic Partners</li> <li>Fundraising</li> <li>Negotiating and developing agreements or contracts with partners</li> <li>Infrastructure planning, design and development</li> <li>R&amp;D: Enhancing renewable energy technologies such as solar, hydro, and wind to improve efficiency, reduce cost, and minimize environmental impact.</li> <li>Integration and synergy: Exploring the use of clean energy in water treatment systems and wastewater management in power plants.</li> <li>Energy resource exploration and assessment: Evaluating the potential of renewable energy sources such as solar intensity, wind speed, and water availability.</li> </ul>	<ul style="list-style-type: none"> <li>Engineering and construction: Design and construct clean energy power plants such as solar, wind, and hydropower plants</li> <li>Energy equipment procurement: Sourcing equipment for power plants such as solar panels, and wind turbines</li> <li>Energy storage and transmission</li> <li>Cost management</li> <li>Raw material and alternative material management including supply chain optimization</li> <li>Investment and concession contract management</li> </ul>	Engage in the clean energy investment business as a producer, operator, maintenance service provider, and provide of management services.	<ul style="list-style-type: none"> <li>Energy market and sales: Supply electricity to EGAT, industrial estates, and communities</li> <li>Brand building: Building a resilient brand with a focus on sustainability and environmental responsibility</li> <li>Value creation: Enhance products or services, develop new offers, and provide market-oriented solutions</li> <li>Explore new markets and service channels in clean energy and Zero Discharged Solutions</li> <li>Customer support and after-sales services: maintenance, repair, and technical support</li> </ul>



Business Group	Upstream Activity	Midstream Activity	Nature of Business	Downstream Activity
<b>Digital Infrastructure</b> 	<ul style="list-style-type: none"> <li>Finding market opportunities</li> <li>Business opportunity and technology trends analysis</li> <li>Project scouting and selection</li> <li>Funding and resource sourcing</li> </ul>	<ul style="list-style-type: none"> <li>Construction and development of infrastructure</li> <li>System procurement and installation</li> <li>System testing and verification</li> <li>Cost management</li> <li>Investment contract management</li> </ul>	Invest in new technologies and data centers	<ul style="list-style-type: none"> <li>Provide services and management</li> <li>Marketing and brand building</li> <li>Service development and business growth</li> <li>Operation and maintenance</li> </ul>
<b>Water Management</b> 	<ul style="list-style-type: none"> <li>Finding market opportunities</li> <li>Finding Strategic Partners</li> <li>Fundraising</li> <li>Negotiating and developing agreements or contracts with partners</li> <li>Infrastructure planning, design and development</li> <li>R&amp;D: Developing water treatment technologies to ensure clean, high-quality, and standard-compliant water.</li> <li>Integration and synergy: Exploring the use of clean energy in water treatment systems and wastewater management in power plants.</li> <li>Water source exploration and assessment: Surveying and evaluating the quality of raw water sources such as rivers, lakes, and groundwater for clean water production.</li> </ul>	<ul style="list-style-type: none"> <li>Design and construction of water treatment plants with modern systems and equipment.</li> <li>Water Treatment Equipment Procurement: Sourcing equipment for water treatment plants, such as membrane filter, pumps, and pipes</li> <li>Raw Material Procurement: Acquiring necessary raw materials, such as chemicals for water treatment</li> <li>Cost management</li> <li>Raw material and alternative material management including supply chain optimization</li> <li>Investment and concession contract management</li> </ul>	Invest in the water management business as a producer, operator, maintenance service provider, and provider of management services.	<ul style="list-style-type: none"> <li>Clean water market and sales: Supply clean water to industrial estates and communities</li> <li>Brand building: Building a resilient brand with a focus on sustainability and environmental responsibility</li> <li>Value creation: Enhance products or services, develop new offers, and provide market-oriented solutions</li> <li>Explore new markets and service channels in water management</li> <li>Customer support and after-sales services: quality control, maintenance, and technical support</li> </ul>
<b>Logistics and Transportation</b> 	<ul style="list-style-type: none"> <li>Finding market opportunities</li> <li>Finding Strategic Partners</li> <li>Fundraising</li> <li>Negotiating and developing agreements or contracts with partners</li> <li>Infrastructure planning, design and development</li> </ul>	<ul style="list-style-type: none"> <li>Construction and development of project</li> <li>Project management and quality control</li> </ul>	Engages in the business of investing in businesses related to transportation infrastructure, such as expressways, railways, airports, and other related facilities.	<ul style="list-style-type: none"> <li>Customer service</li> <li>Operation and maintenance</li> <li>Marketing and value creation</li> <li>Customer Relationship Management</li> </ul>

**Core Business: Construction Business****(1) Service Characteristics**

Sino-Thai Engineering and Construction Public Company Limited operates a large project construction business sells and rent machinery produce and sell prefabricated concrete products. The Company focuses on high quality construction work, on time, fair price, considering safety during construction. It is environmentally friendly and maintains sanitation systems within the work area, both office buildings, and construction sites. To meet the needs of customers, including applying modern construction technology to the Company's construction projects to reduce costs and increase profits. In addition, the Company has invested in subsidiaries consisting of HTR Co., Ltd., which operates the business of renting and servicing office building space in real estate, with an ownership share of 80.90%. Nouvelle Property Co., Ltd., operates a real estate development business, with an ownership share of 99.99%. Wisdom Services Company Co., Ltd., operates the business of selling, renting and maintenance construction machinery and equipment and provide training services, with an ownership share of 99.99%. and SNT Concrete Solution Co., Ltd., operates the business of produce and sell concrete products for use in construction including product design, with an ownership share of 99.99%.

The Company has been registered as various types of contractors, with all government and state enterprises related to the construction industry registering as a contractor, qualifications in the following areas will be considered.

**General feature**

1. Form of business registration such as limited partnership, limited Company, public limited Company
2. Objectives for the operation of the business

**Specific feature**

1. Financial status (registered capital, credit limit)
2. Revenue from construction
3. Past performance
4. Machine Tools
5. Staff

The Company has been registered as a contractor of the following:

**Department of Public Works and Town & Country Planning**

Construction	Building	Dam	Drain	Wastewater Treatment
Class	1	1	1	1
Construction limit	<----- Unlimited ----->			

**Bangkok**

Construction	Route	Building
Class	1	1
Construction limit	<----- Unlimited ----->	

**Metropolitan Waterworks Authority**

Construction	Main Pipe	Distribution Pipe	Civil	Water Transmission System	Water production system	Pumping Stations
Class	2	2	2	Registered as a joint venture	2	2
Construction limit	There are restrictions on new contracts, worth Baht 28,722 million.					

**Provincial Waterworks Authority**

Construction	Types
Class	1
Construction limit	Unlimited

**Electricity Generating Authority of Thailand**

Construction	Types
Class	-
Construction limit	Unlimited

**Royal Irrigation Department**

Construction	Types
Class	3
Construction limit	Unlimited

**National Telecom Public Company Limited**

Construction	Route	Building	Conduit
Class	1	1	1
Construction limit	<----- Unlimited ----->		

**Department of Highways**

Construction	Route	Bridge and Pipe
Class	Special	
Construction limit	<----- Unlimited ----->	

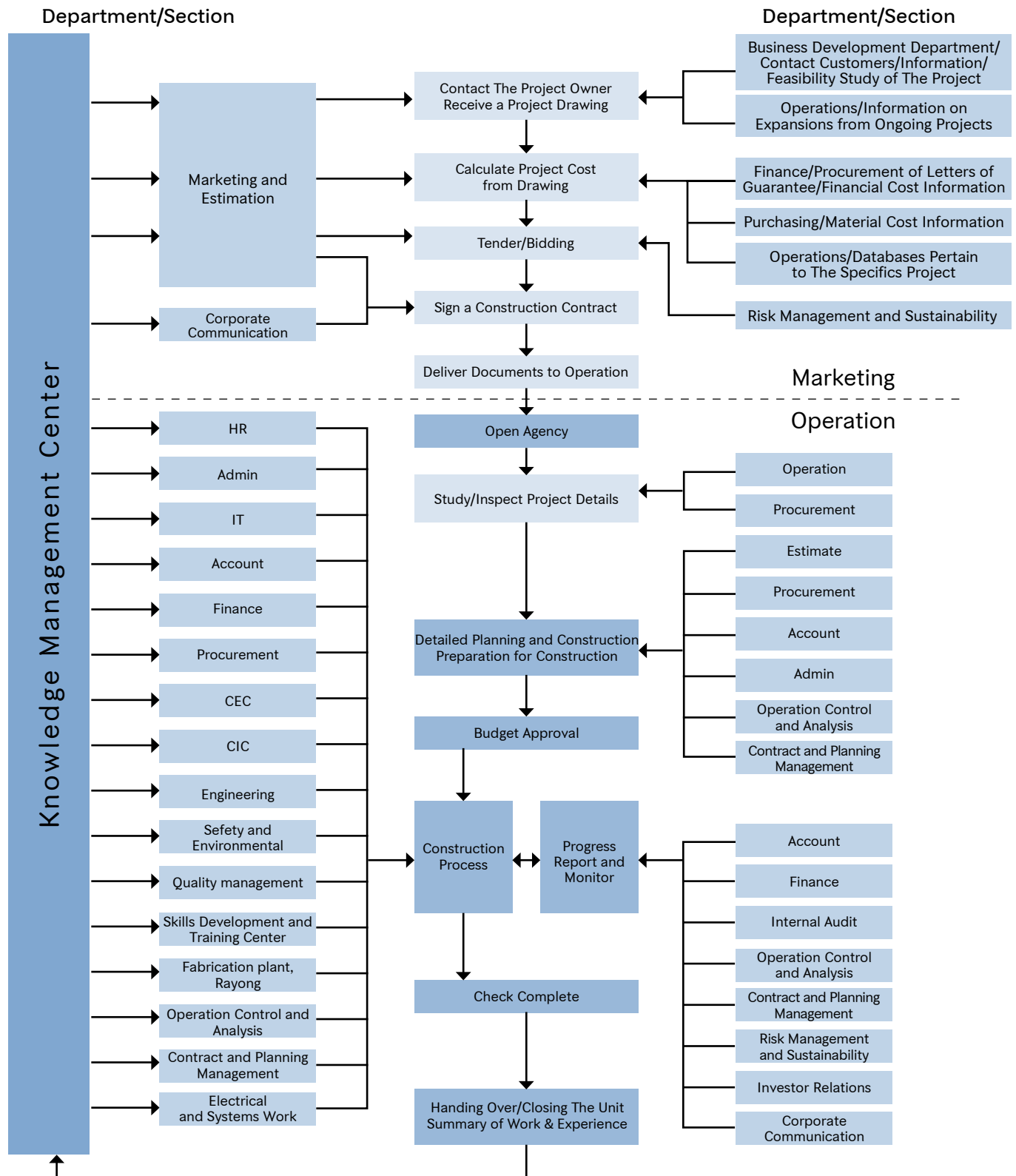
**Department of Rural Roads**

Construction	Route	Bridge	Tunnel
Class	Special	Special	Special
Construction limit	<----- Unlimited ----->		

## (2) Procurement of products or services

## Characteristics of the procurement of products

The Company's construction process will start with the analysis of the project by contacting project owners to participate in bidding and bidding for construction works when winning the auction, the construction work will be carried out and the work will be delivered to the project owner. The overview of the Company's operations can be illustrated in the following chart.





### 1) Marketing and Estimation

The work in this section is the first step. It is contact with customers to participate in bidding for work or accepting construction work. They have important responsibilities as follows:

1. Check news of new projects and a summary of the target project
2. Removal and estimate construction costs.
3. Submit a bid or bid on a target project at the Company to have the properties specified by the customer.
4. Manage various construction contracts.

The Company has a policy to provide accurate construction information and complete to customers, including requesting specification workflow and Construction Management until the delivery process.

There are 3 types of construction bidding channels:

1. Closed Tender It is a tender in which the bidder submits a tender document which consists of technical documents and price documents. The owner of the work will usually consider the technical documentation first. Tenderer who has been considered based on the technical documentation will be considered a price document. After that, the owner of the event will notify the result of the bidding.
2. Open tender This is open bidding where the bidder submits both technical and price tender documents in the same envelope. Then the owner of the event will open the envelope immediately. Then an assessment and announcement of the winner of the auction will be made.
3. Design and construction tenders are construction bidding, including the design according to the purpose of the owner.

The accepting work of the Company, there are currently 4 formats in use:

1. Main Contractor, some construction work or all the project with the contract being the owner of the work Most of the Company's construction work will be accepting a job as the main contractor.
2. Sub - Contractor, the employment of part or all the project by accepting work from the main contractor These types of projects are often large projects that require specialized technology. The main contractors are usually foreign contractors such as Foster Wheeler, Mitsubishi Hitachi Power Systems, Toyo Engineering Corporation, etc. These contractors have confidence in the Company's potential, hiring the Company being a subcontractor.
3. Joint Venture, it is a participation in the work of many companies. Companies, by bringing together the strengths of each Company to work on the construction of large projects which require specialized technology and require the experience of each Company, let's work together for the success of joint work.
4. Consortium is a participation in the work of many companies. Each Company uses the ability and expertise to work in the areas responsible for the completion of the project, and the work is clearly separated.



## 2) Operations Section

### (a) Operations

After winning a bid and signing a contract with a job owner, the next step is to proceed with construction, which is the heart of the construction business. The Operations Division will work closely with other divisions and shall have the following duties:

1. Making a construction plan with details of budgeting and construction. The actual needs of the job owner are explored according to requirements specified in the construction contract. Such requirements are used to develop the action plan about tools, machinery, equipment, construction materials and labor required. An attempt is made to recruit the required personnel.
2. Carrying out the construction in full compliance with the provision of the contract.
3. Delivering the work to the job owner as provided in the contract, according to the terms of the contract, and the customer came to inspect and accept the work. When the work is complete according to the contract requirements and the customer is satisfied.

### (b) Equipment, Tools and Inventory Management

Since it is necessary to use tools and machinery of high value for construction and certain knowledge is required to use such tools and machinery, the Company has established the Machinery Center and the Construction Materials and Inventory Management Center to ensure effective supervision and use of the tools and machinery. These two centers will work closely with the Operations Division to correctly prepare construction tools, machinery, and equipment in accordance with the construction plan. Duties of the Machinery Center and the Construction Materials and Inventory Management Center are as follows:



1. To acquire and allocate construction tools, machinery and equipment to units as required and within designated time.
2. To completely educate related people on how to use such construction tools, machinery, and equipment.
3. To care for, repair and maintain the construction tools, machinery, and equipment to ensure that they are in functional condition.

### **(c) Labor Training and Skill Development Center**

An expansion of construction industry increases the need for both Thai and foreign workers. In order to meet with such expansion and an increased need for workers, the Company has established the Labor Training and Skill Development Center to be in charge of foreign worker management and improve the skills of Thai workers to effectively meet the labor need of construction units. Accordingly, the company has established a Sino-Thai Learning Center (SLC) to develop internal personnel and provide training for external individuals.

### **(d) Precast Concrete Plant in Nonthaburi Province**

The Company has established the Precast Concrete Components Manufacturing Plant in Nonthaburi Province to serve the underground or elevated structure projects, double-track railway projects, and other transportation megaprojects in the future. The plant is located on Bang Buathong – Suphanburi Road, Saiyai Sub-district, Bang Buathong District, Nonthaburi Province, covering an area of 255 rai. This plant utilizes high engineering techniques to manufacture concrete components of high quality to meet international standards.



**(e) Fabrication Plant in Rayong Province**

The Company has established the Steel Structure Plant in Rayong Province to manufacture steel structures for different projects of the Company, such as underground trains, power plants, refinery, petro-chemical plants, and pre-assembly modules. The plant is located on Sukhumvit Road, Ban Chang Sub-district, Ban Chang District, Rayong Province, covering an area of 92 rai. This plant utilizes modern equipment and machinery to manufacture high quality products acceptable to customers.

**(f) Safety and Environmental**

The Company believes that the perfect success must come with the safety of the employees and every person involved. Safety is not only a law or regulation to be abided by, but it is also a matter of righteousness and humanity. Thus, the Company focuses on and realizes the importance of occupational safety, health and environment. The company emphasizes environmental impact reduction through efficient resource utilization, systematic waste management, and applying green technologies in work processes, to create a balance between business operations and environmental responsible. Additionally, all construction projects appoint personnel dedicated to being responsible for safety and environmental to coordinate with the Operations Division and relevant parties to achieve the established goals.

**(g) Engineering**

The Engineering Department is responsible for engineering works and support performance of the Operations Division, which includes engineering designs and development of construction plans.

**(h) Quality Management**

The Company has the Quality Management Department, which is responsible for control of work quality to assure that the Company's construction works meet the quality standards specified in the plans and construction contracts. As well as promoting innovation and new technologies in work processes, focusing on continuously applying digital technologies, data analysis tools, and modern construction techniques to increase efficiency, reduce errors, and create added value for construction work before delivering it to the project owner.

**(i) Operational Control and Analysis**

The Company has set up the Operational Control and Analysis Department to support the operations, especially with project cost control, field office engineering work, project control and analysis, in order to increase its overall competitiveness and improve the effectiveness and efficiency of project cost monitoring control and project supervision.

**(j) Contract and Planning Management**

The Company has the Contract and Plan Management Division to support the performance of operations function with regard to contract management and planning.

**(k) Electricity and Systems**

The Company has the Electricity and Systems Division to support the performance of operations function with regard to electricity and systems for the Company's construction projects.



### 3) The Company's support functions consist of the following units:

#### (a) Procurement

The Procurement Division is responsible for acquiring products and services required for carrying out the Company's construction projects by selecting quality materials, equipment and services that meet the requirements of construction projects from potential suppliers and service providers at the right quantity and time, reasonable prices, and with appropriate conditions. It is also responsible for monitoring the complete and accurate delivery of materials, equipment and services to construction projects.

In addition, the Company has guidelines for operating a business with environmental considerations by choosing products and services that are environmentally friendly or products and services that have the most negligible impact on the environment. To the Company's customers as much as possible, and it is in the conditions and criteria for considering the Company's quality wholly and correctly.

#### Procurement Guideline

1. To plan the procurement in collaboration with project managers.
2. To select potential suppliers / service providers mainly from the list of suppliers / service providers prepared by the Procurement Division and the list of suppliers / service providers under the contract. Including prioritizing environmentally friendly products and partners with sustainability policies as a primary focus.
3. To provide suppliers / service providers with detailed requirements for materials, equipment and / or services, make an appointment for detailed discussion about where the materials, equipment and / or services required are too complicated, and determine the time to submit quotations.
4. To verify the correctness of the quotations and compare the prices and conditions proposed by each of the suppliers / service providers.
5. The Procurement Division discusses with project managers to ensure conformity with requirements of the projects and negotiate prices and conditions with the suppliers/ service providers.
6. To determine which supplier / service provider offers the best prices and conditions and submit the results to executives for approval in accordance with the amount of budget required.
7. To issue and place purchase / service orders with selected supplier / service provider.
8. To discuss with project managers and suppliers/ service providers to ensure mutual understanding and to develop a delivery / work plan.
9. To follow up the delivery of materials, equipment and/or services.

The Company considers and selects suppliers / service providers who are manufacturers and distributors. We try not to purchase products and services from only one supplier / service provider in order to limit the risk from the supplier / service provider's ability to operate and to enable all suppliers/ service providers to have the opportunity to compete with each other in terms of quality, prices and conditions under the same transparent and accountable rules in order to obtain the materials, equipment and services that can best meet the Company's requirements.

**Problems with raw materials**

In 2024, the construction contracting market in the country slowed down significantly. There were very few large-scale government projects due to delays in the approval of the annual budget. Private sector investment also slowed as investors waited for clarity on government investment plans. This led to construction material prices remaining relatively stable compared to 2023, as demand for construction materials decreased along with the declining market. Additionally, the international market showed limited demand due to war conditions in certain regions.

For the Company's procurement in 2024, there was no significant impact on prices, and for some items, costs were reduced compared to the previous year. It is anticipated that in 2025, the company will continue to secure materials at favorable costs since the market is not expected to expand substantially. The Company has assessed the demand for materials and planned its procurement in advance for ongoing projects and new projects. This ensures timely purchases at the best prices under favorable and flexible conditions that align with the Company's partnerships.

**Amount of raw material suppliers and service providers**

The company maintains a registry of acceptable suppliers (ASL - Acceptable Supplier List) and subcontractors. Currently, there are over a thousand registered suppliers and subcontractors, sufficient to meet the operational plans for 2025.

The Company has added a communication channel to its website to allow new suppliers and service providers to submit details of their products and services for consideration and registration.

The Company does not produce materials or services from any single supplier, exceeding 30% of total revenue. Similarly, no subcontractor is hired for more than 30% of total revenue. Continuous evaluation of prices and quality from new suppliers and service providers is conducted to enhance competitiveness.

**(b) General Administration and Field Administration**

The Administration Division is divided into two parts, including general administration and field administration.

The general administration consists of four functions, namely office administration, building and property, vehicles, and insurance, to ensure effectiveness of core operations.

The field administration consists of five functions, namely general field administration, personnel and labor relations, purchase and procurement, accounting and finance, and other works assigned by the Company, to ensure effective implementation of a project and achievement of objectives and goals.

**(c) Human Resources**

The Human Resources Division is responsible for recruitment, employment, personnel development and training, compensation management, welfare, and labor relations.

When a new construction unit is opened, the Human Resources Division is responsible for recruiting the right number of personnel who have the abilities and skills to perform each type of work required to ensure maximum effectiveness.

**(d) Accounting**

The Accounting Division is responsible for accounting systems, taxes and duties, and preparation of financial reports to submit to the executives and outside organizations, such as the Stock Exchange of Thailand.

### **(e) Joint Venture Accounting**

The Joint Venture Accounting Division is responsible for accounting systems of joint ventures and consortiums that the Company is a partner and prepare and submit tax and duty documents and financial reports to executives.

### **(f) Finance and Investment**

The Finance and Investment Division is responsible for funding the construction projects, demanding and collecting payments for construction work, making payments to suppliers, acquiring bank guarantees, and managing the Company's investments.

### **(g) Business Development**

The Business Development Division is responsible for analyzing related construction projects, supporting the Company's construction project bidding, seeking business opportunities, adding new market channels, improving relationship with trading partners, and conducting feasibility studies on new projects. It is an opportunity for the Company to invest or co-invest. To support the Company's long-term growth with stability and sustainability.

### **(h) Information Technology Systems**

The Information Technology Division is primarily responsible for installing, developing and maintaining the Company's information technology systems. The Company has introduced programs and new technology to improve its performance.

### **(i) Legal**

The Legal Office is responsible for any practices in relation to provisions of laws, litigation, legal execution, and provision of advice regarding legal transactions and contracts.

### **(j) Internal Audit**

The Internal Audit Division is responsible for conducting an internal audit of the organization.

### **(k) Corporate Communication**

The Corporate Communication function is a unit that supports the Company's corporate communication, such as public relations management and community relations management.

### **(l) Investor Relation**

Investor Relations work is a unit responsible for providing information to investors to give them the opportunity to receive sufficient information that supports investors' decision-making that is quick, accurate, and correct. It also builds understanding and good relationships to create a positive corporate image.

### **(m) Risk Management and Sustainability**

Risk Management and sustainability is part of good corporate governance, responsible for establishing risk management frameworks, assessing and mitigating the impacts of risks both internally and externally, as well as studying and supporting the development of sustainable business practices to ensure that operations achieve the organization's goals and mission.

**(3) Business Assets****1. Land, Building and Machinery of the Company**

The business assets of the Company and its subsidiary companies, the netbook value as of December 31, 2024; detail as follows;

	Service life total (year)	Duration used (year)	Cost (Thousand Baht)	Net value (Thousand Baht)
1. Land and land improvement	-	-	787,595	787,595
2. Building and building improvement	20	10.26	831,542	831,542
3. Building improvements under the lease agreement	10	9.30	118,042	111,355
4. Vehicles, Machinery and Equipment	5	3.94	7,781,046	7,752,443
5. Furnishings and office supplies	3-5	4.03	606,971	547,928
6. Assets under construction	-	-	1,710,982	882,275
Total assets			11,836,178	10,913,138

Note: All assets of the Company which the Company owns in the ownership which the purpose of holding is Intended for business

1. Land and land improvement	Amount	Land area (Rai-Ngan-Square Wah)	Cost (Thousand Baht)
• Rayong	2	62-3-12.4	169,039
• Chon Buri	8	118-1-42.2	261,601
• Nonthaburi	4	255-3-18	356,955
Total		435-7-72.60	787,595

2. Building and building improvements	Location	Cost (Thousand Baht)
• Building floor 28-29, Sino-Thai Tower	Asoke	54,251
• Commercial building	Nonthaburi	27,187
• Warehouse	Chon Buri	84,954
• Factory	Rayong, Nonthaburi	484,694
Total		651,086

3. Vehicles, Machinery and Equipment	Cost (Thousand Baht)
• Vehicles	684,827
• Machinery and Equipment	7,096,219
Total	7,781,046



The Company addresses 32/59-60 Sino-Thai Tower, Sukhumvit 21 Road, Klongtoey Nua, Wattana, Bangkok. The Company has ownership in the area of  $775 \times 2 = 1,550$  square meters and the Company has leased the total building area of 3,481.50 square meters from HTR Company Limited. The lease agreement is for a period of 3 years.

### (1.3) Investment Property

The investment properties of the Company and its subsidiary companies are based on the netbook value as of December 31, 2024; as follows:

	Service life total (year)	Duration used (year)	Reassessment (Thousand Baht)	Assessment (Thousand Baht)
1. Land	-	-	4,311,343	4,212,223
2. Office buildings for rent	20-34	10-34	750,088	756,124
Total			5,061,431	4,968,347

1. Land Details	Amount	Land area (Rai-Ngan-Square Wah)	Reassessment (Thousand Baht)	Assessment (Thousand Baht)
• Bangna, Bangkok	18	28-0-53	1,914,812*	1,872,196
• Rama III, Bangkok	2	8-0-60	1,271,400**	1,238,800
• Pak Chong, Nakhon Ratchasima	6	54-0-50	133,689***	132,065
• Hua Hin, Prachuap Khiri Khan	3	14-0-41	991,442****	969,162
Total			4,311,343	4,212,223

Note:

- \* The latest appraisal of Bangna land on 27/11/2024 by the Agency for Real Estate Affairs Co., Ltd. Appraised using the market price comparison method and development assumption method.
- \*\* The latest appraisal of Rama 3 land on 03/12/2024 by the Agency for Real Estate Affairs Co., Ltd. was assessed using the market price comparison method and development assumption method.
- \*\*\* The latest appraisal of Pak Chong land on 06/12/2024 by the Agency for Real Estate Affairs Co., Ltd. Appraised by using the market price comparison method.
- \*\*\*\* The latest appraisal of Hua Hin land on 03/12/2024 by the Agency for Real Estate Affairs Co., Ltd. Appraised by using the market price comparison method.

2. Details of office buildings for rent	Location	Reassessment (Thousand Baht)	Assessment (Thousand Baht)
• Office buildings 31 units, Sino-Thai Tower	Asoke	702,186*	708,222
• Condominium 8 units - Pine Shores	Chon Buri	47,902**	47,902
Total		750,088	756,124

Note:

- \* The latest appraisal on November 15, 2024, by Agency for Real Estate Affairs Co., Ltd. Appraised using the income method
- \*\* The latest appraisal on December 06, 2024, by Agency for Real Estate Affairs Co., Ltd. Appraised using How to compare with market data

**Long-term property lease**

As of December 31, 2024, the Company has long-term property lease and finance lease contracts totaling 484,433,679 baht, mostly vehicle hire-purchase and machinery contracts, with an average lease-purchase term of approximately 4 years.

**The appraised value of the land or building is for sale.**

- Appraisal value of the land or building of the Company

	Appraisal value (Thousand Baht)	New appraisal value (Thousand Baht)
Land	3,243,061	3,319,901

- Appraised value of the land or building of the subsidiary Company

	Appraisal value (Thousand Baht)	New appraisal value (Thousand Baht)
Land and Office for rent	1,725,287	1,741,530

**(4) Backlog**

As of December 31, 2024, STEC has the ongoing construction projects in hand which contract value is more than 10% of total revenue for the year 2024. The details are as follows:

**Infrastructure services:**

- The construction project related to MRT Pink line and Yellow line (MRT Pink line extension project, Aerial cable replacement to underground cable systems along MRT Pink line and Yellow line projects)
- Double Track Den Chai - Chiang Rai - Chiang Khong Contract 2 and 3
- MRT Purple Line Tao Poon - Rat Burana Contract 1 and 2
- MRT Orange Line Bang Khun Non - Min Buri

**Building services:**

- Mochit Complex project
- U-Tapao Airport Development project
- Government Center Phase 2 project
- Bangkok Mall project

**Power and Energy services:**

- Solar Power Plant 7 Projects

**Industrial services:**

- Thai Oil Clean Fuel Project

### **(5) Investment policy in subsidiary and affiliated Company**

Sino - Thai Engineering & Construction Public Company Limited has an investment policy as follows:

1. The Company has a policy to invest in businesses that can be extended from the main business.
2. If it is an investment of more than 20% of the total assets of that business. The Company will send a representative to be a director of that Company to participate in the formulation of policies that are important to business operations.
3. The Company has no policy to interfere with the normal operation of the subsidiary and affiliated Company.

### **The proportion of investment in subsidiary, affiliated and other Company to total assets**

As of December 31, 2024, the Company and its subsidiary companies had investments recorded by the equity method and other investments in the consolidated financial statements amounting to Baht 19,451 million or 36.99% per total assets, divided into:

1. Investment recorded by the equity method of Baht 6,159 million, or 11.71% of total assets. It is an investment in DKK Sino-Thai Engineering Company Limited, Northern Bangkok Monorail Company Limited, Eastern Bangkok Monorail Company Limited, U-Tapao International Aviation Company Limited. Company Limited, BGSR 6 Company Limited, BGSR 81 Company Limited, UTB Company Limited and SITEM ST Engineering and Services Company Limited.
2. Other investments of Baht 13,292 million or 25.28% of total assets.

### **Future investment policy**

Investment in the future will invest in businesses related to the construction business and focus on business plans in the form of concessions.

### **Management Policy in the subsidiary, affiliated and Joint Venture**

#### **Subsidiary and Affiliated**

The Company does not take part in setting policies for subsidiaries or affiliates. This is because the management and policy setting are determined by the management team of the subsidiary or affiliated Company.

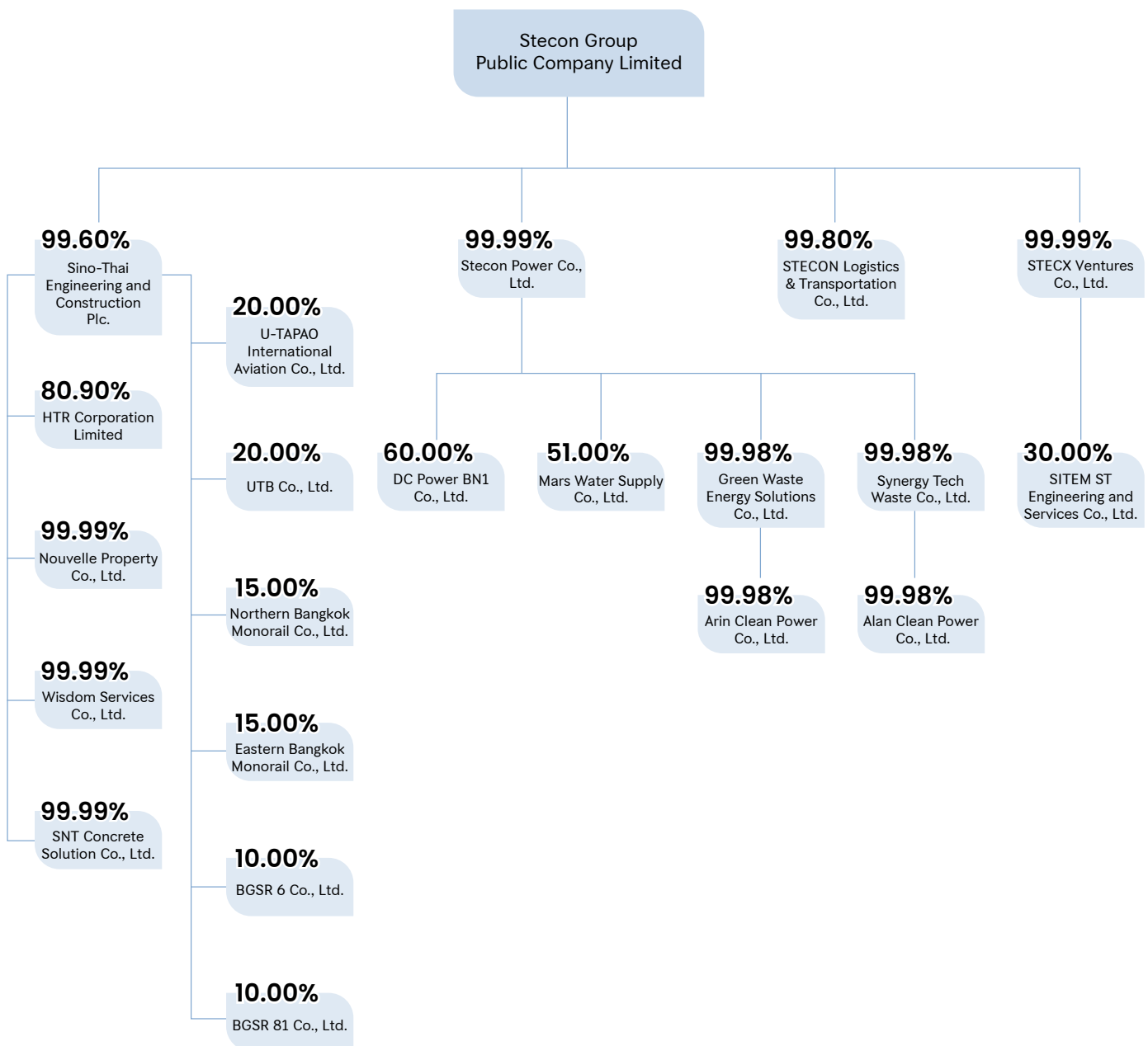
#### **Joint venture**

The projects in the form of a joint venture, the Company is part of the joint determination of the management policy for success in the work as specified in the contract, and create fair benefits for all participants, However, the power to formulate a joint venture policy depends on the proportion of participants in the joint venture.

### Subsidiary Company or Associated Company Policy

The Company, subsidiary and associated Company have some common directors, who are directors sent by the Company according to the Company's shareholding in subsidiaries and associates the management and policy setting of the subsidiary and the associated Company will be determined by the board of directors and management of the subsidiary or associated Company.

### 1.3 Shareholding Structure of Stecon Group



Note: The Company expects to transfer the direct joint venture to Logistics and Transportation, subject to future negotiations with relevant agencies.

#### 1.4 Dividend Payment Policy

STECON Group Public Company Limited has a policy of paying dividends to shareholders at a rate of no less than 40% of net profits after deducting corporate income tax and various reserves as stipulated by the company's regulations and applicable laws. Since the company operates as a holding company, its ability to pay dividends depends primarily on the performance and dividend distribution of its subsidiaries, associated companies, joint ventures, and other investments.

When considering dividend payments, the company will take into account various factors to ensure the maximum benefit for shareholders, ensuring that such payments do not significantly impact the company's normal operations. Dividend payments may be adjusted based on factors such as operational performance, financial status, cash flow, liquidity, working capital, operational plans, business expansion plans, investment plans, market conditions, debt obligations, terms and conditions set forth in loan agreements, future necessities, appropriateness, and other relevant factors.

Dividend payments must be approved by the company's Board of Directors and subsequently presented for approval at the shareholders' meeting. However, in the case of interim dividends, the Board of Directors has the authority to approve the payment if it determines that the company has sufficient profits to do so without adversely affecting its operations. The shareholders will be informed of this at the next meeting.

	2023	2022	2021
Net Profit (Loss) (Baht)	535,619,851	866,720,292	720,596,010
No. of Shares	1,525,106,540	1,525,106,540	1,525,106,540
Profit (loss) per share (Baht/Share)	0.35	0.56	0.47
Dividend per share (Baht/Share)	0.15	0.30	0.25
Dividend Payout (%)	42.86	52.79	52.91

Note: Dividend payment information is information of Sino-Thai Engineering and Construction Public Company Limited for 2021-2023.





## 2. Risk Management

### 2.1 Risk Management Policy and Risk Management Framework

#### 2.1.1 Risk Management Policy

Stecon Group Public Company Limited recognizes that risk management is an integral part of good corporate governance, which serves as a fundamental basis for the company to achieve its objectives. Therefore, the Company has adopted both domestic and international risk management guideline in order to adapt to the context of the organization leading to good governance and management. Reduce the chance and impact caused by both internal and external risks. Identify opportunity and be able to respond appropriately to the expectation of stakeholders. Therefore, the Company has established the following risk management policy.

- 1) The Company have an organizational risk management framework and appropriate risk management guidelines in accordance with the principle of good corporate governance as well as promote a risk management culture to create understanding, awareness, and shared responsibility by all executives and employees of the organization who own risks.
- 2) Require risk management to be a part of the preparation of strategic plans as well as the determination of objective, goal and plan of the organization.
- 3) Establish guideline or measure for good and adequate risk management, identify, evaluate, prioritize, and determine the Company's risk factor from risk assessment in two aspects: likelihood and severity of the impact of the incident, determine the level of risk tolerance (Risk Appetite), implement risk response method, report, monitor, and evaluate continuously throughout the organization with the following detail

#### 3.1 Risk Identification

The Company must determine the level of risk tolerance (Risk Identification) by determining the scope of the decision and the impact of the acceptable decision in order to ensure that the Company can operate sustainably and achieve the set objectives by covering main risk areas as following

- (1) Strategic Risk
- (2) Financial Risk
- (3) Operational Risk
- (4) Compliance Risk
- (5) Fraud Risk
- (6) ESG Risk
- (7) Emerging Risk

3.2 Risk Assessment means predicting the likelihood of the risk occurring and the potential impact of the risk in terms of severity. If the risk is likely to occur frequently and can cause a lot of damage, it will be classified as a risk that must be corrected first.

3.3 Risk Responses: The above risk assessment will enable the Company to prioritize the risk to be solved by determining the method or strategy in order to solve the problem or reduce the level of

risk as following

- (1) Take risk: This strategy does not take any action to reduce the risk but the company considers the risk to be very low. If a company decides to reduce the level of risk, it may require undue costs or time. Therefore, they choose to accept that risk.
  - (2) Treat risk: it is to reduce the likelihood of risk such as quality control (QC) or adjustment of work methods or determination of monitoring measures, etc.
  - (3) Termination is the elimination of risks. If it is considered not worth it such as canceling the project, etc.
  - (4) Transfer risk: which may be an operation for a third party to take on this risk, such as insurance, etc.
- 4) Review performance and changing in risk that may affect business strategy and objective as well as continuously improve the organization's risk management.
  - 5) Encourage the use of risk management as an important tool. Communication must be communicated to officials at all levels in order to understand and cooperate with each other to strengthen good corporate governance and build confidence among stakeholders.

#### 2.1.2 Risk Management Framework

The Company conducts risk management activity in accordance with the principle of risk management in accordance with internationally recognized standard both in International and Thailand. It is covered the main topic as following

- 1) Governance & Culture
  - Risk Management
  - Establish an operational structure.
  - Define a desirable risk culture.
  - Organizational stakeholder management
  - Attract, develop, and retain talented people in line with business strategy and objective
- 2) Strategy & Objective Setting
  - Analyze the business context.
  - Determine the level of risk tolerance
  - Evaluate the company's strategy
  - Define business objective
- 3) Performance
  - Identify risk
  - Assess the severity of the risk
  - Prioritize risk
  - Implement risk mitigation method

- Develop a risk profile
- 4) Review & Revision
  - Assess key changes that have an impact on risk
  - Review risk and performance
  - Continuously improve the organization's risk management
- 5) Information & Communication
  - Leverage data and technology to support organizational risk management
  - Communicate between departments to exchange risk information
  - Report on risk and performance at different level

For details on the “Risk Management Policy and Risk Management Framework” visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-risk-management-policy-en.pdf>

## 2.2 Risk Factors in the Company's Business Operations

From considering risks, the Company has 28 main risks in business operations as follows:

1) Compliance Risks	5 items
2) Strategic Risks	4 items
3) Financial Risks	2 items
4) Operational Risks	6 items
5) Technological Risks	4 items
6) Reputational Risks	2 items
7) Environmental Risks	3 items
8) Health and Safety Risks	2 items

To support comprehensive and effective risk management, the Company has divided risks into various categories to clearly define characteristics of risks with effects on the organization. These risks are also aligned with sustainability guidelines and emerging risk identification. In the table below, all 28 items of main risks are categorized as identified risk categories, relevance to sustainability risks, and emerging risk status as follows:

Significant Risks	Business Risk	Sustainability Risk	Emerging Risk
Changes in Laws and Introduction of New Regulations	Compliance	Governance	
Environmental Laws, Standards, and ESG Requirements	Compliance	Environment Social Governance	
Non-compliance with Laws and Operational Requirements	Compliance	Governance	
Non-compliance with Labor Laws and Human Rights Regulations	Compliance	Social	
Corruption and Conflicts of Interest in Operations	Compliance	Governance	
Competition, Economic Conditions, and Changes in Government Policies	Strategic		



Significant Risks	Business Risk	Sustainability Risk	Emerging Risk
Insufficient Qualifications for Bidding on Construction Projects	Strategic		
Lack of Clear Planning and Ineffective Operations in Certain Areas	Strategic		
Business Acquisitions and Post-merger Integration	Strategic	Governance	
Operating Costs and Economic Fluctuations	Financial		
Financial Liquidity Issues	Financial		
Shortage and Retention of Highly Skilled and Experienced Personnel	Operational	Social	
Inefficient Communication and Coordination	Operational		
Problems in Project Management and Budget Control	Operational	Governance	
Changes in Work Specifications and Ambiguity in Contracts Terms	Operational		
Delays in Site Handover and Employer Decision-Making	Operational		
Supplier and Procurement Process Management Issues	Operational	Governance	
Failure to Develop and Implement Technology	Technological	Governance	☑
IT System Management and Data Security Risks	Technological	Governance	☑
Lack of Technological Readiness and Work System Adaptability	Technological	Governance	
Shifts in Digital Investment Behavior and Assessment of Technology Adoption	Technological		
Reputation Management Regarding Work Quality and Corporate Image	Reputational	Governance	
Loss of Supplier Trust and Corporate Governance Breaches	Reputational	Governance	
Environmental and Community Impact from Construction and Manufacturing Activities	Environmental	Environmental Social	
Climate Change and Natural Disaster Risks	Environmental	Environmental	☑
Lack of Energy Management and Greenhouse Gas Emissions Reduction	Environmental	Environmental	☑
Workplace Accidents and Occupational Safety	Health and Safety	Social	
Emerging Disease Outbreaks in Construction Projects	Health and Safety	Social	☑



### 2.2.1 Compliance Risks

#### (1) Changes in Laws and Introduction of New Regulations

The Company is exposed to risks arising from changes in laws and the introduction of new regulations, particularly those related to the construction industry, such as material specifications, construction processes, or operational standards. These changes may require the Company to adjust its work methods to comply with updated requirements. Such adjustments could lead to increased costs, including expenses related to process modifications or procurement of new materials. Additionally, certain projects may experience delays due to the time required to adapt processes in line with the revised standards.

Failure to comply with newly enacted regulations may result in legal penalties, which could adversely affect the Company's reputation, credibility, and overall competitiveness in the market.

##### Risk Management Measures

- Monitor legal and regulatory changes and assess potential impacts on the Company's operations.
- Provide training and disseminate information on new regulations to employees at all levels to enhance operational readiness.
- Develop compliance monitoring systems to ensure that the Company's processes and operations align with updated regulatory requirements.
- Communicate and raise awareness among suppliers and customers regarding necessary adjustments to minimize impacts on business relationships and operations.

#### (2) Environmental Laws, Standards, and ESG Requirements

The Company is exposed to risks arising from the introduction of new environmental laws, standards, and sustainability requirements (ESG), such as carbon taxes, carbon accounting, and greenhouse gas emissions reporting obligations. These requirements may increase operational costs and add complexity to work processes. Failure to comply may result in additional expenses, such as costs associated with system adjustments, report preparation, and carbon emissions management.

Furthermore, the inability to achieve international ESG certifications, such as the FTSE ESG Rating, could adversely affect the Company's image, leading to a loss of confidence among stakeholders, including investors and suppliers. This, in turn, may impact the Company's competitiveness and hinder business expansion opportunities.

##### Risk Management Measures

- Provide training to employees on ESG-related laws and standards and allocate appropriate resources such as dedicated environmental teams and subject matter experts.
- Develop and disclose sustainability reports in accordance with international standards to enhance transparency and build stakeholder confidence.
- Collaborate with supply chain partners to ensure all processes align with ESG standards.
- Closely monitor legal developments and proactively adapt to new requirements to ensure timely compliance.

**(3) Non-compliance with Laws and Operational Requirements**

The Company faces risks related to non-compliance with applicable laws and operational requirements, such as failure to meet the conditions specified in Environmental Impact Assessment (EIA) reports or workplace safety regulations. These risks may arise from a lack of understanding of compliance responsibilities within departments or inadequate knowledge of relevant regulations, particularly among new employees.

Legal violations could result in lawsuits, fines, legal proceedings, or public complaints, leading to reputational damage and a loss of stakeholder confidence.

**Risk Management Measures**

- Provide training on applicable laws, regulations, and operational standards, including clear work procedures, to ensure employee understanding and compliance.
- Strengthen internal compliance monitoring and control systems to prevent regulatory breaches.
- Develop and distribute clear, accessible work manuals for employees at all levels, including new hires and local workers, to minimize operational errors.
- Conduct regular audits and inspections to ensure that all operations comply with relevant laws and standards.
- Establish communication channels between employees and regulatory authorities to enhance awareness and ensure timely compliance.

**(4) Non-compliance with Labor Laws and Human Rights Regulations**

The Company faces risks related to non-compliance with labor laws and human rights regulations, such as inadequate management of human rights complaints and the employment of migrant workers with incomplete or incorrect documentation, which may result in legal penalties. Additionally, if sub-contractors employ illegal migrant workers who reside on the Company's premises, this could negatively impact the Company's reputation.

Failure to comply with labor laws may lead to audits, lawsuits, or legal actions initiated by relevant authorities, potentially damaging the Company's image and eroding the trust of stakeholders such as investors and business partners.

**Risk Management Measures**

- Conduct thorough verification of documents and legal status checks for all employees, including those employed through sub-contractors, to ensure compliance with applicable regulations.
- Establish a robust internal audit system to prevent the employment of unauthorized workers and closely monitor the labor practices of sub-contractors.
- Provide training programs on human rights standards and labor laws to enhance employees' understanding and ensure proper legal compliance.
- Develop and periodically review employment policies to align with human rights and labor regulations, while clearly defining work standards for sub-contractors.

### (5) Corruption and Conflicts of Interest in Operations

The Company recognizes the risk of corruption and conflicts of interest in its operations. Examples include falsifying work attendance records in the system, which may result in inaccurate work evaluations and improper wage calculations. Additionally, employees with vested interests in supplier businesses or those who accept bribes for improper advantages may compromise the Company's transparency and operational efficiency.

Such risks may lead to resource misallocation, such as excessive payroll expenses, damage to the Company's credibility, and a loss of stakeholder trust, particularly among investors and suppliers, which could negatively affect the Company's long-term reputation. Corruption and conflicts of interest may also result in financial difficulties and internal disputes within the organization.

#### Risk Management Measures

- Implement verification systems, including regular audits of employee attendance records, to prevent data falsification.
- Establish an independent and anonymous whistleblowing channel to encourage employees to report suspected misconduct.
- Conduct ethics and transparency training for employees at all levels to foster a culture of integrity.
- Develop clear policies regarding decision-making, benefit management, and operational procedures to ensure employee compliance.
- Perform audits of executive decision-making processes and high-risk operational activities to mitigate potential conflicts of interest.

### 2.2.2 Strategic Risks

#### (1) Competition, Economic Conditions, and Changes in Government Policies

The construction industry is facing challenges from multiple factors, such as an economic slowdown that has reduced the volume of construction work from both government and private sector investments. Additionally, changes in government policies and regulations, such as tax adjustments, support for construction projects, or the introduction of new standards, may increase uncertainty in investment planning and the acquisition of new projects.

Industry competition has intensified, particularly from foreign contractors, such as Chinese firms with lower operating costs, placing pressure on the Company to lower prices or adjust its strategies to maintain market share. These risks may directly impact on the Company's revenue, reduce profitability due to price competition, and result in the loss of new project opportunities. Furthermore, delays, postpones, or cancellations of projects may disrupt the Company's business planning and hinder its growth potential.

#### Risk Management Measures

- Adopt modern technologies to improve work quality, reduce costs, and enhance competitiveness.
- Seek business opportunities in international markets or adjacent industries, such as renewable energy projects or infrastructure development in emerging regions.

- Develop new business lines or expand expertise into related sectors to reduce dependency on the construction sector.
- Establish partnerships with other industry players, such as local contractors or multinational companies, to alleviate competitive pressures.
- Monitor changes in government policies and regulations closely and adjust operational plans promptly to ensure timely compliance and adaptation.

## **(2) Insufficient Qualifications for Bidding on Construction Projects**

The Company faces risks arising from insufficient qualifications to participate in bidding for construction projects. These include a lack of experience in specialized projects or the absence of personnel with the necessary qualifications to meet project requirements.

This risk may result in the Company losing opportunities to secure major construction projects, leading to a decline in project volume and a reduction in market competitiveness over time.

### **Risk Management Measures**

- Provide training and development programs to enhance employees' specialized skills related to construction projects.
- Invest in expert teams or engage external consultants to strengthen the Company's capability to handle complex projects.
- Analyze market trends and adjust business strategies to focus on projects where the Company has the highest potential to succeed.
- Establish partnerships or joint ventures with specialized partners to enhance bidding success rates and strengthen project execution capabilities.

## **(3) Lack of Clear Planning and Ineffective Operations in Certain Areas**

The Company faces risks from a lack of clear planning in certain areas, such as public relations, community engagement, and investor relations. This may lead to misalignment between stakeholder communication strategies and the Company's organizational objectives. Additionally, investments in projects that are not aligned with the Company's strategic direction, coupled with complexities from changes in stock exchange regulations related to sustainability reporting, may adversely impact business operations.

An absence of clear planning may result in ineffective communication with stakeholders, including investors and local communities, which could harm the Company's image and credibility. Furthermore, investing in projects that do not align with strategic objectives could lead to inefficient resource utilization. Delays in adapting to evolving stock exchange regulations may result in non-compliance, affecting long-term business operations.

### **Risk Management Measures**

- Set clear goals for public relations, community relations, and investor relations to improve communication effectiveness and foster stakeholder understanding.

- Establish evaluation processes and guidelines to ensure investment projects align with the Company's strategic objectives and prevent inefficient resource utilization.
- Monitor changes in stock exchange regulations and adjust internal processes accordingly to ensure compliance.
- Conduct training for employees to enhance their understanding of stock exchange regulations and the importance of sustainable business practices.

#### **(4) Business Acquisitions and Post-merger Integration**

The Company faces risks associated with business acquisitions that may not deliver long-term investment returns, such as inaccurate revenue forecasts or inappropriate valuations. These issues could undermine the Company's financial stability and operational efficiency in the long term. In addition, post-merger integration poses significant challenges, including resistance from former executives or employees, operational misalignment, cultural incompatibility, and difficulties in adapting to a new organizational structure.

Ineffective post-merger integration may result in reduced operational efficiency, financial losses, and the loss of key resources. Moreover, corporate culture misalignment can lead to internal conflicts, decreased collaboration among teams, and hinder overall business performance.

##### **Risk Management Measures**

- Conduct a thorough and comprehensive evaluation of acquisition targets, considering key factors such as financial position, growth potential, and potential risks.
- Develop and implement a systematic post-merger integration strategy to mitigate risks associated with organizational restructuring.
- Facilitate clear and effective communication with former executives and employees to ensure understanding and acceptance of the Company's new strategic direction.
- Closely monitor post-merger performance to evaluate outcomes and adjust integration processes to align with corporate objectives.
- Develop and implement processes to integrate corporate cultures, fostering collaboration and minimizing conflicts between teams.

### **2.2.3 Financial Risks**

#### **(1) Operating Costs and Economic Fluctuations**

The Company is exposed to risks arising from fluctuations in foreign exchange rates, increases in the costs of goods and services, including materials, labor, and fuel factors beyond the Company's control—as well as rising financial expenses due to interest rate hikes and tax adjustments. Additionally, procurement delays may result in cost overruns, potentially causing project cost management to deviate from planned targets.

These fluctuations could directly affect the Company's profitability and reduce its market competitiveness. Furthermore, changes in government policies, such as tax adjustments or interest rate increases, could create unforeseen financial burdens, impacting the Company's operational planning.



**Risk Management Measures**

- Utilize financial instruments, such as foreign exchange hedging, to manage cost volatility resulting from currency fluctuations.
- Continuously monitor and control project costs to ensure expenses remain within budgeted targets.
- Develop contingency plans to mitigate potential cost increases resulting from procurement delays or rising raw material prices.
- Closely monitor economic trends and government policy changes to proactively adjust business strategies.
- Strengthen relationships with suppliers to negotiate favorable terms and reduce the impact of price fluctuations.

**(2) Financial Liquidity Issues**

The Company is exposed to liquidity risks arising from delayed payments by certain customers, including overdue receivables, which impact on the Company's cash flow and payments to suppliers. Furthermore, delays in submitting work test results may prevent the Company from collecting payments as planned, affecting overall cash flow and business operations.

Liquidity issues may result in delayed payments to suppliers, potentially damaging business relationships. The Company may also need to reallocate funds from other projects, leading to opportunity costs. Inefficient cash flow management could further affect the Company's reputation among key stakeholders, including investors and suppliers.

**Risk Management Measures**

- Strengthen debtor monitoring and management to mitigate the risk of overdue receivables.
- Adjust payment terms with suppliers, such as extending payment periods, to reduce cash flow pressure.
- Develop contingency plans, including securing additional credit lines or adjusting emergency spending plans.
- Minimize delays in submitting work test results or related processes to expedite installment payment approvals.

**2.2.4 Operational Risks****(1) Shortage and Retention of Highly Skilled and Experienced Personnel**

The Company faces risks related to shortages of specialized and skilled personnel, who are crucial to ensuring project success and timely delivery. A shortage of such personnel may lead to project delays and an increased likelihood of errors in work processes. Furthermore, the inability to retain highly skilled and experienced employees, rising resignation rates, and limitations in skills development and training may reduce the Company's competitiveness and increase operating costs, such as expenses related to recruitment and training of replacement staff.

The impacts of this risk may include a loss of customer trust due to delays or failure to meet quality standards, which could negatively affect the Company's reputation and credibility.

#### **Risk Management Measures**

- Offer competitive remuneration packages to attract and retain skilled and experienced personnel.
- Develop specialized training programs and establish clear career progression pathways to enhance employee capabilities and satisfaction.
- Foster a collaborative and supportive work environment to strengthen employee engagement and retention.
- Assess future workforce requirements and implement a strategic recruitment plan aligned with the Company's long-term objectives.

### **(2) Inefficient Communication and Coordination**

The Company faces risks related to delays, inaccuracies, and incomplete communication at both the executive and operational levels. These issues may result in task duplication, errors in project planning, data collection, and performance evaluation. Furthermore, inadequate knowledge transfer from experienced employees to new hires, generational differences, and cross-cultural communication challenges-especially with migrant workers who have limited Thai language proficiency-present additional obstacles.

The impacts of these risks may include budgeting errors, poor decision-making, and project delays, ultimately reducing the Company's operational efficiency and competitiveness. Moreover, unclear public relations strategies could affect the Company's image, while communication issues may lead to legal disputes or operational disruptions.

#### **Risk Management Measures**

- Implement modern communication and information management systems, such as project management software and online collaboration platforms, to reduce coordination errors.
- Provide training for employees at all levels to improve communication skills, teamwork, and generational management capabilities.
- Develop structured knowledge transfer programs to ensure that expertise is effectively passed from experienced employees to new hires, promoting operational continuity.
- Establish clear and comprehensive public relations strategies to strengthen the Company's image and enhance stakeholder understanding.
- Develop suitable instructional materials to support migrant workers in understanding their roles and responsibilities, facilitating effective teamwork.

### **(3) Problems in Project Management and Budgets Control**

The Company faces risks from ineffective project management and budget control, including unplanned resource allocation, lack of backup machinery in emergencies, unclear internal communications, errors in contract documentation, and inconsistent work quality inspections. These issues may lead to project delays, cost overruns, and deviations from performance objectives.

Potential consequences include the loss of opportunities for securing new projects due to a diminished reputation for quality, increased costs such as penalties for late deliveries, and unplanned repair expenses, all of which could affect the Company's profitability and customer trust.

**Risk Management Measures**

- Conduct regular project review meetings to monitor progress, anticipate potential issues, and ensure timely problem resolution.
- Establish a routine maintenance schedule for machinery and equipment to reduce the risk of emergency breakdowns.
- Thoroughly evaluate and plan project budgets, implement cost control measures, and adjust plans based on changing circumstances.
- Implement an effective document management and delivery tracking system to prevent errors and delays.
- Perform internal quality inspections to ensure all work meets contractual requirements and quality standards.
- Develop contingency plans to address project delays and operational challenges, ensuring business continuity.

**(4) Changes in Work Specifications and Ambiguity in Contracts Terms**

Construction projects often involve uncertainties arising from changes in work specifications, design adjustments, or ambiguous interpretations of contract terms. These issues may result from coordination challenges among multiple stakeholders and delays in document approvals. Such uncertainties can impact cost estimation, budget planning, and overall project execution.

Potential consequences include increased costs due to budget adjustments and revised work plans, project handover delays, and dissatisfaction among clients and suppliers. These factors may lead to contractual disputes and reduced confidence in the Company's capability to execute projects according to plan.

**Risk Management Measures**

- Conduct a detailed review and assessment of contract terms at the project's outset, while preparing contingency plans to address uncertainties.
- Closely monitor project progress and maintain active coordination with stakeholders to promptly address arising issues.
- Establish clear and structured communication channels with clients, consultants, and suppliers to ensure that all parties receive accurate and timely information.
- Develop budget adjustment plans to accommodate potential changes in work specifications or project schedules.
- Maintain formal and detailed records of all contract term amendments to reduce dispute risks and enhance operational transparency.

### (5) Delays in Site Handover and Employer Decision-Making

In certain projects, delays in site handover or employer decisions regarding materials and design specifications may require the Company to revise work plans and expedite construction. Additionally, delays caused by external factors, such as government projects or interdependent projects, can further disrupt work continuity.

Potential impacts include increased costs due to work plan adjustments and accelerated operations, as well as delays in project handovers, which may undermine client confidence and damage the Company's reputation. These disruptions could also diminish the Company's chances of securing future projects, especially in highly competitive bidding environments.

#### **Risk Management Measures**

- Utilize project progress monitoring systems to detect and address issues at an early stage.
- Maintain ongoing communication and coordination with employers and relevant stakeholders to expedite critical decision-making processes.
- Develop contingency resource management plans, including standby personnel and backup equipment, to mitigate the impact of delays.
- Monitor the progress of interdependent projects, such as government initiatives, and prepare plans to manage any potential disruptions.
- Promote clear and timely communication to ensure employers understand the potential consequences of delays and the importance of swift decision-making.

### (6) Supplier and Procurement Process Management Issues

Inefficient supplier selection and management processes may expose the Company to various issues, such as engaging inappropriate suppliers, receiving incorrect or substandard materials, and experiencing delays in work processes. Additionally, a lack of competition in procurement or overreliance on a single supplier may weaken the Company's negotiating power, increase costs, and heighten the risk of financial instability if the supplier encounters difficulties.

Potential impacts include work delays, reduced bargaining power regarding financial terms, increased project costs, and operational disruptions, which may affect project success and damage the Company's credibility in the eyes of stakeholders.

#### **Risk Management Measures**

- Strengthen supplier selection and evaluation processes to comply with standards, emphasizing transparency and fairness in supplier competition.
- Diversify procurement sources to secure optimal terms and minimize reliance on a single supplier.
- Develop contingency plans to address supplier financial issues or non-performance, such as increasing the number of approved suppliers per project.
- Apply effective negotiation strategies to secure favorable financial and operational terms.

- Implement payment monitoring and tracking systems to minimize the risk of supplier payment delays that may affect operations.

### 2.2.5 Technological Risks

#### (1) Failure to Develop and Implement Technology

The use of outdated machinery and technologies results in slow and inefficient production processes, preventing the Company from meeting customer demands in a timely manner. Outdated systems can lead to operational errors, data loss, and project delays, which affect the Company's competitiveness. Furthermore, a lack of employee skills and knowledge in using digital tools, such as project planning software and data storage systems, increases the risk of errors and work disruptions. Additionally, insecure or inadequate data storage systems heighten the risk of critical data loss.

Potential impacts include delays in work processes, reduced customer satisfaction, and a disconnect between the Company's technological capabilities and customer expectations. Data loss or operational errors may also lead to financial losses and reduced trust from customers and suppliers.

##### **Risk Management Measures**

- Invest in modern machinery and technology to improve efficiency and reduce operational risks.
- Develop training programs to enhance employee proficiency in using digital tools and work-related software across all levels.
- Integrate artificial intelligence (AI) and automated systems into work processes to reduce human errors and improve operational speed.
- Upgrade data storage systems to ensure data security, reliability, and long-term operational support.
- Develop long-term technology enhancement plans to strengthen the Company's competitiveness in the market.
- Regularly review and assess existing technologies and establish improvement strategies in line with organizational goals.

#### (2) IT System Management and Data Security Risks

Effective management of IT systems and ensuring data security remain critical for the Company. Risks may arise from data breaches, unauthorized access, incomplete data backups, or inadequate oversight of external service providers, which could lead to the misuse of confidential information. Additionally, cyberattacks such as hacking, malware infections, and phishing attempts could damage or disable the Company's information systems.

Potential impacts include the loss of critical business information, operational disruptions, additional costs for data recovery, reputational damage, and diminished customer confidence. Failure to comply with data protection regulations could also result in legal penalties.

##### **Risk Management Measures**

- Deploy modern security technologies such as firewalls and intrusion detection and prevention systems (IDS/IPS) to safeguard unauthorized access.



- Establish and regularly test data backup and recovery plans to ensure business continuity during emergencies.
- Implement strict access control policies for employees and external service providers, with ongoing monitoring and periodic reviews.
- Regularly update software and antivirus programs to protect against emerging cyber threats.
- Provide cybersecurity training to employees, including guidance on identifying phishing attempts and using strong passwords.
- Conduct routine IT system audits to identify vulnerabilities and implement preventive measures promptly.

### **(3) Lack of Technological Readiness and Work System Adaptability**

A lack of technological and system readiness may arise from outdated equipment that is inefficient or incapable of meeting current operational demands. In addition, rigid system structures that lack flexibility for future expansion can hinder business growth. Implementing new software or systems without adequate preparation may increase the risk of operational errors and disrupt continuity of workflow.

These risks can lead to delays in work processes, reduced operational efficiency, and dissatisfaction among customers and stakeholders. Furthermore, inflexible system infrastructure may create barriers to business growth and hinder the Company's ability to respond to future development needs. Errors in using newly implemented systems may result in financial losses and inefficient resource utilization.

#### **Risk Management Measures**

- Conduct regular inspections of equipment to ensure operational readiness and provide modern tools that meet business requirements.
- Develop a flexible system infrastructure capable of supporting future business expansion and adaptation to evolving needs.
- Provide training for employees to familiarize them with new systems and enhance technological proficiency, reducing the risk of operational errors.
- Establish robust backup and data recovery systems to ensure uninterrupted operations in the event of system failures.
- Continuously monitor software license usage to ensure compliance with relevant laws and regulations.

### **(4) Shifts in Digital Investment Behavior and Assessment of Technology Adoption**

Employee resistance to changes in work processes and the adoption of digital platforms may cause delays in operations and lead to underutilization of technological investments. This reluctance to embrace digital transformation can hinder the successful implementation of new technologies within the organization. Furthermore, improper evaluation of digital investments may result in inefficient budget allocation and the selection of ineffective platforms, leading to financial losses.

The effects of this risk include missed opportunities to enhance operational efficiency, reduce costs, and establish long-term competitive advantages. Moreover, investing in technology without proper analysis can affect the Company's financial stability and erode stakeholder confidence in the Company's resource management capabilities.

#### **Risk Management Measures**

- Provide training to employees on the advantages of digital platforms, supported by case studies demonstrating efficiency improvements and cost reductions.
- Promote acceptance of new technologies through active support from senior management to build employee confidence and drive organizational change.
- Conduct cost-benefit analyses to evaluate the potential returns and efficiency of digital platform investments.
- Continuously monitor and evaluate the performance of digital platforms to identify areas for improvement and ensure optimal utilization.
- Develop contingency plans to address underperforming digital platform investments, including strategy adjustments or investment reviews.

### **2.2.6 Reputational Risks**

#### **(1) Reputation Management Regarding Work Quality and Corporate Image**

The Company faces risks arising from the delivery of work that fail to meet specified quality standards, which may undermine the confidence of customers, investors, and stakeholders. Negative publicity, such as substandard service quality, unsuccessful investment announcements, or actions affecting local communities, can spread rapidly through social media, posing challenges for the Company in providing timely explanations and resolving issues. Reputational damage can reduce future business opportunities and have long-term effects on the Company's operations.

#### **Risk Management Measures**

- Review and improve quality inspection processes to ensure alignment with established standards and customer expectations.
- Monitor public opinion and social media platforms to identify potential issues early and implement timely solutions.
- Ensure transparent internal communication to ensure that all teams understand and comply with established operational guidelines.
- Develop dedicated communication channels to provide accurate and transparent information to investors and shareholders regarding the Company's investment and operational plans.
- Aligning public relations plans with the Company's core values and strategic objectives to strengthen customer and stakeholder confidence and safeguard the Company's image.

#### **(2) Loss of Supplier Trust and Corporate Governance Breaches**

The Company faces risks related to a loss of supplier trust arising from issues such as late payments, unfair management practices, or breach of contractual agreement. These situations can undermine

suppliers' confidence in the Company's reliability and management practices. Additionally, breaches of corporate governance principles can harm the Company's reputation in the eyes of stakeholders.

These risks may result in the loss of critical business relationships, difficulty in attracting new suppliers, and long-term damage to the Company's credibility. Furthermore, corporate governance violations may erode investor and stakeholder confidence, potentially resulting in missed business opportunities.

#### **Risk Management Measures**

- Develop a transparent and auditable supplier management system to ensure fairness and accountability.
- Implement a robust payment monitoring system to prevent delays and sustain supplier confidence.
- Provide training on business ethics and corporate governance principles for employees at all levels.
- Strengthen internal audit procedures to mitigate the risk of non-transparent practices.
- Foster a corporate culture that emphasizes transparency, trustworthiness, and ethical business conduct.

### **2.2.7 Environmental Risks**

#### **(1) Environmental and Community Impact from Construction and Manufacturing Activities**

Construction and manufacturing activities may pose significant environmental and community risks if improperly managed. Examples include unsystematic waste disposal, inadequate pollution prevention measures, and insufficient environmental controls. These issues can result in PM2.5 emissions, excessive noise, or chemical leaks, which may harm local ecosystems, public health, and the quality of life in surrounding communities.

Environmental pollution, such as PM2.5 emissions and noise, can directly affect the health of nearby residents and disrupt local ecosystems. Complaints from affected communities or the spread of negative information through social media may lead to project suspensions, loss of customers and stakeholder confidence, and legal proceedings. These factors could lead to increased costs and long-term reputational damage.

#### **Risk Management Measures**

- Install advanced air filtration and noise reduction systems in project areas.
- Regularly monitor air, water, and noise quality around project sites to evaluate and mitigate potential impacts.
- Develop and implement a systematic waste management plan to prevent environmental contamination.
- Engage in proactive dialogue with local communities to address concerns promptly.
- Prepare emergency response plans to manage chemical leaks and other environmental incidents effectively.

- Prioritize the use of environmentally friendly materials and promote the adoption of low-impact technologies throughout the project lifecycle.

## **(2) Climate Change and Natural Disaster Risks**

Climate change, including heavy rainfall, floods, droughts, and other natural disasters, poses significant risks to the Company's construction projects. Unpredictable weather conditions may cause project delays, disrupt material procurement and transportation, and increase health and safety risks for on-site workers.

These risks can lead to increased costs from project extensions, higher labor expenses, site restoration costs, and late delivery penalties. Adverse weather conditions can also reduce work efficiency, undermine customer confidence, harm the Company's reputation, and limit future business opportunities.

### **Risk Management Measures**

- Utilize weather forecasting data and early warning systems to plan work schedules in advance and reduce the risk of disruptions.
- Develop adaptable work plans to accommodate project delays or weather-related issues.
- Strengthen emergency preparedness, including securing backup resources and identifying temporary relocation options for construction sites.
- Design construction site management practices to mitigate the impact of natural disasters.
- Continuously assess and improve resource management systems to ensure materials and equipment are available and responsive to rapidly changing conditions.

## **(3) Lack of Energy Management and Greenhouse Gas Emissions Reduction**

Failure to implement effective energy management and greenhouse gas (GHG) emissions reduction measures may hinder the Company from achieving its ESG targets, including the goal of reducing GHG emissions by 20-25% by 2030, which is a key sustainability performance indicator. Continued reliance on outdated, inefficient, and environmentally harmful technologies may result in higher energy costs and reduce the Company's competitiveness.

These risks may lead to a loss of confidence from key stakeholders, including investors, customers, and local communities. Additionally, non-compliance with evolving sustainability standards may expose the Company to stricter legal requirements in the future and limit business opportunities in markets that prioritize sustainability.

### **Risk Management Measures**

- Promote the use of renewable energy sources, such as solar and wind power, to reduce dependence on fossil fuels.
- Invest in energy-efficient technologies and systems that reduce GHG emissions, such as smart energy management systems.
- Provide training on energy conservation practices and cultivate a corporate culture that prioritizes efficient energy use.

- Allocate budgets to replace high-emission equipment with low-emission, energy-efficient alternatives.
- Develop monitoring and reporting systems to track progress toward ESG goals and adjust action plans as necessary.

### 2.2.8 Health and Safety Risk

#### (1) Workplace Accidents and Occupational Safety

The Company may face risks from workplace accidents resulting from employee negligence, unclear communication between supervisors and workers, improper machine usage, and non-compliance with safety standards. Additionally, incomplete safety inspections or rushing construction processes may increase the likelihood of severe accidents, particularly in projects involving public areas. Inadequate safety measures may also pose risks to third parties, potentially affecting the Company's reputation and credibility.

Workplace accidents may lead to injuries or fatalities among employees and third parties, resulting in legal consequences such as lawsuits or compensation payments. Furthermore, project delays and additional costs associated with accident resolution may reduce business efficiency and hinder future business opportunities.

#### Risk Management Measures

- Provide comprehensive safety training programs for employees, covering machine operation and workplace safety procedures.
- Conduct regular safety inspections at workplaces and construction sites.
- Ensure clear and effective communication between supervisors and workers to prevent errors and misunderstandings.
- Implement physical barriers and safety control measures in projects that may affect public areas.
- Encourage employees at all levels to actively participate in workplace safety initiatives and foster a corporate culture that prioritizes safety.

#### (2) Outbreaks of Emerging Diseases in Construction Projects

Outbreaks of emerging infectious diseases at construction sites can have severe consequences due to the nature of construction work, where employees often work in proximity, increasing the risk of disease transmission. If an outbreak occurs, work may need to be suspended or restricted, leading to project delays and potential failures to meet delivery schedules. Additionally, impacts on employee health and increased expenses for protective equipment and healthcare provisions may create significant financial burdens for the Company.

These risks may lead to reduced work efficiency, additional costs due to project delays, procurement of protective equipment, and health screening expenses. Prolonged project delays may erode customer and stakeholder confidence, potentially affecting future business opportunities.





### Risk Management Measures

- Develop and implement modern outbreak management plans, including designated isolation areas for at-risk employees and contingency work plans.
- Ensure the availability of essential protective equipment, such as face masks, hand sanitizers, protective clothing, and other necessary safety gear.
- Establish health screening procedures before work entry, including temperature checks, initial symptom assessments, and continuous employee health monitoring.
- Support remote work through digital systems where it is feasible to reduce the risk of workplace exposure.
- Adjust work schedules to increase flexibility, reduce congestion at construction sites, and promote social distancing.
- Clearly communicate workplace guidelines during outbreaks and provide employees with knowledge on personal protective measures against emerging diseases.

### 2.3 Building a Risk Management Culture

The Company recognizes the importance of risk management. Therefore, the Company promotes a risk management culture for building understanding, awareness, and responsibility sharing where every executive and employee owns risks by recognizing personal and organizational work risks. Moreover, the Company provides instruction via internal and external training and seminars on the topic of risk management for directors, management, and employees.



In 2024, the Company had the following trainings related to risk management :

- The company's directors and executives participated in the Business and Legal for Directors and Executives training course organized by the Thai Institute of Directors (IOD). The course covered topics such as M&A, Joint Venture – Dispute Risks in M&A, and Mitigating ESG Litigation Risks. The participants were as follows:
  - Directors of Stecon Group Public Company Limited: 12 participants
  - Executives of Stecon Group Public Company Limited and its subsidiaries: 35 participants
  - Employees of Stecon Group Public Company Limited and its subsidiaries: 7 participants
- An internal training session was organized to provide knowledge on risk management and conduct a workshop to analyze operational risks for Sino-Thai Engineering Public Company Limited. The participants were as follows:
  - Executives of Sino-Thai Engineering Public Company Limited: 25 participants
  - Employees of Sino-Thai Engineering Public Company Limited: 50 participants





## 3. Driving Business for Sustainability

### 3.1 Sustainability Management Policy and Goal

#### 3.1.1 Sustainability Management Policy and Main Goal

Stecon Group Public Company Limited and its subsidiaries conduct business with a strong commitment to sustainable business development, emphasizing the creation of value towards Economy, Society, Environment, and Good Corporate Governance. This is in support of the company's vision and mission. Therefore, the company has established a sustainable business development policy that considers good corporate governance, social responsibility, and environmental stewardship, in line with international standards and as mandated by the Securities and Exchange Commission and the Stock Exchange of Thailand as follows:

**Economy** - The company's key economic objective is to generate suitable and sustainable returns or profits from its operations by fostering growth in its existing business and seeking opportunities in new business ventures (New Business).

**Good Corporate Governance** - The company places great importance on conducting business fairly, transparently, and verifiably. It complies with ethical principles and considers the interests of its stakeholders, including shareholders. The company manages risks appropriately, develops innovations to enhance its capabilities, and is committed to sustainable and stable growth through good corporate governance policies and related practices as outlined by the Securities and Exchange Commission and the Stock Exchange of Thailand.

**Society** - The company conducts its business with a sense of responsibility towards society. It follows global work standards to minimize the potential impact of its operations. It considers the interests of stakeholders such as employees, business partners, customers, and communities. Additionally, the company places importance on safety, occupational health, and environmental conditions in the workplace. It respects human rights, invests in employee development, and contributes to various social initiatives such as education and disaster relief.

**Environment** - The company is environmentally conscious and takes climate change and environmental factors into account in its operations. It has established policies, practices, monitoring, and continuous development in environmental matters. The company provides knowledge and training related to relevant work standards, supports, and promotes environmental conservation efforts, and aims to minimize its environmental and community impact resulting from its construction processes.

#### The main sustainable business development goals

The company has established its primary objectives for sustainable business development to align with the company's sustainable business development policy as follows:

- The company aims to contribute to the country's goal of reducing greenhouse gas emissions by 20-25% compared to normal operations and working towards achieving carbon neutrality by the year 2050.
- The company targets the number of work-related injuries resulting in lost time is 0 per 1,000,000 working hours (Lost Time Injuries Frequency Rate: LTIFR = 0).
- The company aims to enhance the knowledge and skills of its employees through seminars and training sessions, with an average of at least 10 hours per person per year.

- The company has been ranked as “excellent” in corporate governance from the survey conducted by the Thai Institute of Directors (IOD) as part of the registered company’s corporate governance assessment program.

See details of “Sustainability Management Policy and Goal” on the Company’s website at <https://www.stecongroupp.co.th/storage/document/cg/stec-sd-policy-en.pdf>

### 3.1.2 Performance Based on Main Sustainable Business Development Goals in 2024

Main Sustainable Business Development Goals	Performance Based on Main Sustainable Business Development Goals in 2024		
Climate Change Goals			
Greenhouse gas emissions reduced by 20-25% when compared to operations in normal cases and carbon neutrality achieved by 2050.	The company has implemented greenhouse gas emissions reduction projects. These initiatives have successfully reduce direct and energy indirect greenhouse gas emissions by 517 TonCO <sub>2</sub> e.		
	In 2024, the organization’s total greenhouse gas emissions (Scope 1 and 2) for the following subsidiaries are as follows:		
	Company	Total Greenhouse Gas Emissions (TonCO <sub>2</sub> e)	Emission Intensity (TonCO <sub>2</sub> e per million THB revenue)
	STEC	36,789	1.16
	WISDOM	1,433	2.69
	SNT	1,175	4.07
Note: Scope 1 and 2	In 2024, the organization expanded the scope of its greenhouse gas assessment. Including organization restructuring and expanding business operation. Therefore, the year 2024 has been designated as the baseline year.		
Safety Goals			
Lost Time Injury Frequency Rate (LTIFR) = 0	Lost Time Injury Frequency Rate (LTIFR) = 0.158		
Personnel Development Goals			
The development of employees’ knowledge and skills through seminars and training, with an average of no less than 10 hours per person per year.	In 2024, the average training hours per employee for knowledge and skill development amounted to 14.38 hours per person.		
Corporate Governance Goals			
The company received an “Excellent” level in Corporate Governance Report of Thai Listed Companies (CGR Rating).	The Company was assessed by the Corporate Governance Report project in 2024 and ranked at the Excellent level.		



### 3.1.3 Strategy to Sustainability

- The Company has established business guidelines for sustainable development. The Company's business operation must take responsibility for economic, social, environmental issues, and good corporate governance into account.
- The development of work processes and the adoption of advanced technology to meet customer needs, enhance operational efficiency, control costs, mitigate operational impacts, and ensure sustainable business operations.
- Fostering a culture of innovation within the organization to stimulate creativity and learning among employees. This approach encourages the development of inventions, technologies, software programs, or work methods. This initiative enhances business competitiveness, improves operational efficiency, adapts to business changes, and creates added value for sustainability.
- Prioritizing maximum operational safety by establishing international safety standards to ensure the protection of employees and the community.
- Continuous development of personnel capability to enhance efficiency and effectiveness in business operation, profitability, and the Company's competitiveness.
- Environmental management and greenhouse gas emissions control in business operations aim to minimize both direct and indirect environmental impacts while enhancing adaptability to climate change. These efforts contribute to improving business competitiveness, promoting sustainable growth, and optimizing resource efficiency, ensuring long-term stability and sustainability for the business.
- Establishing community engagement guidelines to foster positive relationships, mutual understanding between the company and the community/society, and openness to feedback and suggestions, ensuring smooth business operations.
- The company implements appropriate risk management to enhance operational efficiency, reduce business uncertainties, and strengthen adaptability to changes in the business environment. This approach builds confidence among investors and shareholders while promoting stable and sustainable growth for the company.

### 3.1.4 Building Awareness and Providing Knowledge on Sustainable Business Development

The Company places importance on creating knowledge and understanding among directors, management, and employees on the topic of sustainable business development, which promotes concepts, develops work processes, builds awareness at work, and makes sustainable business development operations consistent, and capable of achieving the company sustainable development goals.


In 2024, the Company provided knowledge about sustainable business development as follows:

- The STECON ESG DNA project aims to promote knowledge and understanding of integrating sustainable business development principles into work practices. It is conducted through the STECON Connect platform, featuring various activities such as providing insights into the three dimensions of ESG principles, interactive Q&A sessions, and opportunities for participants to share opinions, creative ideas, and beneficial approaches to sustainable business development. More than 3,000 participants from Stecon Group Public Company Limited and its subsidiaries have gained knowledge and insights through this initiative.

- The company has organized an internal training program “Building a Sustainable Organization with ESG” to enhance knowledge and understanding of sustainability principles and concepts, and to integrate these effectively into work practices. This training has been conducted for 23 batches of operational employees, with a total of 1,106 participants successfully completing the program.

### 3.2 Stakeholders impact management in business value chain


#### 3.2.1 Business Value Chain : STECON

Business Group	Upstream activities	Mid-level activities	Business activities	Downstream activities
<b>Construction business</b> 	<ul style="list-style-type: none"> <li>Market research and project target summary</li> <li>Bidding or project bidding</li> <li>Material procurement, subcontracting</li> <li>Design</li> <li>Construction planning</li> <li>Material quality inspection</li> </ul>	<ul style="list-style-type: none"> <li>Construction operations according to the plan</li> <li>Quality control</li> <li>Resource management, including labor, machinery, construction materials</li> <li>Risk management</li> <li>Safety and occupational health management</li> </ul>	Engaged in construction business of all types of work, both civil and mechanical work, such as public utility work, building work, energy work, industrial work, and environmental work, etc.	<ul style="list-style-type: none"> <li>Inspection and delivery</li> <li>Post-delivery guarantee</li> <li>Customer relationship management</li> </ul>
<b>Clean Energy Business</b> 	<ul style="list-style-type: none"> <li>Market research</li> <li>Partnerships</li> <li>Funding</li> <li>Agreements or contracts with partners</li> <li>Infrastructure planning, design and development</li> <li>Research and Development: Develop clean energy technologies such as solar cells, water power, wind power that are highly efficient, low cost, and environmentally friendly.</li> </ul>	<ul style="list-style-type: none"> <li>Power plant design and construction: Design and construction of clean energy power plants such as solar power plants, wind power plants, hydropower plants</li> <li>Energy equipment procurement: Procurement of equipment for power plants such as solar panels, wind turbines</li> <li>Energy storage and transmission</li> </ul>	Engage in clean energy investment business by producing, operating and maintaining, and managing.	<ul style="list-style-type: none"> <li>Marketing and electricity sales: Selling electricity to EGAT, industrial estates, communities</li> <li>Brand building: Building a strong brand that emphasizes sustainability and is environmentally friendly</li> <li>Creating added value, such as promoting products or services, creating new products, including solutions that meet customer and market needs.</li> </ul>

### 3. Driving Business for Sustainability

Business Group	Upstream activities	Mid-level activities	Business activities	Downstream activities
<b>Clean Energy Business</b> 	<ul style="list-style-type: none"> <li>Integration: Research to integrate energy and water technologies, such as using clean energy to drive water treatment systems or using wastewater treatment systems in power plants.</li> <li>Energy resource surveys and assessments: Survey and assess the potential of renewable energy sources, such as solar intensity, wind speed, and water volume.</li> </ul>	<ul style="list-style-type: none"> <li>Cost management</li> <li>Management of raw materials and alternative raw materials, including the supply chain of raw materials</li> <li>Management of investment contracts and various concession contracts</li> </ul>		<ul style="list-style-type: none"> <li>Finding new markets, service channels in the clean energy group and Zero Discharged Solution</li> <li>Customer service: Providing after-sales service such as maintenance, troubleshooting</li> </ul>
<b>Digital Infrastructure Business</b> 	<ul style="list-style-type: none"> <li>Market research</li> <li>Opportunity and technology trend analysis</li> <li>Project search and selection</li> <li>Funding and resource sourcing</li> </ul>	<ul style="list-style-type: none"> <li>Infrastructure construction and development</li> <li>System procurement and installation</li> <li>System testing and inspection</li> <li>Cost management</li> <li>Investment contract management</li> </ul>	Engage in investment business in new technology and data centers.	<ul style="list-style-type: none"> <li>Customer Service and Management</li> <li>Marketing and Branding</li> <li>Service Development and Revenue Generation</li> <li>Continuous Care and Maintenance</li> </ul>

ARRID

Business Group	Upstream activities	Mid-level activities	Business activities	Downstream activities
<b>NextGen Water Management Business</b> 	<ul style="list-style-type: none"> <li>Market Finding</li> <li>Partner Finding</li> <li>Funding</li> <li>Agreement or Contract with Partner</li> <li>Planning, Designing and Developing Infrastructure</li> <li>Research and Development: Research and develop water treatment technology to produce clean, quality water that meets standards</li> <li>Integration: Research to integrate energy and water technologies, such as using clean energy to drive water treatment systems or using wastewater treatment systems in power plants.</li> <li>Water source surveys and assessments: Survey and assess the quality of raw water sources, such as rivers, lakes, and groundwater, to produce clean water.</li> </ul>	<ul style="list-style-type: none"> <li>Design and construction of water treatment plants: Design and construction of water treatment plants with modern systems and equipment.</li> <li>Water Treatment Equipment Procurement: Procure equipment for water treatment plants, such as Membrane Filter, Pumps, Pipes</li> <li>Raw Material Procurement: Procure necessary raw materials, such as chemicals for water treatment</li> <li>Cost Management</li> <li>Raw Material Management and Alternative Raw Materials, as well as Raw Material Supply Chain</li> <li>Management of investment contracts and various concession contracts</li> </ul>	<p>Engage in investment business in water management as a producer, operator and maintenance as well as management.</p>	<ul style="list-style-type: none"> <li>Marketing and sales of clean water: Selling clean water to industrial estates, communities</li> <li>Building a brand: Building a strong brand, focusing on sustainability and being environmentally friendly</li> <li>Creating added value, such as promoting products or services, creating new products, including solutions that meet the needs of customers and the market</li> <li>Finding new markets</li> <li>Customer service: Provide after-sales service such as water quality inspection, system maintenance</li> </ul>
<b>Logistics Business</b> 	<ul style="list-style-type: none"> <li>Market research</li> <li>Partnerships</li> <li>Funding</li> <li>Agreements or contracts with partners</li> <li>Infrastructure planning, design and development</li> </ul>	<ul style="list-style-type: none"> <li>Project construction and development</li> <li>Project management and quality control</li> </ul>	<p>Engage in investment business related to transportation infrastructure, such as management and service of expressways, electric trains, and airports.</p>	<ul style="list-style-type: none"> <li>Customer Service</li> <li>Continuous Maintenance and Development</li> <li>Marketing and Additional Revenue</li> <li>Customer Relationship Management</li> </ul>

### 3.2.2 Stakeholders Analysis

Sino-Thai Engineering and Construction Public Company Limited (STEC), a subsidiary of STECON that operates the core business, has determined and analyzed stakeholders by collecting information from all departments/divisions of the Company, including information from the Company's construction projects gathered through the Community Relations section, which is responsible for communicating and building good relationship with community around the Company's construction site area in order to recognize the requirements and information of each stakeholder group.

Stakeholder	Expectations	Related Policies and Procedures	Stakeholder Engagement Channel
Shareholders	<ul style="list-style-type: none"> <li>• High return with appropriate risk.</li> <li>• Transparency and Accountability in business operations.</li> <li>• Shareholders' Rights.</li> <li>• Equitable Treatment of Shareholders.</li> <li>• Information Disclosure and Accessibility to Corporate information.</li> <li>• Providing a channel for stakeholders to communicate any concerns or suggestions.</li> </ul>	<ul style="list-style-type: none"> <li>• Compliance with Good Corporate Governance Policy.</li> <li>• Compliance with risk management policy</li> </ul>	<ul style="list-style-type: none"> <li>• Annual General Meeting (AGM)</li> <li>• Analyst Meeting</li> <li>• Annual report (56-1 One Report)</li> <li>• Website: <a href="http://www.stecon.co.th">www.stecon.co.th</a></li> <li>• E-Mail: <a href="mailto:information@stecon.co.th">information@stecon.co.th</a></li> <li>• Tel : 02-610-4900</li> </ul>
Customers	<ul style="list-style-type: none"> <li>• The international standard quality of service and work that can meet the customer requirements and at fair price.</li> <li>• On-time delivery.</li> <li>• Disclosure of relevant information for customers with accuracy, adequacy and appropriately.</li> <li>• Providing fairness of contract making between the Company and customers.</li> <li>• Keeping customers' information confidentially.</li> </ul>	<ul style="list-style-type: none"> <li>• Continuous development of Company's potential in employees, equipment &amp; tools, innovations, and business process in order to meet all customers' requirements and become a leading Engineering and Construction firm.</li> <li>• Compliance with Good Corporate Governance Policy and Code of Conduct.</li> </ul>	<ul style="list-style-type: none"> <li>• Meeting with customer (Project Owner)</li> <li>• Website: <a href="http://www.stecon.co.th">www.stecon.co.th</a></li> <li>• E-Mail: <a href="mailto:information@stecon.co.th">information@stecon.co.th</a></li> <li>• Tel : 02-610-4900</li> </ul>



Stakeholder	Expectations	Related Policies and Procedures	Stakeholder Engagement Channel
Employees	<ul style="list-style-type: none"> <li>• Job security and career path.</li> <li>• Providing fair and appropriate compensation and welfare.</li> <li>• Safety at work.</li> <li>• Good working environment.</li> <li>• Providing a channel for employees to communicate any concerns or suggestions.</li> </ul>	<ul style="list-style-type: none"> <li>• Compliance with Good Corporate Governance Policy and Code of Conduct.</li> <li>• Human resources development including defining career path.</li> <li>• Raising safety awareness and defining the safety policy, procedures, trainings, measurement &amp; evaluation, and development in safety procedures.</li> <li>• Occupational Health, Safety, and Environmental Policy.</li> <li>• Whistleblowing and Whistleblower Protection Measures.</li> <li>• Promoting employee engagement and retention</li> </ul>	<ul style="list-style-type: none"> <li>• Management and employee meeting</li> <li>• Organize small group meetings.</li> <li>• Communicate through email/social media</li> </ul>
Partners	<ul style="list-style-type: none"> <li>• Transparency in Partners Selection Process.</li> <li>• Disclosure information for partners with accuracy, adequacy and appropriately.</li> <li>• Providing fairness of contract making between the Company and partners.</li> <li>• Keeping partners' information confidentially.</li> <li>• Providing a channel for partners to communicate any concerns or suggestions.</li> </ul>	<ul style="list-style-type: none"> <li>• Compliance with Good Corporate Governance Policy and Code of Conduct.</li> <li>• Compliance with policies and guidelines for selecting suppliers.</li> <li>• Establish a Supplier Code of Conduct for business partners.</li> <li>• Compliance with Anti-Bribery and Anti-Corruption Policy.</li> <li>• Compliance with contracts between partners and the Company.</li> <li>• Compliance with the policy to promote the potential and ability of partners.</li> <li>• Whistleblowing and Whistleblower Protection Measures.</li> </ul>	<ul style="list-style-type: none"> <li>• Meetings with Partners</li> <li>• Website: <a href="http://www.stecon.co.th">www.stecon.co.th</a></li> <li>• E-mail: <a href="mailto:information@stecon.co.th">information@stecon.co.th</a></li> <li>• Tel: 02-610-4900</li> </ul>
Creditors	<ul style="list-style-type: none"> <li>• Transparency and accountability in business operations.</li> <li>• Disclosure information for creditors with accuracy, adequacy and appropriately.</li> <li>• Providing fairness of contract making between the Company and creditors.</li> <li>• Compliance with contracts between the Company and creditors.</li> </ul>	<ul style="list-style-type: none"> <li>• Compliance with Good Corporate Governance Policy and Code of Conduct.</li> </ul>	<ul style="list-style-type: none"> <li>• Meetings with Creditors</li> <li>• Website: <a href="http://www.stecon.co.th">www.stecon.co.th</a></li> <li>• Tel: 02-610-4900</li> </ul>

Stakeholder	Expectations	Related Policies and Procedures	Stakeholder Engagement Channel
Competitors	<ul style="list-style-type: none"> <li>Refusing to act any form that restricts competitors' right.</li> </ul>	<ul style="list-style-type: none"> <li>Compliance with Good Corporate Governance Policy and Code of Conduct.</li> </ul>	<ul style="list-style-type: none"> <li>Website: <a href="http://www.stecon.co.th">www.stecon.co.th</a></li> <li>Tel: 02-610-4900</li> </ul>
Government Organizations	<ul style="list-style-type: none"> <li>Abide by laws and regulations of business operations.</li> <li>Transparency in business operations.</li> </ul>	<ul style="list-style-type: none"> <li>Compliance with Good Corporate Governance Policy and Code of Conduct.</li> <li>Compliance with Anti-Bribery and Anti-Corruption Policy.</li> </ul>	<ul style="list-style-type: none"> <li>Meetings with Government Organizations</li> <li>Website: <a href="http://www.stecon.co.th">www.stecon.co.th</a></li> <li>Tel: 02-610-4900</li> </ul>
Community and Society	<ul style="list-style-type: none"> <li>Business Operation that has the least impact on the lives of people in the community or commuters.</li> <li>Business Operation with environmental concerns.</li> <li>Supporting community activities.</li> <li>Providing a channel for claimers to communicate any concerns or suggestions.</li> </ul>	<ul style="list-style-type: none"> <li>Compliance with Good Corporate Governance Policy and Code of Conduct.</li> <li>Compliance with the policy of participation in community and social development related to business.</li> <li>Compliance with Occupational Safety, Health, and Environment Policy</li> <li>Whistleblowing and whistleblower Protection Measures.</li> <li>Community and social participation.</li> </ul>	<ul style="list-style-type: none"> <li>Community development projects</li> <li>Filing complaints Tel: 02-610-4900</li> <li>Visiting communities onsite</li> <li>Website: <a href="http://www.stecon.co.th">www.stecon.co.th</a></li> <li>Corporate Communication Section</li> </ul>

STEC places importance on the impact on all groups of stakeholders covered in economic, social, and environmental dimensions, the Company has prioritized sustainability issues as follows:

#### 1. Identifying key sustainability issues.

The Sustainability Management Committee collects key sustainability issues. Based on the analysis of the business value chain and from the opinions of stakeholder's support decision making in identifying issues related to business operations and stakeholders. Covering economic, social, and environmental dimensions

#### 2. Assessing and prioritizing material sustainability issues.

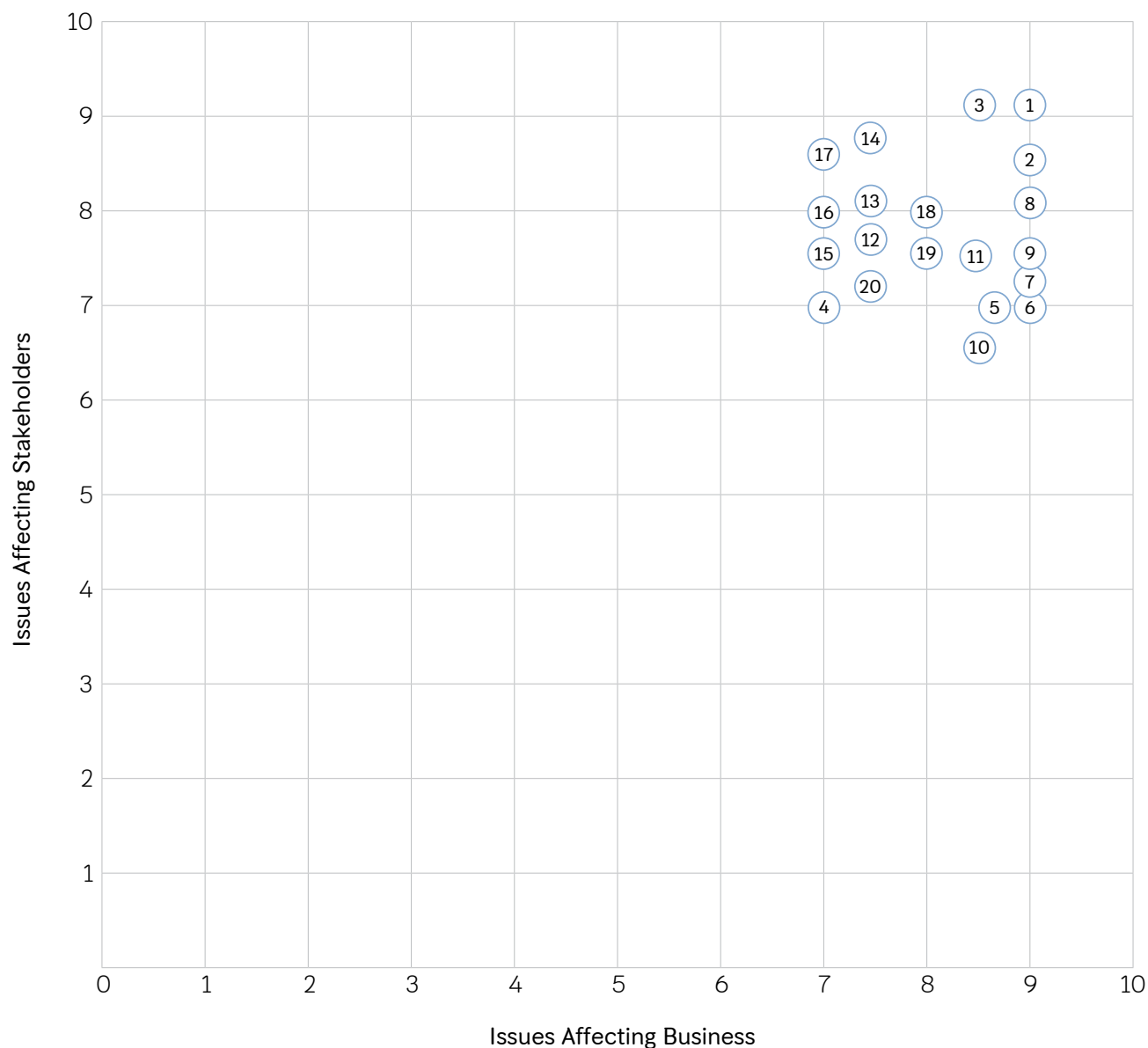
The Company uses key sustainability issues gathered from sources through preliminary screening, as well as surveying the opinions of relevant agencies and all groups of stakeholders. Through answering questionnaires about prioritizing sustainability issues that are important to stakeholders and the organization, as well as reviewing other important issues from the same industry or related industries with stakeholders, the executives and employees of the Company participated in giving opinions.

#### 3. Validation of key sustainability issues and continues for improvement.

The Company presents material sustainability issues to the Board of Directors. To ensure prioritization under consideration the level of influence on stakeholder assessments and decisions, along with the level of significance that affects economic, social, and environmental impacts. The Company also validates the assessment and prioritization of key sustainability issues. Especially expect views and suggestions related to the sustainability of the organization to all groups of stakeholders by gathering opinions of stakeholders and hold a meeting within the organization to review the material of the sustainability assessment process continuously.

## Sustainability Materiality Matrix

## Materiality Matrix



Economic Dimension	Social Dimension	Environmental Dimension
1. Good Corporate Governance 2. Business Ethics and Anti-Corruption 3. Risk and Crisis Management 4. Economic Performance 5. Supply Chain Management 6. Innovation Management 7. Information Technology and Cyber Security for Business	8. Human Rights and Fair Treatment 9. Employee Development 10. Motivation and Retention of Employees 11. Occupational Health and Safety 12. Community and Social Development	13. Air Quality Management 14. Noise Management 15. Water Management 16. Waste Management 17. Climate Change and Greenhouse Gas Management 18. Energy Management 19. Cost-Effective Use of Resources 20. Environmentally friendly construction

### 3.2.3 Support for the Sustainable Development Goals (SDGs)

Sustainability Operations	Support for the Sustainable Development Goals (SDGs)
<b>Economics &amp; Good Corporate Governance Dimension</b> <ul style="list-style-type: none"> <li>Business operations based on good corporate governance principles</li> <li>Adherence to business ethics and anti-corruption, anti-bribery practices</li> <li>Effective risk management and crisis management</li> <li>Supply chain management</li> <li>Innovation management and fostering an innovation culture within the organization</li> <li>Data security and information systems management</li> </ul>	  
<b>Social Dimension</b> <ul style="list-style-type: none"> <li>Business operations with respect to human rights principles and fair treatment of labor</li> <li>Continuous employee development</li> <li>Employee engagement and retention</li> <li>International standards for occupational safety, health, and work environment</li> <li>Community and social involvement and development</li> </ul>	   
<b>Environmental Dimension</b> <ul style="list-style-type: none"> <li>Air quality management</li> <li>Noise level management</li> <li>Water management</li> <li>Waste and disposal management</li> <li>Climate change and greenhouse gas management</li> <li>Energy management</li> <li>Resource conservation and efficient use</li> <li>Environmentally Friendly Construction</li> </ul>	     

## 3.3 Environmental Sustainability Management

### 3.3.1 Environmental Policies and Practices

Stecon Group Public Company Limited (STECON) and its affiliates have established environmental and climate change policies aware of their responsibility to conduct business with social responsibility, economy, environment and good corporate governance to lead for sustainable growth. These policies align with the guidelines of the Stock Exchange of Thailand and international standards.

The Company has formulated an environmental and climate change policy to guide business operations by taking into account the preservation and prevention of environmental impact as following:

1. Strictly comply with relevant law, regulation and environmental standard.
2. Manage and control environmental operation including air quality management, noise level management, water quality management, waste Management, climate change and greenhouse gas management. The Company will ensure the efficient and effective use of resource and biodiversity as well as report and evaluate its performance regularly.

3. Carry out the work according to the Environmental Impact Assessment Report or any other relevant measures in order to mitigate environmental impacts that may occur due to the Company's activity.
4. Support environmentally friendly activity, product or service to reduce environmental impact.
5. Promote awareness building and participation in environmental operation. Environmental conservation and the use of resources with appreciation for personnel and related stakeholders.
6. Support the development of personnel to have knowledge and experience in environmental and climate change operation continuously.
7. Develop a management system Promote technology and innovation in the environment to increase competitiveness and achieve sustainable growth goal.

For detailed information on the company's environmental and climate change policy, please visit the company's website at <https://www.stecongroup.co.th/storage/document/cg/stec-environmental-and-climate-change-policy-th.pdf>.

The company has implemented oversight to ensure compliance with environmental laws, regulations and standards within appropriate to the context of operations.

Over the past year, the company has conducted training programs to enhance employee knowledge. It also encouraged employees to participate in training sessions, seminars, and knowledge exchange with external organizations to share expertise and experiences. Last year, the Company provided in-house training on the environment and climate change by training 1,106 project engineers, engineers, supervisors, foremen and architects. Post-training evaluations revealed that over 95% of participants had increased understanding.

Additionally, the company has participated in external training sessions and seminars to improve knowledge and communications with external agencies as follows:

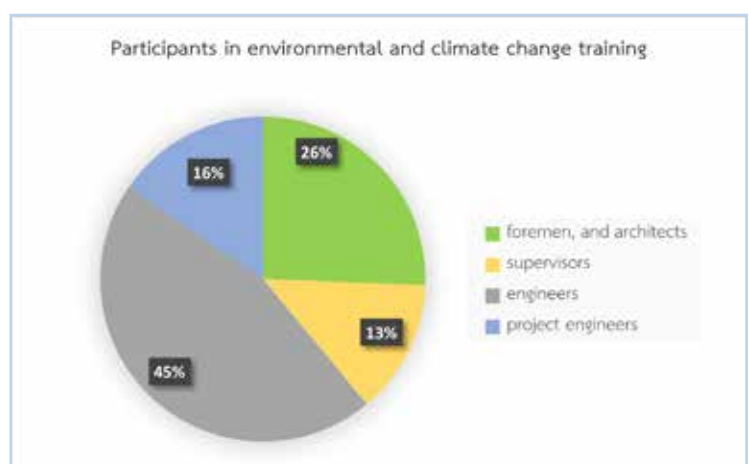


Image: Environment and Climate Change Training



Course	Participants (person)
In-depth Active Training on Carbon Footprint Data Verification for Organizations by Thailand Greenhouse Gas Management Organization (Public Organization)	2
In-depth Active Training on Carbon Footprint Assessment for Organizations by Thailand Greenhouse Gas Management Organization (Public Organization)	2
Training Course on Developing T-ver Projects in the Forestry and Agriculture Sectors by Thailand Greenhouse Gas Management Organization (Public Organization)	2
Training Course on Developing T-ver Projects in the Energy, Transportation and Waste handling and disposal Sector by Thailand Greenhouse Gas Management Organization. (Public Organization)	2
Seminar: “Reviving Earth Pulse - Now or Never” organized by FutureTales Lab, Magnolia Quality Development Corporation Limited.	4
Seminar: “ESG: The Next Chapter to Sustainability - Steps Toward Sustainability” organized by the Executive Master’s Association of Kasetsart University.	4
Seminar: “SET Sustainability Forum 2/2024: Scaling up Synergies and Solutions for Net-Zero” organized by the Stock Exchange of Thailand.	4
Training Course on Calculating Carbon Footprint in Design and Construction Throughout the Life Cycle to Prepare for Net-Zero, Session 1, organized by the Building Information Modeling Institute, Engineering Institute of Thailand.	7
Training on Low Carbon Building Calculation Techniques: Complete Lifecycle Analysis organized by 1000 THEORY.	3
Seminar: “ESG SYMPOSIUM 2024: Driving Inclusive Green Transition” organized by SCG.	4

The scope of environmental sustainability management will cover operations from January to December 2024, under the company's operational control. The company has developed environmental management practices within the scope of its operations. Each company within the group operates independently by collectively controlled and managed, aiming to strengthen and sustainable growth for the company. Contact information: sustainability@stecongroup.co.th, Tel: 02-260-1321 ext. 1643 or 1646.

The environmental management practices will adhere to relevant legal frameworks, such as the National Environmental Quality Promotion and Conservation Act B.E. 2535 (1992), the National Environmental Quality Promotion and Conservation Act (No. 2) B.E. 2561 (2018), Notifications of Ministry of Natural Resources and Environment, Notifications of Pollution Control Department, and Notifications of National Environmental Board, etc., These efforts reflect the company's environmental responsibility stemming from its operations. Furthermore, the company integrates modern technologies to reduce environmental impacts. Environmental management activities include the following aspects:

1. Air quality management
2. Noise level management
3. Water management
4. Garbage and waste management
5. Energy and resource management
6. Biodiversity
7. Climate change and greenhouse gas management
8. Environmentally friendly construction

### 3.3.2 Environmental Operations

The environmental operations report for 2024 will cover the activities of the subsidiaries engaged in the core business of Stecon Group Public Company Limited, including Sino-Thai Engineering and Construction Public Company Limited (STEC), Wisdom Services Company Limited (WISDOM), and SNT Concrete Solutions Company Limited (SNT). The key environmental operations of these companies are as follows:



**Reduce direct and energy indirect greenhouse gas emissions.**

**517** tons of carbon dioxide equivalents.



**Electricity generated from solar energy. (solar cells)**

**987,537**  
kilowatt-hours (kWh)



**Transfer the waste from the activities of workers and employees for recycling.**

**59,642** kilograms (kg)



**Reduce water usage. (STEC-Head Office)**

**1.59%** Compared to the year 2022



**Waste separation operations included all units.**

#### (1) Air Quality Management

##### 1) Policy and Practices for Air Quality Management

Recognizing the importance of air quality resulting from activities that may impact workers and surrounding communities, the company has implemented policies and practices to mitigate air quality impacts, which according to the company's guidelines for sustainable business development and environmental sustainability management, as follows:

- 1.1 Keep and clean construction areas to prevent dust dispersion.
- 1.2 Spray water in the area that may cause the dispersion of dust particles.
- 1.3 Install mesh netting between construction sites and nearby communities, using sufficiently thick netting to filter dust from construction to be at acceptable levels.
- 1.4 The Company maintains engines/machines used in construction sites to protect against exhaust emissions and particulates along with directing vehicles to be cleaned, especially at the lower area and wheels, when wanting to move out from the construction site.
- 1.5 The Company requires trucks in construction sites to use speeds of not over 40 kilometers per hour.
- 1.6 Provide materials to cover the truck to prevent dust dispersion.

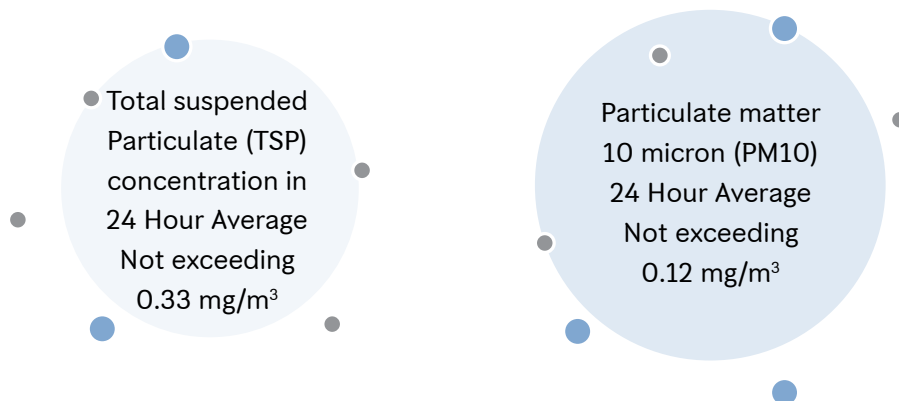
Each subsidiary company is encouraged to adapt these practices for operational activities as appropriate.



Image: Air Quality Management

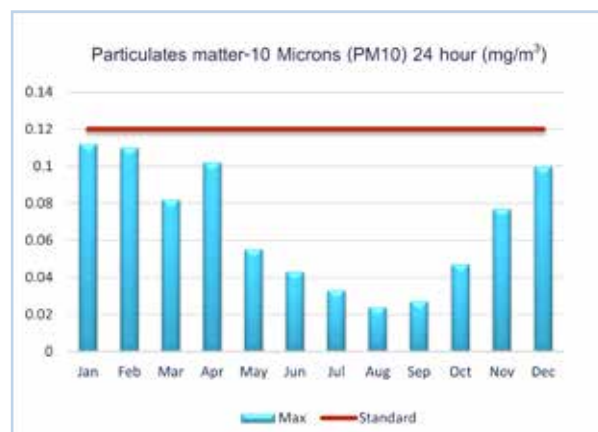
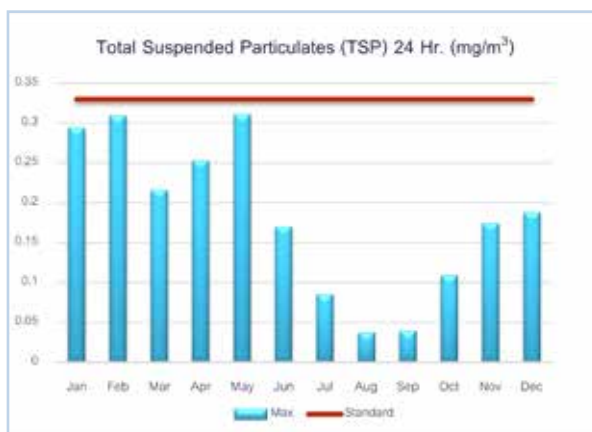
#### 2) Air Quality Management Goals

The three core subsidiary companies have set the goal of air quality management within their areas to ensure that it does not exceed the standard index limits outlined in the National Environmental Board Announcement No. 24, B.E. 2547 (2004), which specifies the air quality standards for the general atmosphere.



#### 3) Air Quality Management Performance

An example of air quality measurement results within the Mochit Complex project (construction phase) of STEC shows the average 24-hour Total Suspended Particulate (TSP) and Particulate matter-10 micron (PM10) levels. The measurements taken from January to December 2024 ranged from 0.037 to 0.311 milligrams per cubic meter ( $\text{mg}/\text{m}^3$ ) for TSP and from 0.024 to 0.112  $\text{mg}/\text{m}^3$  for PM10, all of which are within the standard criteria.



Air quality measurement results in the Mochit Complex Project of STEC in January to December 2024

**(2) Noise Level Management****1) Policy and Practices for Noise Level Management**

Noise management is an important factor that the company focuses on preventing and addressing during operations. The company has established policies and practices to mitigate the impact of noise, which according to the company's guidelines for sustainable business development and environmental sustainability management are as follows:

- 1.1 Establish operational hours for noisy activities during the daytime. If operations are required outside of these hours, permission or approval must be obtained from relevant authorities and the public in nearby communities must be notified in advance.
- 1.2 Ensure regular inspection, maintenance and repair of tools/equipment to keep them in good condition, following the maintenance manuals for tools and equipment continuously.
- 1.3 Install temporary noise barriers or sound-absorbing materials as appropriate for areas where noisy operations take place.
- 1.4 Use appropriate materials, equipment, and methods of work to minimize noise impact on workers and surrounding communities.

The implementation of noise impact reduction measures depends on the suitability for each subsidiary company, in compliance with laws, regulations or standards in place. Several units of STEC undertake construction contracting, which operation accordance with EIA and conduct monitoring and report results according to relevant requirements to minimize impacts from their activities.



Image: noise barriers and noise levels area warning signs

**2) Noise Level Management Goals**

The three main subsidiary companies have strictly adhered to noise level management regulations and requirements. The goal of their noise management operations is to ensure that noise levels in the areas do not exceed the standard index thresholds as defined in the Notification of the National Environmental Board No. 15, B.E. 2540 (1997) regarding the establishment of general noise level standards.

Average Sound in 24 hours ( $L_{eq}$  24hr.)

not exceeding 70 dB(A)

Maximum Sound ( $L_{max}$ )

not exceeding 115 dB(A)

### 3) Noise Level Management Performance

In units that are required to monitor noise levels during construction of STEC such as the Rayong Power Plant Project, Mochit Complex Project, and Hinkong Power Plant Project, the results of Equivalent Continuous Sound Levels (Leq, 24 hr) and the Maximum Level of Noise (Lmax) were found to be within the standards criteria.

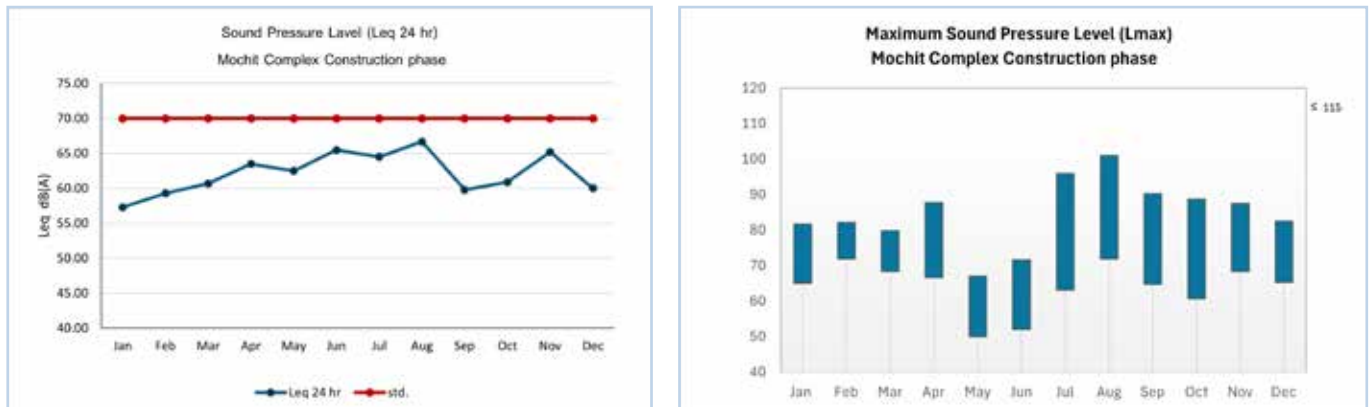


Image: Example of noise level monitoring results in the Mochit Complex project of STEC

### (3) Water Management

#### 1) Policy and Practices for Water Management

The operations of the three core subsidiaries companies do not use large amounts of water directly from natural water sources. Therefore, no natural water sources were directly affected. However, the company has implemented other water management measures to prevent and mitigate environmental impacts including wastewater quality management. These practices are carried out in strict accordance with relevant laws and regulations, and efforts are made to maximize water use efficiency. The company has established policies and practices for water management, which according to the company's guidelines for sustainable business development and environmental sustainability management are as follows:

- 1.1 Separate rainwater drainage from wastewater.
- 1.2 Control wastewater discharge to comply with standards or regulations.
- 1.3 Provide wastewater treatment system to treat wastewater from various activities.
- 1.4 Ensure contaminated wastewater is properly treated.
- 1.5 Set up temporary water drainage systems to enable efficient water flow.
- 1.6 Support measures to reduce water usage.
- 1.7 Encourage the efficient use of water and recycling.

Each subsidiary may adapt these practices for operational activities as appropriate.

#### 2) Water Management Goals

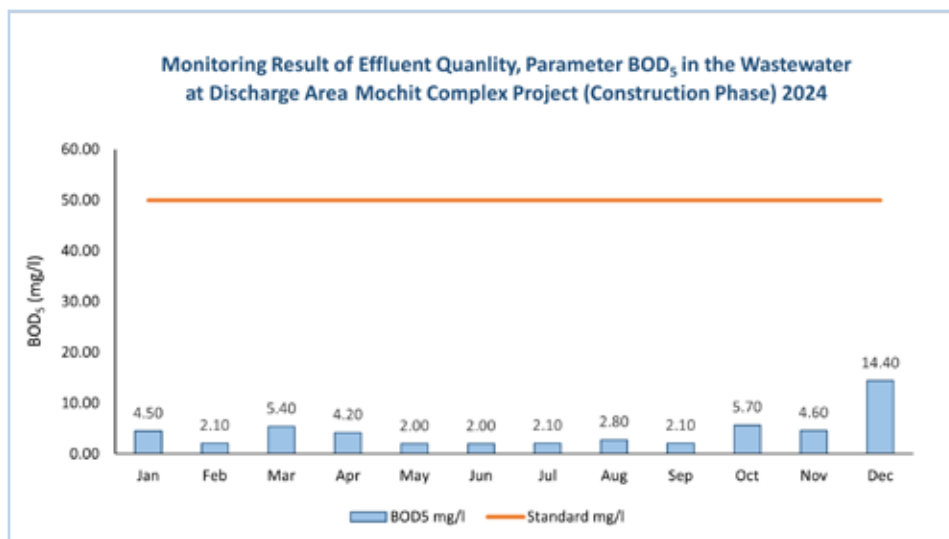
Wastewater Quality	• Not exceeding standard criteria.
Water Consumption (Head Office)	• Water consumption reduced by 2%.



### 3) Water Management Performance

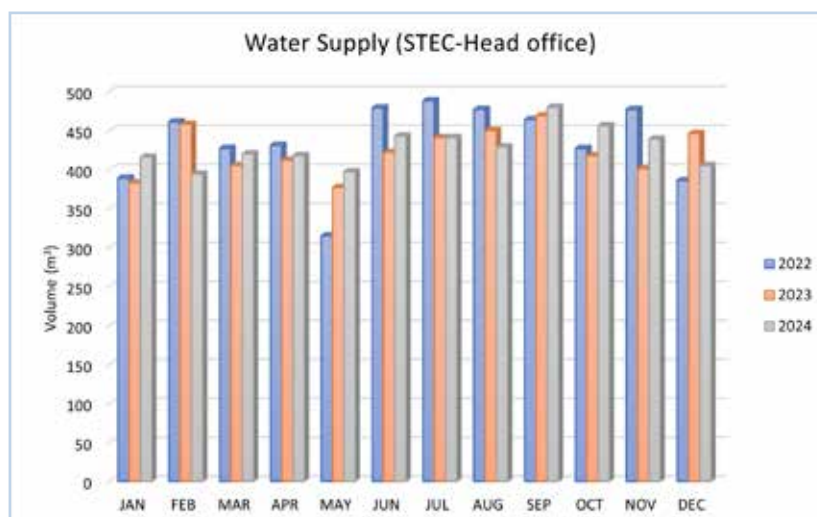
The three subsidiaries engaged in core business activities have strictly managed water quality in their operations by complying with relevant laws and regulations.

For example, the monitoring of wastewater quality at the discharge point before outside the Mochit Complex project (construction phase) of STEC, from January to December 2024, measured the Biochemical Oxygen Demand (BOD<sub>5</sub>). The recorded BOD<sub>5</sub> values ranged from 2.00 to 14.40 milligrams per liter, which is within the standard criteria set for wastewater discharge from Type E buildings, according to the Ministry of Natural Resources and Environment's notification on wastewater discharge standards for certain building types and sizes (BOD<sub>5</sub> must not exceed 50 milligrams per liter).



STEC has recorded water usage at Head office, finding a total consumption of 5,138 cubic meters (16.21 cubic meters per square meter), which resulted in an expense of 92,484.00 Baht. Through water-saving activities, water consumption at Head office decreased by 83 cubic meters (compared to 2022), representing a 1.59% reduction and a cost saving of 1,494.00 Baht.

Additionally, there is a project to recycle water for maximum benefit. Recycling water can reduce the cost of water procurement, decrease wastewater discharge and wastewater pollution.



### (4) Garbage and Waste Management

#### 1) Policy and Practices for Waste Management

The three subsidiaries engaged in the core business activities have practices for waste management in compliance with relevant laws. They also encourage the reuse or recycling of materials to reduce waste volume and use of materials for efficiency to maximum benefit. The waste management practices, which according to the company's guidelines for sustainable business development and environmental sustainability management and construction waste management regulations of STEC are as follows:

- 1.1 Prepare sufficient containers for supporting waste with tightly sealed lids at various points in construction sites.
- 1.2 Collect waste within designated areas to maintain order in projects.
- 1.3 To carry out waste separation and disposal in an appropriate way
- 1.4 To carry out hazardous waste separation and carried for proper disposal and lawful manner.
- 1.5 To determine the separate areas for storing construction material scraps.
- 1.6 Waste shall not be incinerated at the construction site.



#### 2) Garbage and Waste Management Goals

Segregate waste in all unit by 2025

Reduce overall waste volume by 5% per person/year, compared to the base year.

#### 3) Garbage and Waste Management Performance

The three subsidiaries engaged in core business activities have implemented waste management practices, in which STEC undertakes construction contracting, each unit typically operates for a duration of 3-5 years and cannot establish a permanent waste management system. However, the company has managed waste according to owner requirements and waste management regulations of company, which determine separation has been implemented, recorded and disposal according to regulations. Additionally, construction material management for maximum value, improving garbage and waste management efficiency. In 2024, the scope of waste separation operations was expanded to include all units.

Example of waste management at STEC Head office recorded the amount of waste, managed recycling and disposing according to regulations. In 2024, the amount of general waste sent for disposal decreased by 40.30% (compared to 2023).



In STEC's construction site, WISDOM and SNT a total of 44,319 kilograms, 629 kilograms and 14,694 kilograms of waste, respectively, were sent for recycling in 2024.



There have been initiatives to reduce waste and promote resource use for efficiency, such as the “Turn Plastic into Robes” project, which has been running for the third consecutive year, with over 273 kilograms of plastic bottles donated. The “WeCYCLE AWARDS 2024” project successfully recycled 120.6 kilograms of plastic bottles and other projects such as SCGP Recycle, sends construction waste materials for recycling with suppliers (TOA), converting food waste into compost, and initiatives to recycle leftover materials.



## (5) Energy and Resource Management

### 1) Policy and Practices for Energy and Resource Management

The three subsidiary companies, which are the core business, have policies for employees to have awareness about using resources cost-effectively by specifying guideline in using resources cost-effectively, along with supporting cost-effective and efficient use of resources, which according to the company's guidelines for sustainable business development and environmental sustainability management and Company Notification No. 063/2565/001 on Head Office Energy Conservation and Expense Reduction Measures are as follows:

- 1.1 Reduce energy and electricity consumption by changing on-off times of air conditioner to be appropriate, setting appropriate air conditioner temperatures, setting computer screensavers when computers are not used, turning lights and electrical appliances off when not used, using stairs instead of using elevators, and turning lights off breaktime, etc.
- 1.2 Encourage renewable energy and increase energy efficiency through measures.
- 1.3 Support activities that reduce resource utilization such as adopting paperless systems for use in the organizations, to apply for leave via online systems, and using electronic pay slips, etc.
- 1.4 Encourage resource utilization for maximum benefit such as efficient water consumption, turning off water when not used, promoting use of paper on both sides, and reusing/recycling materials and equipment, etc

### 2) Energy Management Goals

#### STEC-Head Office

- Reduce electricity consumption by 2% compared to the year 2022

#### STEC-The fabrication plant in Rayong

- Electricity from renewable energy (Solar) at 25% of electricity use.

### 3) Energy Management Performance

At the STEC (Head Office) has supported efficient energy use with measures to save energy, such as setting air conditioners on-off times, setting computers screensavers and using stairs instead of elevators. In 2024, recorded electricity from the Metropolitan Electricity Authority was used at 703,407 kilowatts-hour (kWh), which increase by 2.40% compared to 2022. due to increased training seminars and overtime work. However, the company has a plan to improve the electrical system to encourage efficient energy use and reduce energy consumption.

The fabrication plant in Rayong of STEC installed solar panels to generate 324 kilowatts of electricity. In 2024, the plant was able to generate 329,634 kilowatts-hour (kWh) of electricity from solar energy for use in the plant or 29% of electricity consumed in the plant.



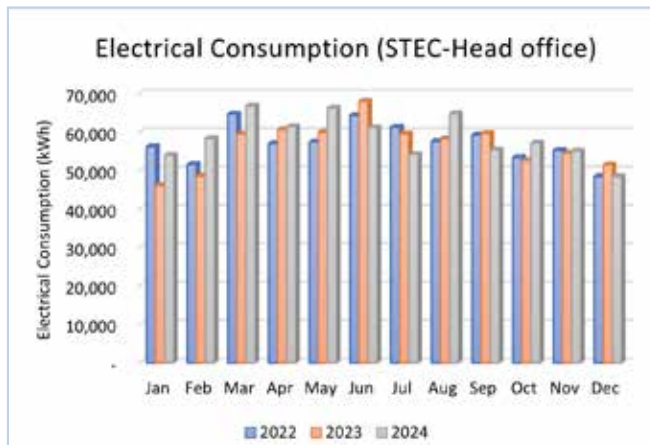
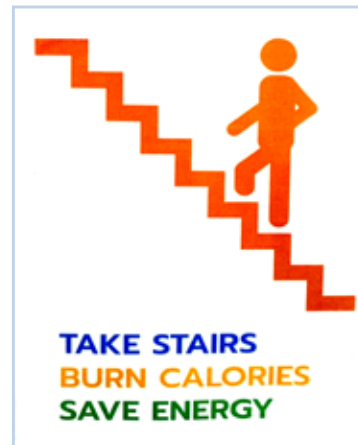


Image: Electricity consumption at STEC Head Office



Energy-saving activity

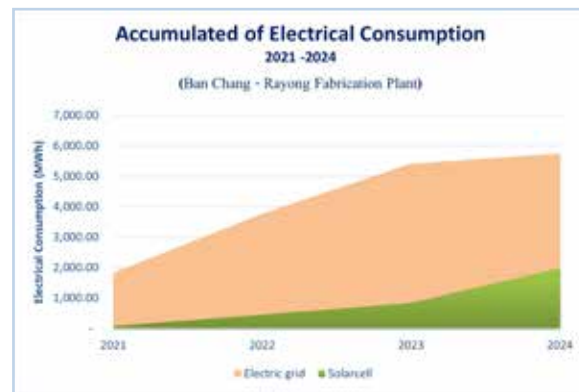
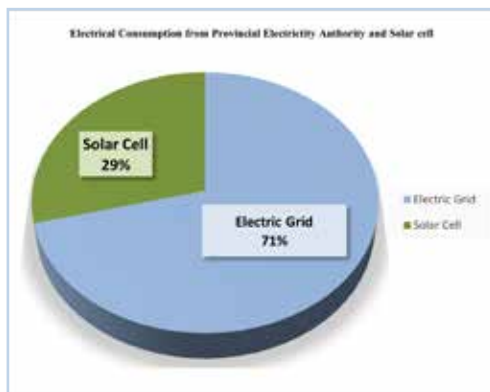


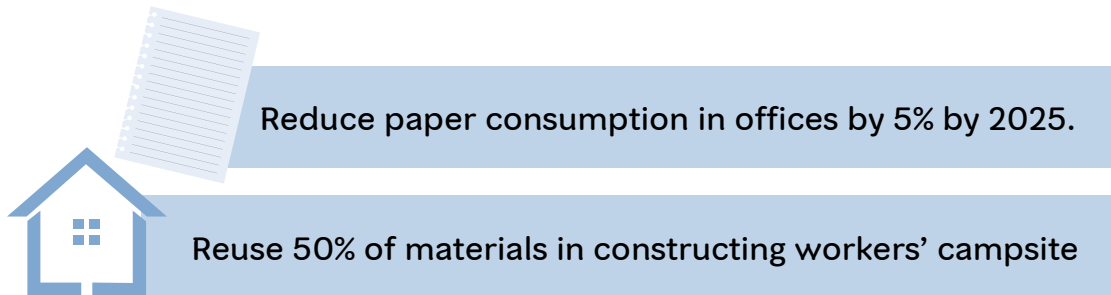
Image: Ratio of Solar Energy Use and accumulated of electrical consumption at plant, Rayong of STEC

In addition, in 2024, implemented to install solar panels for construction offices, streetlights around the construction office and Stock Yard in STEC's construction area (Solar Power Plant Project 5 sites, Motorway#1 and #2 Project) and SNT. This project able to generate 104,208 and 553,695 kilowatts-hour (kWh) of electricity from solar energy for use in the project, respectively. Including the beginning of the change to use electric vehicles (EV) instead of combustion engine vehicles. The company also has plans to encourage the use of renewable energy and alternative energy sources in its construction area and precast concrete manufacturing plants to reduce fossil fuel consumption.





#### 4) Cost-Effective Resource Utilization Goals



The three subsidiary companies, which are the core businesses, have a policy awareness of cost-effective use of resources with practices on energy and resource consumption. Office practices are about utilization in office resources and construction sites are about utilization of construction materials such as wood, steel plates, steel wires, etc. Operations are planned by divisional/departmental managers. In addition, each project's manager prepares appropriate guidelines for each construction site, monitors and continually improves performance. It's resulted in reduced energy and reduced the Company's operating costs.

The camp knock-down for workers in construction project was able to reuse more than 70%.

The "SCGP Recycle exchange old paper for new paper" Project to manage recyclable paper from the Company's business operations was able to deliver 47,830 kilograms of paper for recycling.

In the office and construction site, the company has emphasized the use of technology and innovation to reduce paper consumption by transforming work processes. Such as digital systems, Building Information Modeling (BIM), online meetings and use of electronic documents. These technologies and innovations have significantly reduced paper use, improved operational efficiency and encouraged sustainable environmental practices.

In addition, in accordance with the company's policy to establish the "Sino-Thai Payback to the Society" project, the company constructed the Charnvirakul Building as a classroom and library building for schools in areas that lack financial resources, as part of its to encourage education in Thailand and is a sustainable development of the business in the social dimension. With an awareness of the importance of social and environmental issues, which are part of sustainable development, the company has encourage the development of schools and sustainable education, considering to environmental impacts and the efficient use of resources simultaneously to achieve the company's sustainability goals environment dimension. The company has managed resources to reduce the impact of using new resources following the circular economy, by constructing durable buildings and efficiently reusing construction materials. The strength, safety, and suitability of the materials are the primary considerations. This is a way to maximize the benefits of existing resources."



**(6) Biodiversity****1) Policy and Practices for Biodiversity**

Stecon Group Public Company Limited and subsidiaries have awareness of environmental impacts in biodiversity. Therefore, the Company has climate change and environmental policy with effective management and control of operations in the area for biodiversity including regular reports and performance assessments to reduce effects from the Company's activities.

**2) Biodiversity Operations**

Sino-Thai Engineering and Construction Public Company Limited (STEC) determined construction projects with biodiversity requirements to manage, monitor, and report according to regulations which include the area around construction projects to maintain environmental and biodiversity balance as much as possible. For example, Pink Line Extension Si Rat - Muang Thong Thani Project (construction phase) monitored biodiversity and found phytoplankton abundance to have mostly declined while types and biodiversity mostly did not change. Zooplankton abundance, types and biodiversity mostly did not change when compared to results from monitoring before construction. However, the company strictly mitigates environmental impact and monitor biodiversity

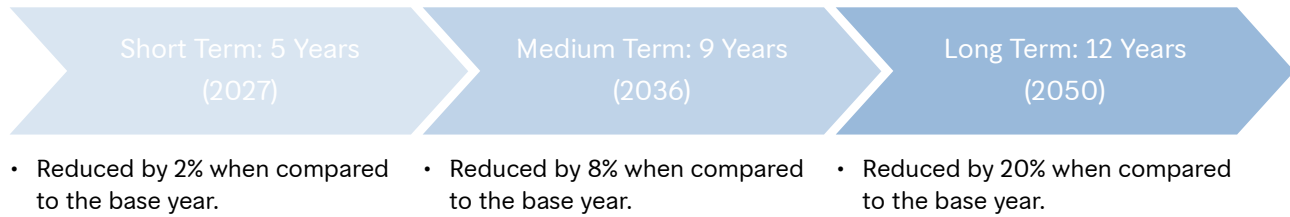
**(7) Climate Change and Greenhouse Gas Emissions Management**

Image: Ecosystem and Biodiversity Monitoring

**1) Policy and Practices for Climate Change and Greenhouse Gas Emissions Management**

Stecon Group Public Company Limited is aware of the Company's corporate social and environment responsibility, which specified the environment and climate change policy along with specifying goals and plans to participate in Thailand's efforts to achieve carbon neutrality by 2050. In addition, the company provides climate risk assessments which consists of variety parts as strategies, operational, financial, and compliances. These climate risks will affect company activities in the future. Therefore, the company should prepare to handle these risks

## 2) Climate Change and Greenhouse Gas Emissions Goals



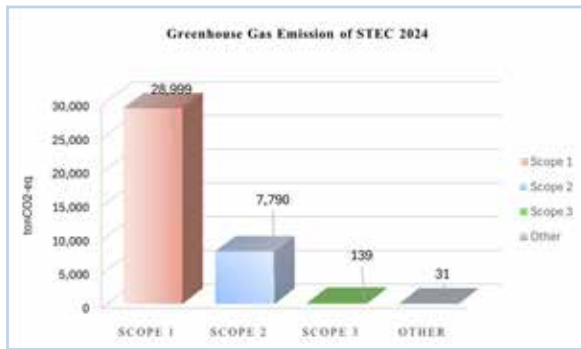
## 3) Climate Change and Greenhouse Gas Emissions Management Performance

The Company prepares report on Carbon Footprint for Organization. In 2024 expanded the scope of its greenhouse gas assessment to shows the organization's greenhouse gas emissions by referring to Specifications in Calculating and Reporting the Organization's Carbon Footprint by the Thailand Greenhouse Gas Emissions Management Organization (Public Organization), TGO (8th Edition, Revision No. 6, July 2022) and GHG Protocol, which verify by internal audit and register verifier. Results are as follows:

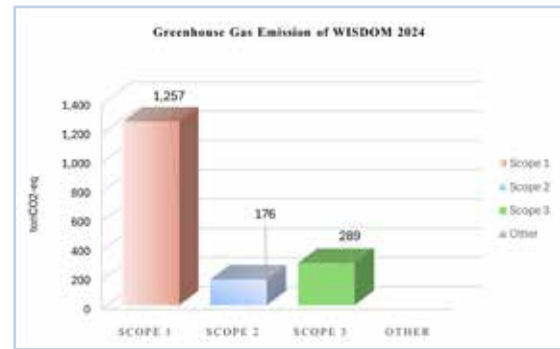
Company	Greenhouse Gas Emissions	Verified by
Sino-Thai Engineering and Construction Public Company Limited. (STEC) *	Greenhouse Gas Emissions: Scope 1 = 28,999 TonCO <sub>2</sub> e Scope 2 = 7,790 TonCO <sub>2</sub> e Scope 3 = 139 TonCO <sub>2</sub> e Others = 31 TonCO <sub>2</sub> e	LRQA (Thailand) Company Limited.
Wisdom Services Company Limited. (WISDOM)	Greenhouse Gas Emissions: Scope 1 = 1,257 TonCO <sub>2</sub> e Scope 2 = 176 TonCO <sub>2</sub> e Scope 3 = 289 TonCO <sub>2</sub> e	ECEE Company Limited.
SNT Concrete Solutions Company Limited. (SNT)	Greenhouse Gas Emissions: Scope 1 = 482 TonCO <sub>2</sub> e Scope 2 = 693 TonCO <sub>2</sub> e Scope 3 = 9,911 TonCO <sub>2</sub> e Others = 4 TonCO <sub>2</sub> e	ECEE Company Limited.

Remark \* STEC has disclosed the company's greenhouse gas emission reporting in accordance with GRI Universal Standard: GRI 305-1, GRI 305-2, GRI 305-3.

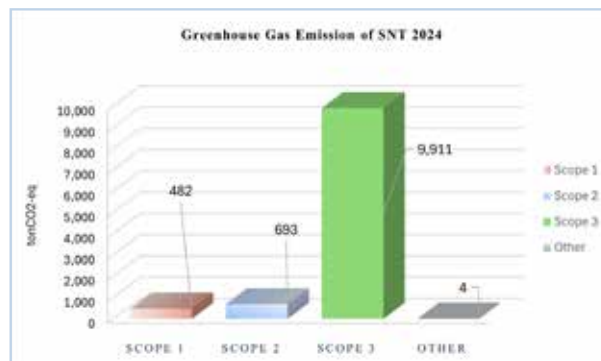
In 2024, STEC's greenhouse gas emissions (Scope 1 and 2) by 36,789 tons of carbon dioxide equivalents (equivalent to 1.16 tons of carbon dioxide equivalent per million baht of revenue). WISDOM's greenhouse gas emissions (Scope 1 and 2) by 1,433 tons of carbon dioxide equivalents (equivalent to 2.69 tons of carbon dioxide equivalent per million baht of revenue). SNT's greenhouse gas emissions (Scope 1 and 2) by 1,175 tons of carbon dioxide equivalents (equivalent to 4.07 tons of carbon dioxide equivalent per million baht of revenue).



STEC's Greenhouse Gas Emissions  
(January - December 2024)



WISDOM's Greenhouse Gas Emissions  
(January - December 2024)



WISDOM's Greenhouse Gas Emissions  
(January - December 2024)

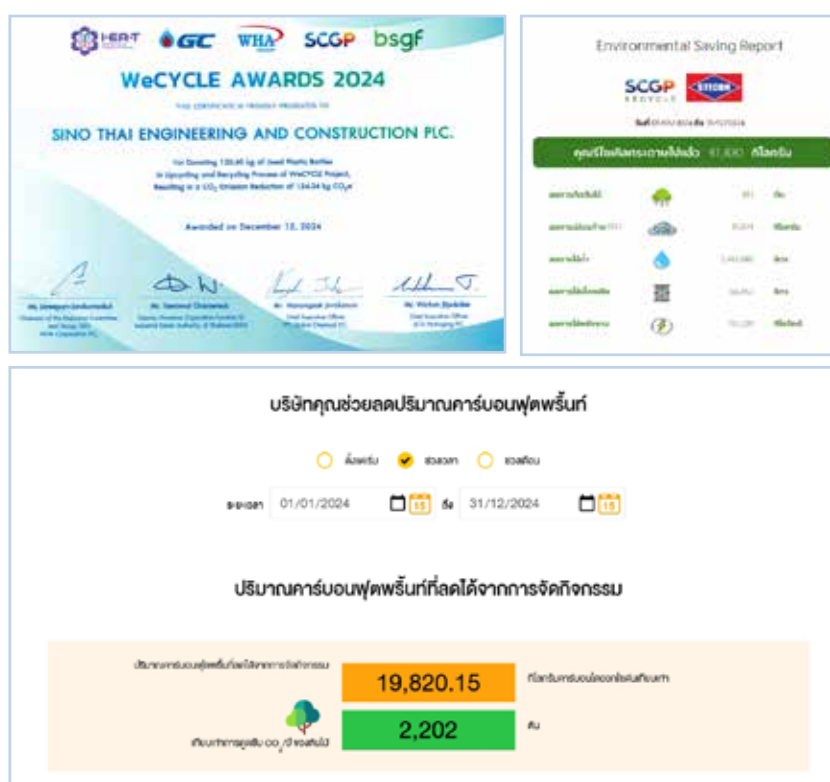
In 2024, the Company expanded the scope of the Carbon Footprint for Organization assessment, including the Company's organizational restructuring and business expansion, which are significant improvements to reflect the growth and changes within the organization. Therefore, the year 2024 has been designated as the baseline year, which can reflect the environmental impacts from the organizational restructuring, the expansion of the scope and the operations that have occurred more accurately and completely.

However, in 2024, a greenhouse gas emission reduction project was implemented, which was able to reduce direct and energy indirect greenhouse gas emissions by 517 tons of carbon dioxide equivalent such as:

- Renewable Energy Project: The installation of solar panels to generate electricity. In 2024, this project is expected to reduce greenhouse gas emissions by 493 tons of CO<sub>2</sub> equivalent.
- Electric Vehicle: In 2024, the company switched to using electric vehicles, replacing 6 combustion engine vehicles, which is expected to reduce greenhouse gas emissions by about 24 tons of CO<sub>2</sub> equivalent.
- Charnvirakul building Project: The company has used leftover construction materials in the construction, which the strength, safety, and suitability of the materials are the primary considerations. This initiative helps reduce the impact of using new resources, encourages recycling and ensures the efficient use of resources. Which is expected to reduced Scope 3 Category 1 emissions by 14 tons of CO<sub>2</sub> equivalent.
- Use of hydraulic cement (powder form) in operations, which is expected to reduced Scope 3 Category 1 emission by 1,288 tons of CO<sub>2</sub> equivalent.

The Company also worked with various agencies to support greenhouse gas emissions reduction activities.

- “ESG SYMPOSIUM 2024: Driving Inclusive Green Transition” organized by SCG.
- “ESG: The Next Chapter to Sustainability - Steps Toward Sustainability” organized by the Executive Master’s Association of Kasetsart University.
- “Reviving Earth Pulse - Now or Never” organized by FutureTales Lab, Magnolia Quality Development Corporation Limited.
- “SET Sustainability Forum 2/2024: Scaling up Synergies and Solutions for Net-Zero” organized by the Stock Exchange of Thailand.
- Participated in the “SCGP Recycle Old Paper for New Paper” Project to manage recyclable paper materials from the Company’s operations and was able to reduce carbon dioxide emissions by 32,524 kilograms of CO<sub>2</sub> equivalent.





- Participated in the “WeCYCLE AWARDS 2024” Project to manage recyclable bottle materials from the Company’s operations and was able to reduce carbon dioxide emissions by 124.34 kilograms of CO<sub>2</sub> equivalent.
- Participated in the “Care the Bear” Project, which involves adjusting behaviors to reduce emissions from organizing events or activities in both online and onsite formats. This initiative has resulted in a reduction of 19,820.15 kilograms of CO<sub>2</sub> equivalent emissions, equivalent to planting 2,202 trees.

### **(8) Environmentally Friendly Construction**

Stecon Group Public Company Limited wants to participate in supporting environmentally friendly construction. Therefore, the Company determined Climate change and environmental policy to support environmentally friendly construction activities and operations to reduce environmental impact from construction. The company is developing management systems, technologies and innovations, to increase competitive capacity and aim towards achieving sustainable goals.

As the activities of its core subsidiaries are to relate with construction part which standardized designs, the Company’s operations support and encourage use of green materials, particularly in projects with specified standards in the project requirement such as LEED or TREES.

With awareness of environmentally friendly construction, STEC has adopted hydraulic cement in all projects, including SNT, to reduce environmental impact. The use of hydraulic cement helps reduce greenhouse gas emissions from the construction material production process, as hydraulic cement contains a lower proportion of clinker compared to Portland cement. Additionally, it helps reduce energy consumption during the production process.

In 2024, the utilization of hydraulic cement was as follows:

- STEC used 800 tons of hydraulic cement in powder form and 1,635,552 tons in ready-mixed form.
- SNT used 32,235 tons of hydraulic cement in powder form.

This marks a significant step for the company in supporting sustainable development, reducing the carbon footprint of products delivered to customers, and optimizing resource utilization in line with the principles of the circular economy. These efforts contribute to the transition towards a low-carbon society.

## **3.4 Sustainability Management in Social Dimension**

### **3.4.1 Human Rights**

Stecon Group Public Company Limited and its subsidiaries concern the importance of human rights of the employees and related parties and respects personal rights in accordance with applicable laws. The Company shall refrain from any acts that are considered a violation of human rights. The “Human Rights Policy” has been established and specify important issues on occupational safety health and environment, fair treatment of employees, rights and freedom of employees related to work, in accordance with the law and the Company Policy.

The Company has adopted the Human Rights Assessment Checklist from the Office of National Human Rights Commission as a guideline for assessing and managing risks to assure our stakeholders that the Company is aware of the importance of conducting business in accordance with human rights guidelines.

In 2024, the Company found no risk of human rights violations.

In 2023, employees have been educated, communicated, and promoted with knowledge and understanding about human rights policy through employee meetings of all departments/divisions, Web Intranet, annual employee meetings. The company has improved the Human Rights Policy and informed all employees through STECON Connect. In addition, the Company provides knowledge about human rights policy via orientation training for every new employee. In 2023, 339 new employees joined the training. Therefore, in conclusion, the Company's directors, management, and employees received explanations and training at the rate of 100%.

The company has provided knowledge, communication, and promoted employee awareness of human rights policies through division/department meetings, annual employee meetings, the Web Intranet, new employee orientations, and updates on human rights policies, which are communicated through the STECON Connect platform to all employees. In 2024, Stecon Group Public Company Limited has provided communication, clarification, and information to 12 directors, 4 executives, and 1 employee, representing 100%, having accepted the policy and received the necessary briefing and information to the company's specified level of understanding. Additionally, the company oversees its subsidiaries to ensure they follow the same direction, with 19 directors, 59 executives, and 2,838 employees receiving communication, clarification, and information, also at 100%, with the required level of understanding as defined by the company.

In 2024, the Company found no complaints and no breaches according to human rights violations.

For details on the "Human Rights Policy" visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-human-right-policy-en.pdf>

### 3.4.2 Labor Skills Development

Sino-Thai Engineering and Construction Public Company Limited (STEC), a subsidiary of STECON that operates the core business, places importance on the labor skills development. Therefore, Skill Development and Training Center (SDC) to provide the up-to-date and standard training courses, which can be used effectively in responding to business operation. The center also enables workers to gain more skills and response to innovation and technology changes. Therefore, workers will have better quality of life, make progress, and attain stability in life.

In 2024, "Skill Development and Training Center" (SDC) organized 6 training courses for 319 new-hired migrant workers with the following details:

Training Course		Myanmar Worker (workers)	Cambodian Worker (workers)	Total (workers)
1.	Carpentry	69	-	69
2.	Masonry and Plastering	80	98	178
3.	Reinforced Concrete	41	-	41
4.	Scaffolding Assembly and Installation	24	-	24
5.	Mechanical Engineering	-	1	1
6.	Interpreter/Translator	6	-	6
Total		220	99	319

In the year 2024, the Skill Training and Development Center (SDC) has tested skill standards for 373 workers with the following details:

Training Courses		Thai Worker (workers)	Myanmar Worker (workers)	Cambodian Worker (workers)	Total (workers)
1.	Carpentry	44	-	-	44
2.	Masonry	54	14	4	72
3.	Reinforced Concrete	9	1	-	10
4.	Machine Installation	4	-	-	4
5.	Steel Structure	84	-	-	84
6.	Piping Work	157	-	-	157
7.	Scaffolding Assembly and Installation	2	-	-	2
Total		354	15	4	373

### 3.4.3 Occupational Safety, Health, and Environment

Stecon Group Public Company Limited and its affiliates are committed to the principle that the complete success of any task must always be accompanied by the safety of employees, workers, and all stakeholders. This commitment is based on the understanding that safety is not merely a legal obligation or regulatory requirement but a matter of ethics and human rights. It is a fundamental right that all individuals involved in the company's operations must receive equally. Safety is therefore regarded as a core organizational value, consistently upheld and to be passed on to future generations. All executives and employees are assigned the responsibility of maintaining safety within their respective areas of work. Safety must not be considered an additional requirement but an essential task that must be accomplished and prioritized at all times.

#### (1) Policy on Safety, Occupational Health, and Work Environment

To maintain good Occupational Safety, Health, and Environment, it requires collaboration of everyone in the organization including Executive Committee and employees of all levels. Therefore, to manage Occupational Safety, Health, and Environment and to bring about efficient results, the Company has established policies as follows:

1. The company is committed to promote, control, and maintain safety at work to prevent work related illness and injury.
2. The company recognizes that employees are valuable resources of the company. Thus, safety for workers is one of our most important policies.
3. The company will support the creation of safety at work by providing safe tools, safe workplace, and safe work practices to eliminate the hazards and minimize risks at work. the company will also promote safety knowledge among employees and motivate them to maintain safety awareness at work.
4. The Company will appoint the Occupational Safety, Health and Environmental Committee for planning and giving recommendations about Occupational Safety, Health, and Environment; as well as administer and develop these plans and projects to bring about efficient results.

5. The Company will require its management to be responsible for the safety of their employees at work, ensuring that they strictly follow the safety procedures and rules established by the Company.
6. The company will require all employees, contractors, and subcontractors to be responsible for their work and to participate and give recommendations in accordance with Occupational Safety, Health, and Environment Management System Standards. Thereby, to create safety for themselves and their colleagues and strictly abide by all safety rules announced by the Company.
7. The Company is committed to follow up, evaluate, and improve performance continuously in accordance with Occupational Safety, Health, and Environment Policy to achieve maximum efficiency in accordance with laws, regulations, and requirements of Occupational Safety, Health, and Environment Standards.

For details on the “Safety, Occupational Health, and Working Environment Policy,” visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-safety-occupational-health-and-working-environment-policy-en.pdf>

## (2) Occupational Health and Safety Goals and Performance in 2024

Sino-Thai Engineering and Construction Public Company Limited (STEC), a subsidiary of STECON that operates the core business, has set objectives for occupational health and safety, with performance results compared against the 2024 goals as follows:

No.	Occupational Health and Safety Objective	Target	Performance Evaluation
1.	Injury rate from work per 1,000 workers-month	$\leq 0.15$	0.14
2.	Lost Time Injury Frequency Rate (LTIFR)	0.000	0.038
3.	Number of workers with work-related injuries or illnesses leading to work stoppage (LTA)	0	8

## (3) Key Components of Safety, Occupational Health, and Work Environment Operations

STEC has established key components for safety, occupational health, and work environment management as follows:

1. Training for employees at all levels
2. Orientation and cultivation of positive attitudes in new employees
3. Activities that promote, support, and reward safety and occupational health
4. Hazard identification and risk assessment, including preventive measures
5. Accident investigation and reporting systems for corrective actions
6. Record-keeping and analysis
7. Preparation of work methods and preventive measures before work begins
8. Oversight and inspection of safety, occupational health, and work environment standards
9. Establishment of a safety, occupational health, and work environment committee

**(4) Safety Management Procedures**

In addition to implementing various preventive measures, STEC has divided the safety management procedures into two parts as follows:

1. Safety, Occupational Health, and Work Environment Plans, which include:

1.1 Occupational Health and Safety Training, such as:

- “Occupational Health and Safety Orientation for New employee before Starting Work, Changing Jobs, Changing Work Locations, or Changing Machinery/Equipment” course.
- “Occupational and Environmental Diseases” course.
- “Occupational Safety Officer Training – Management Level” course.
- “Occupational Safety Officer Training – Supervisor Level” course.
- “Safety, Occupational Health, and Work Environment Committee Training” course.
- “Basic Firefighting Training” course.
- “Basic First Aid and CPR Training” course.

1.2 Specialized Job-Specific Training, such as:

- “Crane Operator, Signaller, Rigger, Lifting supervisor and Crane Operation Re-Training” course.
- “Confined Space Safety Training” course.
- “Electrical Work Safety Training” course.
- “Basic Scaffold Installer Training” course.
- “Scaffold Installation Supervisor and Inspector Training” course.

1.3 Occupational Health and Safety Risk Assessment

STEC divides the risk assessment into two parts:

- Risk and Opportunity Assessment for Occupational Health and Safety of the organization to ensure the company can manage potential risks effectively. The assessment covers key areas including:
  - Physical Risks: e.g., machinery accidents, slips, and falls
  - Health Risks: e.g., exposure to hazardous chemicals, working in noisy environments
  - Psychological Risks: e.g., work-related stress, workplace harassment or abuse
  - Environmental Risks: e.g., working in extremely hot or cold environments, working in poorly ventilated areas
  - Management Risks: e.g., lack of proper training, poor communication

In 2024, the risk and opportunity assessment revealed that most risk factors were at moderate-to-low levels. The company oversees and monitors these risks regularly each year.

- Hazard Identification and Risk Assessment in Work Processes. The main steps in the risk assessment process are:
  - Hazard Identification: Identify risks in work areas and activities performed
  - Risk Assessment: Evaluate the likelihood of hazards occurring and the severity of potential impacts, considering both the probability and impact of the hazards
  - Risk Ranking: Rank the risks for each hazard based on likelihood and severity



- Control Measures: Plan measures to reduce or eliminate risks, such as installing personal protective equipment, improving work processes, and employee training
- Review and Improvement: Continuously review and improve the risk assessment process to ensure that control measures are effective and align with changes in the workplace

#### 1.4 Establishment of the Occupational Safety, Health, and Environment Committee

STEC has set a policy that all construction units must establish an Occupational Safety, Health, and Environment Committee in accordance with the Ministerial Regulation on the establishment of safety officers, personnel, or committees to manage workplace safety, as defined in the Ministerial Regulation on Occupational Safety, Health, and Environment of 2022. This is to drive safety, health, and environmental measures at work, focusing on the prevention of hazards, accidents, and work-related illnesses, aiming to reduce accidents and promote collaboration within the organization to ensure the effective and sustainable management of these matters.

The company mandates the Occupational Safety, Health, and Environment Committee to meet at least once a month, with the meeting schedule and agenda to be notified to members at least three days before the meeting. Additionally, a meeting must be called immediately after any accident or incident that results in the disability or death of workers or external persons. The Occupational Safety, Health, and Environment Committee will review the accident investigation report and propose corrective actions to the top management.

The duties of the Occupational Safety, Health, and Environment Committee are as follows:

- 1) Develop safety, health, and environmental policies for submission to the employer.
- 2) Propose methods for preventing accidents, harm, illness, or disturbances due to unsafe working conditions and submit to the employer.
- 3) Report and propose measures or plans to improve the work environment and conditions in compliance with safety laws for the safety of employees, contractors, and external individuals.
- 4) Promote and support safety activities in the workplace.
- 5) Review safety, health, and environmental manuals to provide feedback to the employer.
- 6) Conduct safety surveys in the workplace and report the results, including accident statistics, at each committee meeting.
- 7) Review training plans related to workplace safety and propose feedback to the employer on the responsibilities of workers, supervisors, management, and all personnel.
- 8) Ensure that all employees have a system in place to report unsafe working conditions to the employer.
- 9) Monitor the progress of matters presented to the employer.
- 10) Report annual performance, including identifying problems, obstacles, and suggestions after one year of operation, to be submitted to the employer.
- 11) Evaluate the implementation of safety management in the workplace.
- 12) Perform any other safety-related tasks assigned by the employer.

- 1.5 Equipment and Tool Inspection, Machinery Inspections
- 1.6 Development of Safety Regulations and Manuals
- 1.7 Safety Talk/Toolbox Talks
- 1.8 Workplace Inspection
- 1.9 Emergency Plans and Fire Prevention Plans
- 1.10 Promotion of Safety Activities

## 2. Work Operation Control According to Established Procedures

Work operation control according to established procedures includes the creation of construction zones, installation of warning signs and signals, control of personal protective equipment usage, working at heights, fall prevention, scaffold work, excavation/deep pit work, machinery operations, work in confined spaces, electrical work, heavy lifting tasks, traffic management, work permit systems, and housekeeping, among others.

The company regularly inspects, monitors, and evaluates the processes and methods established to improve and develop the work processes for maximum efficiency and safety for workers, ensuring continued trust from clients.

### (5) Operational Standards for Safety, Occupational Health, and Work Environment

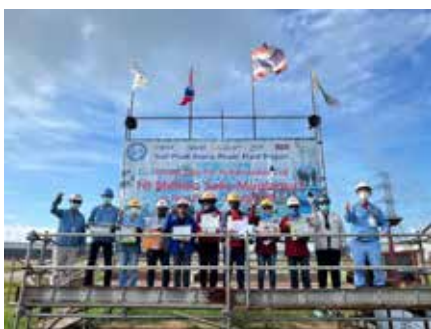
STEC is committed to promoting, controlling, supervising, preventing, and maintaining sustainable safe work practices to prevent injuries and illnesses that may occur to employees, contractors, and business partners. In 2024, the company expanded the scope of the Occupational Health and Safety Management System (ISO 45001:2018), which has been audited and certified in the areas of “Construction of Buildings, Power Plants, Industrial Plants, and Petrochemical Plants,” covering four types of work, accounting for 66.6%.

### (6) Awards for Safety, Occupational Health, and Work Environment in 2024

#### 1. Occupational Health and Safety Awards

In 2024, the company received the following awards for occupational health and safety from clients:

- Achievement in completing 20,000,000 man-hours without LTA. at the Gulf Pluak Daeng Power Plant (GPD) project.
- Achievement in completing 15,000,000 man-hours without LTA. at the Hin Kong Power Plant Project (HKP).
- Achievement in completing 1,000,000 man-hours without LTA. at the Sriracha Power Plant Construction Project.



Celebration for achieving 20,000,000 man-hours without LTA. (GPD), achieving 15,000,000 man-hours without LTA. (HKP), and 1,000,000 man-hours without LTA. (GSRC).



Award presentation for Outstanding Safety Units and Outstanding Environmental Units

#### 2. Awards for Outstanding Safety and Environmental Management

STEC organized a competition for safety management and environmental management, creating the Outstanding Safety and Outstanding Environmental Organization Awards in 2024. The competition was divided into two categories: private sector projects and public sector/state enterprise projects. The organizations that received awards in each category are as follows:

##### 2.1 Outstanding Safety Organizations – 4 Awards

###### 2.1.1 Private Sector Projects

- First Prize: J-2523-O-C                      Sriracha Power Plant.
- Second Prize: J-2542-O-C                  Mochit Complex Building.

###### 2.1.2 Public Sector and State Enterprise Projects

- First Prize: J-2504-O-C, J-2510-O-C      Motorway Sections 1 and 2.
- Second Prize: J-2576-1-C                  Railway Line Den Chai-Chiang Rai-Chiang Khong, Contract 3.

##### 2.2 Results of the Selection of Outstanding Environmental Management Units, 4 Awards

###### 2.2.1 Private Sector Projects

- First Prize: J-2523-O-C                      Sriracha Power Plant.
- Second Prize: J-2542-O-C                  Mochit Complex Building.

###### 2.2.2 Public Sector and State Enterprise Projects

- First Prize: J-2504-O-C, J-2510-O-C      Motorway Sections 1 and 2.
- Second Prize: J-2576-1-C                  Railway Line Den Chai-Chiang Rai-Chiang Khong, Contract 3.

#### (7) Training Program on Safety

##### 1. Occupational Health and Safety Training Before Starting Work

- 1.1 The company places great importance on occupational health, safety, and environmental laws, particularly the Occupational Safety, Health, and Environment Act B.E. 2554 (2011). The company provides safety training for all workers before they start work, change jobs, move to a new work location, or change machinery or equipment that may pose a risk to their life, body, mental health,

or general well-being. In 2024, the company conducted occupational health and safety training for its employees and contractors under the course “Occupational Health and Safety Training Before Starting Work, Changing Jobs, Moving to a New Work Location, or Changing Machinery or Equipment,” with a total of 38,825 workers participating across various construction departments. The breakdown is as follows:

No.	Group Type	New Workers (people)	Trained (people)	Percentage (%)
1	Company Employees	8,997	8,997	100%
2	Contractors	29,828	29,828	100%



Safety and occupational health training for new workers within the construction unit

## 2. Training for Special Job Types

The company places great importance on accidents that may occur to workers involved in high-risk tasks. It has established a policy that all construction departments must prevent accidents from occurring to workers. The company has provided various training courses according to the nature of the work, as follows:

### 2.1 “Scaffolding Work and Working at Heights Training” Course

The company has conducted training for workers involved with scaffolding and working at heights, with a total of 454 participants, divided into various courses as follows:

No.	Course	Target Group	Number (Batches)	Number of Trainees (Persons)
1	Basic Scaffolding Installer (Level 1 Scaffold)	Basic Scaffolding Installers	13	297
2	Advanced Scaffolding Installer (Level 2 Scaffold)	Advanced Scaffolding Installers	1	12
3	Scaffolding Installation Supervisors and Inspectors	Foremen, Supervisors, Engineers, and Safety Officers	9	145





“Scaffolding Installation Supervisors and Inspectors Training” course

#### 2.2 Course “Safety in Crane Operations”

The company has conducted training for workers involved with cranes, totaling 842 people, divided into the following courses:

No.	Course	Target Group	Number (Batches)	Number of Trainees (Persons)
1	Crane Operator, Signal man, Rigger, and Lifting Supervisor for stationary cranes such as overhead cranes, gantry cranes, or similar equipment	Foremen, Supervisors, Engineers, Signalmen, and Material Handlers	1	18
2	Lifting Supervisor, Signal man, and rigger	Foremen, Supervisors, Engineers, Signalmen, and Material Handlers	24	504
3	Re-training for Safety in Crane Operations	All workers who have completed training in the past 2 years	46	320



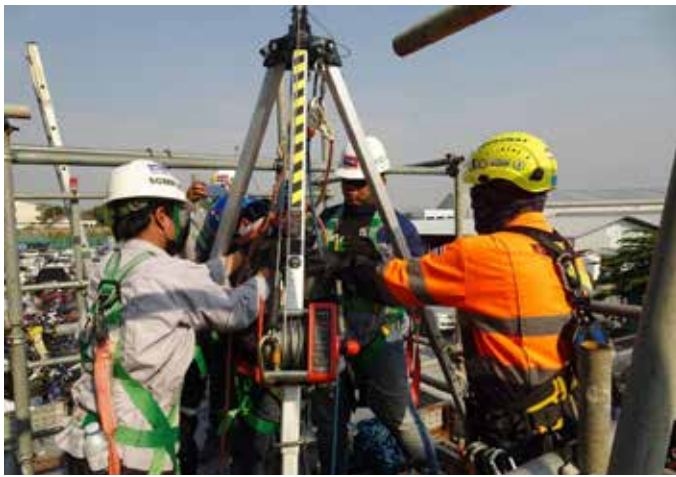
“Crane Operator, Signal man, Rigger and Lifting Supervisor Training” Course



### 2.3 Training Course on “Safety in Confined Space Work”

The company considers the safety of workers who must enter confined spaces, which pose risks such as suffocation, inhalation of toxic substances or chemicals, and other environmental hazards. Therefore, training sessions were conducted for a total of 474 workers involved in confined space work, divided into the following courses:

No.	Course	Target Group	Number (Batches)	Number of Trainees (Persons)
1	Authorized Personnel, Supervisors, Assistants, and Operators	Foremen, Supervisors, Engineers, Safety Officers, and Operators	19	463
2	Refresher Course on Confined Space Work	Operators in all positions who have completed training 5 years ago	5	11



“Safety in Confined Space Work Training” Course

### 3. Emergency Response Drill Training

The company places great importance on the Ministerial Regulation on Safety, Occupational Health, and Working Environment Management Standards for Fire Prevention and Suppression B.E. 2555 (2012). It has developed a fire prevention and suppression plan and conducts basic fire extinguishing training as well as annual fire evacuation drills at all construction sites, including both work areas and employee residential areas.



Fire Drill and Emergency Evacuation Training

**(8) Prevention and Suppression of Drug Abuse in the Workplace**

The company complies with the government's policy on drug prevention and suppression in the workplace by conducting random urine tests on workers to detect amphetamines. This measure aims to prevent employees from being involved with drugs. Additionally, some construction sites conduct random alcohol level tests on workers before allowing them to enter the construction area.

**(9) Safety, Occupational Health, and Work Environment Statistics for Employees and Workers**

Operational Data		2022	2023	2024
A	Total Working Hours (Man-hours)			
	- Employees	30,851,760	34,384,800	27,244,560
	- Contractors	24,829,440	21,586,800	23,484,480
B	Number of Minor Work-Related Injuries/Illnesses (Cases)			
	- Employees	26	50	21
	- Contractors	2	1	0
C	Number of Lost Time Injuries/Illnesses (Cases)			
	- Employees	6	0	3
	- Contractors	5	0	3
D	Number of Work-Related Fatalities (Cases)			
	- Employees	1	0	1
	- Contractors	3	0	1
E	Lost Workdays Due to Work-Related Injuries/Illnesses (Days)			
	- Employees	52	0	26
	- Contractors	110	0	56
F	Injury Frequency Rate (I.F.R) (Cases per 1,000,000 work hours)			
	- Employees	1.069	1.454	0.917
	- Contractors	0.402	0.046	0.170
G	Lost Time Injury Frequency Rate (LTIFR) (Cases per 1,000,000 work hours)			
	- Employees	0.194	0	0.146
	- Contractors	0.322	0	0.170
H	Injury Severity Rate (I.S.R) (Days per 1,000,000 work hours)			
	- Employees	196.163	0	221.181
	- Contractors	729.376	0	257.872

**Accident Response Procedures**

The company reports all workplace accidents to top management and conducts thorough investigations into the causes of every incident. The findings are used to develop preventive measures to avoid recurrence. Additionally, the company reviews risk factors associated with activities where accidents have occurred and makes necessary adjustments to align safety measures with current working conditions.

### 3.4.4 Occupational Health Considerations

In 2024, the company prioritized occupational health by conducting risk assessments at construction sites, particularly in The Government Complex Commemorating His Majesty the King's 80<sup>th</sup> Birthday Anniversary, 5<sup>th</sup> December, B.E. 2550 (2007) Expansion Project, Zone C. These assessments were performed by occupational health physicians. Moreover, health screenings were conducted for employees in positions with occupational risk factors as determined by medical professionals. The screenings included: Pulmonary Function Test, Digital Chest X-ray, Audiogram (Hearing Test), and Thinner (Hippuric Acid) Urine Test. Furthermore, health examinations were provided for employees working in high-risk environments, such as confined spaces and tunnels, to ensure their well-being and safety.

To safeguard workers at construction sites from infectious diseases or potential outbreaks, the company has assigned the Safety and Environmental Department to monitor and issue alerts in case of any risks. The following preventive measures and contingency plans have been established:

1. Establishment of an epidemic surveillance and control task force
2. Implementation of disease control measures
3. Communication and awareness training for all workers
4. Coordination with external organizations responsible for epidemic control
5. Regular health monitoring and assessments of workers
6. Periodic review and adjustment of measures to align with current conditions

In 2024, no outbreaks of infectious diseases or epidemics were reported among workers at the company's construction sites.



Health Checkups for Workers Based on Risk Factors

### 3.4.5 Caring for communities affected by construction operation.

Sino-Thai Engineering and Construction Public Company Limited (STEC), a subsidiary of STECON that operates the core business, realized that construction operation may directly and indirectly affect the current environment and well-being of the surrounding communities. To achieve sustainable development and enhance understanding with the community, each construction project therefore prepares a public relations plan about the operation to ensure that the community will be aware of and understand about the Company's construction project.

**(1) Public relations and public participation policy**

1. To publicize information on construction project by indicating information related to the project such as project name, project construction plan, contractor company, project owner, point of contact and phone number, setting up signs in important area, and publicize through various social media such as online news agencies, news and traffic radio, Facebook pages, and websites of relevant agencies, etc., so that the public can receive accurate and straightforward news in case of road closure or diversion that may affect the communities or commuters.
2. To build good relationships with local government organizations and people in the community, and coordinate and solve problems that may arise from the construction project.
3. To receive news and information from the communities regularly and continuously.
4. To provide support, organize useful activities or take action in various fields to reduce impacts and create enjoyable coexistence among the Company, community and society in order to create good relationships in return for the community and society.
5. To prepare a work plan in order to examine concerns of the community and society that may be affected by the Company's operation at present and in the future in order to make improvement and correction; perform analysis to meet the community's needs by assigning community relations officers to coordinate and connect with the community, provide information on the implementation of various projects to the community and society so that they will be aware of the process, work method, as well as potential impact through the meeting with community leaders, juristic persons, companies, department stores.

**(2) Complaints Management**

The Company's construction project assigns a person responsible for receiving complaints, who is responsible for publicizing the information of construction project, and receiving opinions, suggestions, and complaints about the construction project. People can make complaints through various channels as specified such as call center, website, Facebook, etc. The construction agency will coordinate and resolve problems, and the result of all complaint resolution processes will be recorded and notified to the complainant.

**3.4.6 Social and Community Development**

Stecon Group Public Company Limited and its subsidiaries place importance on participation in developing communities involved in the business with consideration given to stakeholders such as employees, suppliers, customers, communities, and society in the areas of quality of life, living conditions, the environment, and education to help the Company achieve sustainable business development goals.

For details on the "Community and Social Engagement and Development Policy" visit the Company's website at <https://www.stecongroup.co.th/storage/document/cg/stec-community-and-social-development-policy-en.pdf>

**(1) Community Development Program**

The Company recognizes the importance of education and development for youth, which is an important foundation to develop society and economy for the long-term. The Company has started to operate **"Sino-Thai Payback to the Society Project"** since 2002 by constructing school buildings, library buildings, multipurpose buildings, offering scholarships and educational equipment to schools and educational institutions aiming to provide children and youth in need who live in remote area with opportunities to receive education, as well as



schools in need of budget for building construction. In the initial phase of the project, the Company selected schools located near the Company's construction site. Subsequently, the company has expanded the scope of the donation project to various areas across the country. The policy and criteria for selecting schools with shortages are clearly defined. To support children and youth in society or communities to receive educational opportunities thoroughly.

Apart from giving school buildings, library buildings, multi-purpose buildings, scholarships and educational materials for schools and educational institutions, the Company has initiative to preserve the buildings which have been constructed and given to schools. It will focus on repairing the damage; painting buildings so that the buildings can be brighten, valuable and usable for the next several years. Those buildings remain keep the title "Charnvirakul Building" in the project of "Sino-Thai return freshness to Charnvirakul Building."

The Company has donated the school buildings, library buildings and multi-purpose buildings to 70 schools which the Company continues to subsidize education and youth development through these 2 projects continuously every year.

## (2) Social

In addition to the education and development of young people, the Company has contributed to society in a variety of forms including a donation or support the team with equipment and machinery in order to alleviate the suffering of the victims and support social development as follows:

- To help victims of natural disasters, such as floods, earthquakes, tsunamis, etc.
- To help the victims of accidents such as the towers collapsed.
- Support religious and temple community development

To subsidize and help in various matters, the Company has a policy in practice and consider the approval clearly.

## (3) Community Development and Social Activities and Projects Carried Out in 2024

In 2024, the company carried out various community development and social assistance projects, including:

1. Community and Social Development Participation - The company has actively contributed to community and social development, as well as alleviating hardships for local communities and commuters in the vicinity of its construction sites. For example, drainage system cleaning was conducted before the rainy season along the construction route of the Pink Line Extension Project (Si Rat Station - Muang Thong Thani) to mitigate flooding in areas prone to water accumulation



"Drainage System Cleaning During the Rainy Season to Reduce Flooding in Waterlogged Communities"



2. Construction of Charn Virakul Building 72 – The company built a two-classroom school building with a teacher’s room for Ban Nikhom Phatthana School in Nikhom Songkhro Subdistrict, Mueang District, Udon Thani Province. Currently, the school accommodates 89 students. This initiative, under the “Sino-Thai Giving Back to Society” program, aims to enhance educational opportunities for children in the community, ensuring their quality growth and equipping them to contribute to society and national development.



“Charnvirakul Building 72,” Udon Thani Province

3. The project activity involves a short-term vocational training course for active-duty soldiers preparing to be discharged, organized by the Command Headquarters of the Royal Thai Army for the year 2024. The program is divided into two batches, totaling 197 participants. The course aims to provide useful knowledge to soldiers preparing to transition to civilian life. It includes both theoretical training, offering basic knowledge and understanding of construction, and practical training in 7 courses, including tiling (floor and wall), metal welding, pipe assembly, machine operation, machine repair, surveying, and electrical work. The training takes place at the Protective Battalion in Don Mueang, Bangkok. This initiative serves as part of the company’s social responsibility, providing valuable knowledge and creating job opportunities. It helps soldiers build a career and earn an income to support their families in the future. Additionally, this knowledge allows them to apply for positions in other organizations. The company also opens up opportunities for interested soldiers to join the organization, helping the company reduce the risk of labor shortages.



Short-term vocational training activity for active-duty soldiers preparing to be discharged

The company tested the knowledge level before and after the training. It was found that before the training, the average knowledge test score was 42.48%, and after the training, the average knowledge test score was 76.39%. The trainees’ knowledge increased by 33.91%. All trainees passed the assessment and demonstrated an increase in knowledge, which amounted to 100%. The satisfaction level of the training was measured at 87%. The company will use this data to develop and improve the training management in the future.

In addition, the company has a process to follow up on the results of the short-term vocational training program for 197 active-duty soldiers preparing for discharge. This includes the application of the knowledge gained from the training for career advancement or applying for jobs with various organizations. The results from the survey are as follows:

Outcome of the Project		Number of Soldiers (platoon)	Percentage (%)
1.	After training, trainees retain the knowledge	123	62.43
2.	Apply it to their own occupation	41	20.81
3.	Apply for jobs in the field they were trained in	24	12.18
4.	Pursue further studies in the field they were trained in	7	3.55
5.	Interested in applying for a job with Sino-Thai Company	2	1.03
Total		197	100



Vocational training activity for conscript soldiers preparing for discharge

4. The company recognizes the importance of education and the development of innovations, with the aim of becoming a learning society. It seeks to enhance the knowledge, abilities, and potential of students. In collaboration with the Faculty of Engineering from 9 universities, including Srinakharinwirot University, Chulalongkorn University, Kasetsart University, Khon Kaen University, Chiang Mai University, King Mongkut's Institute of Technology Ladkrabang, King Mongkut's University of Technology Thonburi (Bangmod), King Mongkut's University of Technology North Bangkok, and Prince of Songkla University, Hat Yai Campus, the company organized the 2<sup>nd</sup> "Construction Innovation Challenge" Project. This year, 65 students participated in the project, aiming to promote innovation. The competition provided an opportunity for engineering students to compete in developing innovations by applying their engineering knowledge and creativity. The goal was to invent engineering and construction processes that improve efficiency, develop materials, reduce costs, minimize social impact, and be environmentally friendly, ultimately contributing to the sustainability of Thailand's construction industry.





The 2<sup>nd</sup> “Construction Innovation Challenge” Project

5. The company organized the “Sino-Thai with Heart for Society” activity, where the construction project team for the Denchai – Chiang Rai – Chiang Khong Railway in Chiang Rai Province donated survival bags, which included essential goods and clean drinking water, worth 100,000 Baht to the Mae Sai Red Cross Branch. The company also mobilized employees and staff, providing transportation support, including a 6-wheel bus, pickup trucks, and a crane truck (Hiab) to assist flood victims who were still trapped in buildings in Mueang District, Chiang Rai. The vehicles helped evacuate people to safe areas and provided transportation services for residents in the affected areas.



“Sino-Thai with Heart for Society”



6. The company organized the “Sino-Thai with Heart for Society” activity, where the construction project team for the Denchai – Chiang Rai – Chiang Khong Railway in Chiang Rai Province supported over 100 employees and laborers to help restore the brightness to Chiang Rai. They participated in the city’s recovery by cleaning buildings, facilities, and residences to alleviate the suffering of the people of Chiang Rai after the water levels in some areas had decreased.



“Restore the Brightness to Chiang Rai”

7. The Sriracha Power Plant project team donated 4 hot and cold water dispensers, along with installation services, and provided snacks to Wat Don Kee Lek (Krisana Prachasarn) School in Phanom Sarakham District, Chachoengsao Province, which has 76 students. This donation is part of the “Sino-Thai Giving Back to Society” initiative, aimed at ensuring the students have access to clean, hygienic water to meet their needs. The school is also located close to the project site, allowing the company to continuously care for the community and society.



“Donating Hot and Cold Water Dispensers”

8. The Sriracha Power Plant project team organized a maintenance activity for the public transport shelters in the community, located in front of Wat Chomphon Chao Phraya and the Eastern Sugar Company Community School in Pluak Daeng District, Rayong Province. The initiative benefits the community, as approximately 100 people per day use the shelter in front of Wat Chomphon Chao Phraya and around 300-400 people per day use the one in front of the Eastern Sugar Company Community School. These shelters are used by students and residents as waiting areas for transportation, especially during the rainy season. The project aims to improve the living conditions and quality of life for the community residents.



“Maintenance Activity for the Public Transport Shelters in the Community”

9. The Pluak Daeng Power Plant project team organized an activity to enhance knowledge and skills regarding safety in daily life and first aid for heatstroke and influenza for students at Wat Nong Rakam School. The initiative aims to engage in community and social development by equipping students with knowledge and understanding that they can share within the community. This helps promote safety in daily living and prevents potential losses, ultimately benefiting the community and society. A total of 50 students participated in the activity.



“Enhancing Knowledge and Skills Regarding Safety and First Aid”



10. The activity of collecting trash along the Ban Laem Chabang Beach in Chonburi was organized by the Clean Energy Thai Oil Construction Project team to promote social and environmental responsibility among employees. The goal was to reduce marine waste, which is a source of pollution that disrupts natural balance. The initiative also focused on effective waste management, separating waste into different categories. For example, plastic waste was processed for recycling, organic waste was composted in designated areas, and hazardous waste was sorted and disposed of according to hazardous waste management standards.



“Collecting Trash along the Ban Laem Chabang Beach”

11. The Mochit Complex team organized a clothing donation project to support the “Luea-Khor” initiative, which converts donated items into school tuition funds for children at the Nok Khamin Foundation. Donated items such as books, clothes, and unused electrical appliances were collected, sorted, and distributed to underprivileged children. The proceeds from the sale of these items were used to fund educational scholarships for children and serve the public good.



“Luea-Khor” Initiative, Converting Donated Items into School Tuition Funds for Children” Project

12. The “Change Waste into Merit” plastic bottle donation activity collected used PET plastic water bottles and donated them to Wat Jak Daeng in Phra Pradaeng District, Samut Prakan Province, to be recycled into monk robes. This initiative helps reduce waste and environmental impact, supporting the efficient use of resources and contributing to environmental preservation and sustainable development. The participating units in this activity are as follows:
- The Government Complex Commemorating His Majesty the King’s 80<sup>th</sup> Birthday Anniversary, 5<sup>th</sup> December, B.E. 2550 (2007), Zone C, collected a total of 217 kg of used PET plastic water bottles.
  - The Mochit Complex team collected a total of 56 kg of used PET plastic water bottles.



The “Change Waste into Merit” plastic bottle donation activity at the Government”



The “Change Waste into Merit” plastic bottle donation activity at the Mochit Complex”

13. The “Old Paper Exchange for New Paper” project aims to reduce paper usage, promote the efficient use of paper, and recycle used paper for reuse in the form of paper furniture. The company donates the recycled paper furniture to various CSR projects, providing value to the community and society. This initiative also raises awareness in the community and society to actively participate in environmental preservation, while also benefiting the company in terms of carbon credits.

The total amount of paper collected in 2024 is as follows:

- White and black paper: 2,170 kg
- Brown paper: 290 kg
- Colored paper: 45,370 kg
- Total: 47,830 kg

Currently, 86 boxes of A4 paper have been exchanged.



The “Old Paper Exchange for New Paper” Project

### 3.5 Supply Chain Management

Sino-Thai Engineering and Construction Public Company Limited (STEC), a subsidiary of STECON that operates the core business, places importance on sustainable business development and growth while mindful of all stakeholders. The Company also recognizes the importance of supply chains and suppliers who are major stakeholders. Therefore, the Company laid down supplier management guidelines to build business opportunities, enhance competitive capacity, and develop the business with sustainability.

#### 3.5.1 Critical Supplier Identification

The Company identified the Company’s critical suppliers (Critical Tier 1) by considering criteria in the following areas: (1) suppliers with a high sales volume; (2) suppliers who provide important products or services to operations; (3) irreplaceable/rare suppliers in the market.

The Company’s suppliers are divided into the following three groups: (1) purchasing; (2) service; and (3) rent.

Afterwards, suppliers who do not directly do business with the Company (Non-Tier 1 suppliers) were analyzed under the same criteria with consideration given mainly to effects on the Company’s business operations to find Critical Non Tier 1 suppliers. Analysis results can be summarized as follows:

Suppliers	No. of Suppliers (suppliers)
1. Suppliers from Whom Purchases Were Made in 2024 (Tier1)	2,538
2.Critical Suppliers in 2024 (Critical Tier1)	13
3. Suppliers of Critical Suppliers in 2024 (Critical Non Tier 1)	752

#### 3.5.2 Supplier Recruitment and Selection

To make the Company’s procurement effective, maintain corporate social responsibility and corporate governance, and to support business operations to grow with security and sustainability, the Company has a supplier selection policy to make selection systematic, fair, transparent, accountable, and support suppliers who operate a business ethically along with supporting environmentally friendly products and services without violating the law, committing corruption, or have behaviors that indicate corruption according to the Company’s regulations and practices.

For details on the “ Vendor Selection Policy and Guidelines ” visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-vendor-selection-policy-and-guidelines-en.pdf>.



### 3.5.3 Supplier Risk Assessment

In 2024, the company established criteria for the selection of business partners to facilitate risk assessment, identification, and evaluation across economic, environmental, social and safety, corporate governance, and corporate reputation dimensions. The details are as follows:

- Economic risks – including potential impacts from exchange rate fluctuations, oil price volatility, product and service quality, and anti-corruption compliance.
- Environmental risks – encompassing workplace safety, occupational health, environmental management, human rights, and community and social development.
- Social and safety risks – including the effects of climate change, disaster preparedness plans, and compliance with environmental regulations.
- Corporate governance and corporate reputation risks – covering anti-corruption measures and potential reputational impacts on the company.

The risk assessment results indicated that the majority of risks were classified as moderate to low. The company remains committed to conducting annual risk assessments of business partners in accordance with the established criteria and will actively monitor the most frequently identified risks, regardless of their classification as high or very high.

Additionally, based on the Enterprise Risk Management (ERM) assessment following the COSO framework for data collection and risk evaluation, the company faces no risk from dependency on a limited number of suppliers or business partners.

### 3.5.4 Supplier Code of Conduct

To support suppliers to have business guidelines consistent with sustainable development guidelines, the Company has specified the Supplier Code of Conduct for suppliers to use as a guideline in business operations.

In 2024, the company undertook the following related actions:

- (1) The company required all business partners with a purchase, contract, or rental order value of 1 million THB or more to acknowledge the company's Supplier Code of Conduct. A total of 1,201 business partners, representing 100% compliance, have acknowledged the code.
- (2) The company established criteria for business partners who must accept and undergo an annual self-assessment of the Supplier Code of Conduct (Supplier Code of Conduct Self-Assessment). In 2024, a total of 65 business partners met the criteria, all of whom have accepted the code. The average self-assessment score was 98.7%

For details on the “Supplier Code of Conduct” visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-supplier-code-of-conduct-en.pdf>

### 3.5.5 Supplier Development

The Company places importance on promoting development of supplier capacity in the areas of development of products, services, work processes, and innovations to build relationships and cooperate to achieve business objectives.

Therefore, the Company specified “Supplier Development Policy”, set development plan and training guidelines in the areas of work safety, construction work processes, construction project management, products/services/technologies for construction work, etc. Each construction project was planned with suppliers in each year.

In 2024, an example from STEC demonstrates collaborative efforts by the Government Complex Project, which conducted training sessions with 14 business partners to enhance their capabilities. The training covered key topics aimed at strengthening knowledge and cooperation with business partners, including building system installations, electrical and communication systems, among others. This initiative fostered a better understanding of collaborative work, resulting in faster project execution, reduced procedural errors, and improved customer satisfaction.

Additionally, STEC partnered with TOA Paint (Thailand) Public Company Limited on the Gypsum Board Waste Management Project, which aimed to develop construction processes and manage construction waste properly, ensuring that it does not burden the environment and society. This initiative promotes sustainable construction project management. As part of this effort, the Government Complex Project (Zone C) provided training and guidance on integrating gypsum board construction waste into an appropriate waste management system. Through this initiative, approximately 78 tons of gypsum waste were successfully reintegrated into production as recycled content.

For details on the “Supplier Development Policy” visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-supplier-development-policy-en.pdf>

### **3.6 Customer Relations Management**

Customers are important stakeholders in the Company. Sino-Thai Engineering and Construction Public Company Limited (STEC), a subsidiary of STECON that operates the core business, recognizes the importance of building customer satisfaction with the following work guidelines.

#### **3.6.1 Complete Service Information Provision for Customers**

The Company has a policy to provide accurate and complete construction information for customers including specifications, work process, inspecting and delivering work, and construction work guarantee according to contract.

#### **3.6.2 Specification of Customer Contact Channels**

The Company specified channels for customers to contact and inquire for information at the Company's head offices, the construction projects involved, and people responsible for coordinating construction projects.

#### **3.6.3 Customer's Information Confidentiality**

The Company considers it an important policy to maintain customers' business information and confidential information according to agreements.

#### **3.6.4 Customer Satisfaction Management**

The Company is committed to responsibility to customers in providing quality construction services, delivering construction work in time, complying with international work standards. In addition to working according to good construction engineering principles and using modern tools, machines, and technology combined with effective management, the Company also places significant importance on sustainable business operations



with consideration given to society and the environment along with using materials and equipment that will not endanger structure service users afterwards. Apart from making customers confident in the Company's current performance, this has caused the Company to improve its competitive capacity for sustainable growth. The Company assesses customer satisfaction annually with coverage of the following 12 topics: 1. Construction work quality; 2. Quality of materials and components used; 3. Project personnel quality; 4. Features and suitability of method statements; 5. Accuracy and availability of construction drawings, tools, and machinery; 6. Corrections when non-conformity is found on the work site; 7. Work progress compared to plans or on-schedule work delivery; 8. Capacity to accelerate work to recover from barriers and problems; 9. Check Sheet/Inspection & Test Report; 10. Coordination and inspection with the project's consultants; 11. Environment and construction pollution management; and 12. Construction labor and public safety management.

In customer satisfaction assessment, the target satisfaction level was specified at 70%. In 2024, the overall customer satisfaction score was 88.16%, which is satisfactory. The Company used recommendations to further develop and improve customer satisfaction with sustainability.

Regarding customer satisfaction development, any comments or suggestions for improvement provided by customers are reviewed in the monthly Project Quality Committee meetings of each project. During these meetings, the team discusses and analyzes the root causes of issues, formulates action plans for prompt resolution, and develops preventive measures to avoid recurrence. Various approaches may be applied, such as learning from past non-conformities (NCs), providing pre-work training to ensure mutual understanding among personnel, and fostering a positive mindset through activities like workshops, awareness campaigns, and instructional videos. All these efforts are in response to the Voice of Customer (VoC), contributing to the long-term enhancement of customer satisfaction.

#### 3.7 Crisis Management

Stecon Group Public Company Limited and its affiliates established Business Continuity Plan (BCP) to ensure that our business operation will be able to continue without interruption and response to situations by taking potential impact from the abovementioned issues on our business, concerned parties and personnel into consideration. The plan addresses operational guidelines, processes, allocation of important resources such as work site, personnel, equipment and tools, information technology, for example, to enable our business processes to continue at a predetermined level.

For details on the "Business Continuity Management Policy" visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-business-continuity-management-policy-en.pdf>

#### 3.8 Innovation development

##### 3.8.1 Innovation Development Policy

The Company places importance on developing and promoting the organization's innovations to strengthen the organization's competitiveness and develop the business to grow with security and sustainability. Therefore, the Company specified the "Innovation Development & Promotion Policy" to provide guidelines for future relevant operations.

For details on the "Innovation Development Policy" visit the company website at <https://www.stecongroup.co.th/storage/document/cg/stec-innovation-development-policy-en.pdf>

### 3.8.2 Innovation Development

Sino-Thai Engineering and Construction Public Company Limited (STEC), a subsidiary of STECON that operates the core business, promotes the development of innovations and work processes involved in every aspect of business operations, including the utilization of modern equipment and advanced information technology systems to suit work requirements, meet customer needs, to enhance work efficiency, develop work standards and deliver internationally recognized results, as well as considering the societal and environmental impacts. The innovations that the company has developed and implemented in operating its business are as follows:

#### 1. Monorail structure in form of continuous beam construction (Petty Patent No. 19072)

The development of innovative monorail structure in form of continuous beam construction for use in MRT Pink Line Project and MRT Yellow Line Project will reduce the cost of guideway beam construction by replacing former system designed as “single-span beam” (resulting in larger guideway beam) with “continuous beam” (resulting in smaller guideway beam), and smaller supporting columns can consequently be used, which helps saving construction cost. The Company has applied for a petty patent registration for such innovation, which is considered an innovation that plays an important role in knowledge development and technology in the construction industry of Thailand.

#### 2. Work process with Building Information Modeling (BIM Process)

The development of work process with Building Information Modeling (BIM Process) offers standards or guidelines for BIM work in various projects, both in form of construction contract project (Build Only) and Engineering, Procurement, and Construction (EPC) project. In performing the work using BIM system, construction will be virtually simulated in three dimensions before actual construction. The appropriate development and deployment of BIM system can help minimizing errors that may occur before actual construction, and it is also a tool to help resolving conflicts using 3D layout, and status of work process is also trackable.

#### 3. Automatic GWB top grinding machine designed to flatten the upper surface of GWB wet joint connection.

Automatic GWB top grinding machine designed to flatten the upper surface of GWB wet joint connection has been developed to ensure work quality in meeting the standards. The device will replace machinery imported from overseas, and it is convenient to use, and helps reduce number of workers in specific activity, while increasing safety for workers.



#### Benefits from Innovation development: Automatic GWB top grinding machine designed to flatten the upper surface of GWB wet joint connection

Increase efficiency of work due to adaptation of PLC and Sensor system with high accuracy.

1. Compensation for the imported equipment at lower cost and used less area for installed the equipment.
2. The general employees can work with this equipment on the safety rules.
3. Reduce the number of employees and impacts in terms of environmental and resources use on the staff.
4. Increase safety for staff who are working at high and reduce the fall ratio of materials to ground.
5. Reduce the particle matter which impact to environment, employees, and public health, due to the dust collect system.

Top grinding equipment imported from Korea, estimated price 22 million Baht/unit. Expected use 2 units.	grinding machine designed to grind concrete beam connection has been developed at price 306,873/unit. Expected use 12 units.	Reduce the cost from imported equipment amount 40.3 million Baht.
---	--	---

#### 4. Concrete grooving machine

Concrete grooving machine is developed to reduce the height of concrete surface, reduce work hours, minimize potential damage on concrete surface, reduce dust, and it is convenient to use and helps increase safety for workers.



#### Benefits from Innovation development: Concrete grooving machine

1. Reduce height grinding time by 88% from the original 180 minutes to 20 minutes, resulting in a reduction in labor and environmental impact.
2. Reduce the chance of damaging the surface from grinding.
3. No need for highly skilled operators as the machine has a mechanism to help control the movement.
4. Reduce operator fatigue due to long time working outdoor area and working at high.
5. Increases safety for workers and pedestrians from any falls.

### 5. Concrete Bucket with Remote Control

This remote-control concrete bucket innovation was developed for use with concrete post pouring at a range no accessible to placing booms or concrete pouring at points that save labor costs in supervising concrete bucket opening-closing, making work processes more convenient, increasing safety and reducing fatigue in workers. A 1-cue concrete bucket is used with hydraulic transmission controlled by a direct current powered by a battery. Commands can be given with wired and wireless remote control.



Concrete skip 1016 F round,  
radio remote controller, 1000L

Imported from Abroad

Price: 13,300.00 €

(approximately 500,000 baht)

Price of the Developed Concrete Bucket with  
Remote Control: 56,184 baht

Machine Import Expenses Reduced:  
443,816 baht

#### Benefits from Innovation development: Concrete Bucket with Remote Control

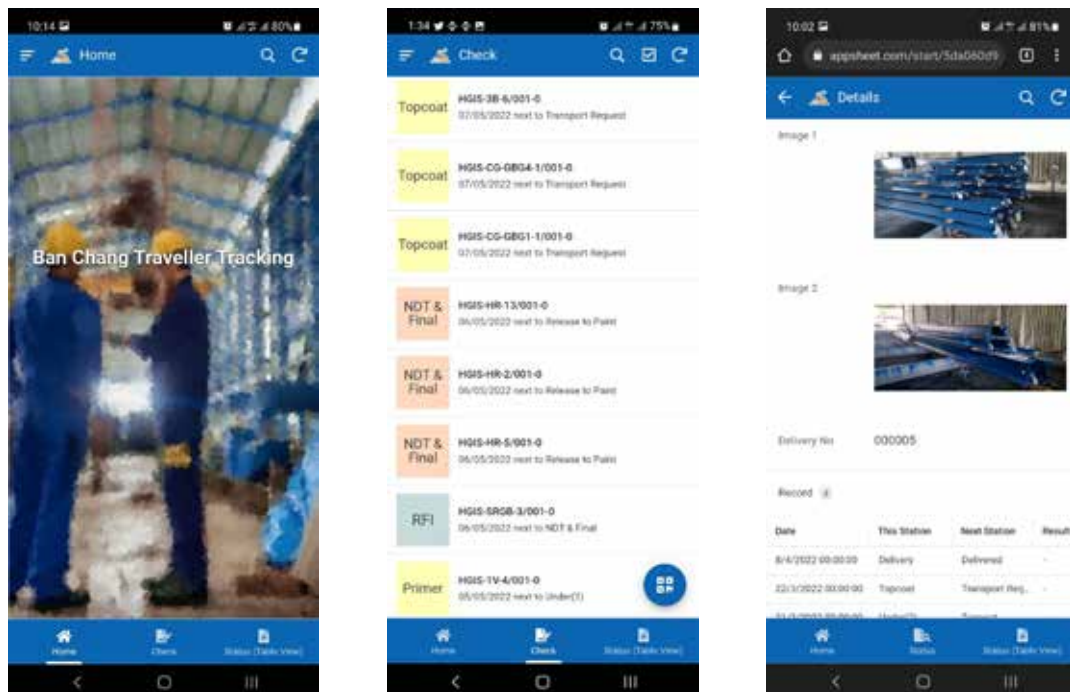
1. Replacement of imported machines with significantly lower construction costs.
2. Simplicity of use without requirements for highly skilled workers. Only on-off buttons are used with limit switches and fuses for protecting the device's system.
3. Increased safety for workers with no need for an employee to climb up to the bucket to open-close the concrete bucket, which has risks of workers falling or dropping equipment with severe effects on colleagues or people below. If accidents result in disability, disability will create problems and burdens on society.
4. Reduced worker fatigue from exertions in opening and closing after changing to pressing control buttons.
5. Results can be expanded to other work units in need because the equipment is not complicated, is readily available in the market, and prototypes are available for study in the Sino-Thai Learning Center building.



## 6. Application Smart Data Traveling

Application Smart Data Traveling was developed to inspect the status of workpieces in various production processes of the Rayong Steel Frame Management Center by using telephones to scan QR codes at workpieces to review the workpiece's status or records. The application has a system for giving warnings about leftover work at each station and workpiece coordinates can be checked. This Application Smart Data Traveling system is an online system used to replace an old paper system for identifying workpiece status, which required human workers to record and send documents from the work site to the office, causing data travel time loss and risk of erroneous or lost data.

The innovation has been continually developed. Data from the innovation was analyzed to control production line management at each station with a dashboard along with expanding results to recipients at the destination when scanning to accept workpieces or when receiving comments on satisfaction toward that workpiece.





**Benefits from Innovation development: Application Smart Data Traveling**

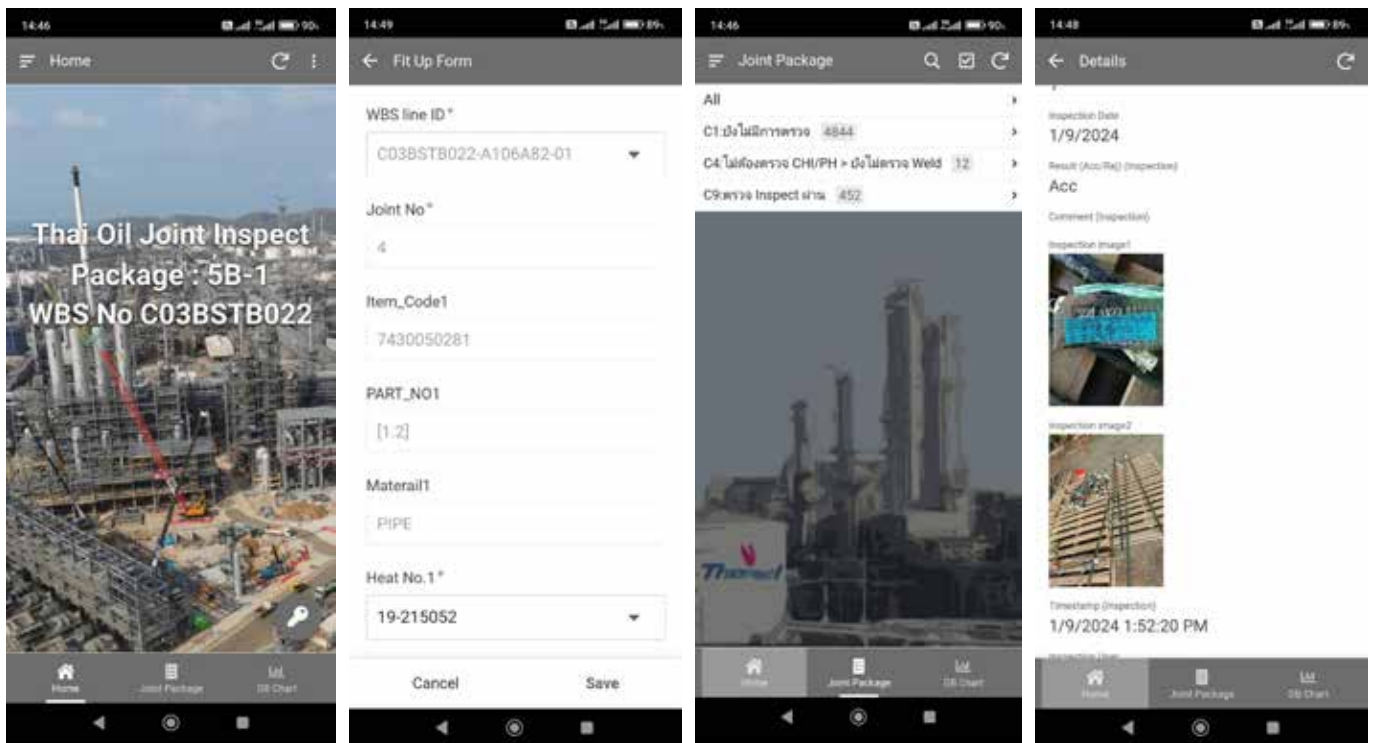
1. The Company reduced the number of workers and subsequent resource and environmental impacts from manpower use by reducing 9 document messengers (9 Shop).
2. The Company reduced steps in the process by having no need for document delivery steps after changing to an online system.
3. The Company reduced steps in the process by having no need to use people to key data on paper in an Excel file. The Company changed from keying data to downloading files.
4. The Company reduced waiting for data updates of normal work piece status. Normally, the Company updates at 3:00 pm. The Company changed to real-time updates.
5. The Company reduced risk of data errors or losses by scanning QR codes and having persons in each duty and responsibility simply click "Update Status".
6. The Company can trace work piece data in each step, date, time, coordinates, persons responsible, and test statuses.
7. More document storage space saved.
8. The Company can use data to make real-time decisions in a dashboard format in production line management.
9. The Company reduced paper in processes by seven sheets per work piece. Since starting (March – December 2023), the Company had 57,621 work pieces in five projects. In total, the Company reduced paper use by 403,347 sheets.

**7. Application Joint Inspection**

Application Joint Inspection has been developed for pipe welding inspection, covering key processes such as assembly, material verification (Heat No.), Preheat procedures, welding, and welding wire issuance control. This application ensures data accuracy by filtering and organizing information according to the project specifications. It enables the identification of essential details, including:

- The material type and size of the inspected joint
- The required Welding Procedure Specification (WPS)
- Authorized personnel for welding tasks
- The quantity of welding wire issued and returned
- Verification of pipe thickness to determine if Preheat is required
- The positioning of the pipe within the blueprint

By implementing this application, the complexity of inspection and record-keeping is significantly reduced, making the process more convenient and accurate. The system pre-filters correct data based on specifications, minimizing the risk of errors and reducing the time required for data recording. Previously, inspections relied on attached documents and summarized specifications for every joint, which increased the likelihood of mistakes and consumed considerable time.



#### Mobile - Application (Thai Oil Clean fuel project)

##### Activity for inspection



Request Welding Consumable



Fit-Up Inspection



Input Fit-Up Data



Weld Inspection



Input Weld Data



Final Inspection

Application Joint Inspection

**Benefits from Innovation development: Application Joint Inspection**

1. Reduction in Inspector Working Time: The inspection time per joint has been reduced from 5 minutes to 3 minutes, resulting in a total time savings of 6 hours and 34 minutes per day (calculated based on an average of 188 joints inspected per day).
2. Reduction in Key Operator Data Entry Time: The data entry time has been reduced from 9 hours and 6 minutes per day (calculated based on an average of 188 joints inspected per day) to just 30 minutes per day.
3. Reduction in Daily Welding Report Submission Time: Previously, the submission process took approximately 15 minutes per day (depending on distance, based on the Thai Oil project), but it has now been transformed into a real-time system.
4. Minimized Risk of Data Errors or Loss: The system verifies data accuracy before recording, reducing the likelihood of errors. All information is stored digitally, preventing data loss.
5. Enhanced On-Site Work Flexibility: The application can be used via smartphones, eliminating the need for extensive paperwork.
6. Support for Retrospective Inspections: Users can review past inspection records, including dates, times, responsible personnel, and inspection details.
7. Support for Digital Data Export: The system allows data to be exported as a database, enabling seamless integration with other software applications.

Reduction in Paper Costs	Reduction in Working Time
<ul style="list-style-type: none"> <li>• Reduced paper usage by 22,126 sheets</li> <li>• Saved paper costs of 6,637 THB per year</li> </ul>	<ul style="list-style-type: none"> <li>• Reduce the inspection time for inspectors from 5 minutes per joint to 3 minutes per joint.</li> <li>• Reduce the data entry time for the Key Operator from 9 hours and 6 minutes per day (based on 188 joints) to 30 minutes per day.</li> </ul>

**3.8.3 Promotion of a Culture of Innovation in the Organization**

The company established policy and action plans to actively encourage employees and business units to drive innovation and process improvement in a concrete manner. It fosters an open environment for opportunities and ideas, allowing employees to propose initiatives and projects based on real operational experience. These ideas are then developed and refined into innovations within the company, reinforcing an Innovative Culture across the organization. The company has implemented the Kaizen Succession Note Project, providing employees with the opportunity to propose inventions, technologies, software programs, or new/improved work processes that maximize efficiency and create value across business, social, and environmental aspects. This initiative is open to employees at all levels.

To further promote a culture of innovation and sustainability, in 2024, a total of 813 Kaizen proposals were submitted by employees. Of these, 6.40% (52 proposals) were selected, a significant increase from 3.19% in 2023. This achievement reflects the company's success in fostering an organizational culture that encourages innovation to improve and develop construction operations. Currently, the selected proposals are undergoing detailed monitoring to develop prototypes and conduct real-world testing.

#### 3.8.4 Information Technology and Cybersecurity

Stecon Group Public Company Limited and its affiliates realized that changes in digital technology and cyber threats are external factors that evolve and change rapidly, as businesses today rely heavily on modern technology and the interconnection of devices and departments through the internet. As a result, the Company may face risks from changes in information technology and cyber threats. The Company has prepared to address these changes and has assessed the risks that could cause business disruption. The Company has established the following management guidelines:

1. The Company enforces a secure password policy that includes setting a minimum password length, password expiration periods, and limits on the number of failed login attempts to prevent random password guessing. Additionally, the Company manages access rights by grouping and classifying data, defining specific access levels for individuals, and verifying user identities before granting access.
2. The Company ensures the continuity of its information technology systems in line with its Business Continuity Policy. It has developed a comprehensive Disaster Recovery Plan that clearly defines personnel roles and responsibilities, tests IT system recovery at a backup data center, and includes a Cyber Incident Response Plan based on the U.S. National Institute of Standards and Technology (NIST) Cybersecurity Framework to mitigate and respond to cyberattacks.
3. The company regularly conducts cyber risk assessments for its internal computer systems, with a particular focus on evaluating the effectiveness of various security measures, such as firewalls, antivirus software, and protection against malware, phishing, spam, and ransomware. Additionally, the company ensures that its security software and computer virus database is kept up to date.
4. The Company also promotes continuous awareness of technology use among employees by providing training and activities, such as Cybersecurity Awareness Training. This ensures employees are equipped to use technology securely and avoid potential cyber threats.
5. Disclosures of data on cyber threat prevention methods must be performed by authorized company personnel. Persons not authorized to disclose information when asked are to direct authorized persons to be the data provider to make information disclosure accurate and consistent.







## 4. Management Discussion and Analysis

### 4.1 Information from financial statements and financial ratios

The financial statements of the Company and its subsidiary companies show the financial position as of December 31, 2024, the operating results and cash flows for the year ended on the same date of the Company and its subsidiary, in accordance with generally accepted accounting principles.

#### Statement of Financial position (As of 31 December 2024)

(Unit: Baht)

Statement of Financial position	Consolidated financial statements		
	2024	2023	2022
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents	2,569,894,399	4,242,250,911	6,992,789,119
Trade and other receivables - current portion	3,902,148,180	2,569,664,692	1,506,543,928
Contract assets	7,656,726,211	7,816,722,408	8,265,324,265
Short-term loans to related parties	132,000,000	70,000,000	-
Inventories and construction supplies	764,746,265	249,601,719	53,528,204
Costs to fulfil contracts with customers	7,347,921	8,176,359	15,759,314
Advances to subcontractors	2,458,836,915	3,016,678,761	2,658,845,464
Short-term loans to other companies	21,343,851	6,679,635	21,990,562
Condominium units for sales	281,455,476	440,365,717	351,514,420
Current tax assets	632,376,741	389,654,160	510,293,238
Other current financial assets	854,931,494	1,067,686,994	1,304,153,308
Other current assets	799,827,923	758,692,379	479,503,777
<b>Total current assets</b>	<b>20,081,635,376</b>	<b>20,636,173,735</b>	<b>22,160,245,599</b>
<b>Non-current assets</b>			
Restricted bank deposit	1,687,933	-	-
Trade and other receivables – due over one year	18,336,894	53,569,024	102,234,973
Loans to related parties	1,284,470,850	589,766,550	122,881,500
Investments in associates	6,159,183,548	6,249,846,311	5,814,133,748
Investments in equity instruments	13,291,782,494	10,123,477,600	12,611,245,600
Investment properties	5,061,431,155	4,968,347,426	4,944,985,826
Property, plant and equipment	5,230,577,516	4,707,128,637	4,938,168,145
Rights to distribute treated water	302,826,109	-	-
Other non-current assets	84,440,306	121,141,016	95,693,911
<b>Total non-current assets</b>	<b>31,434,736,805</b>	<b>26,813,276,564</b>	<b>28,629,343,703</b>
<b>Total assets</b>	<b>51,516,372,181</b>	<b>47,449,450,299</b>	<b>50,789,589,302</b>

## Statement of Financial position (As of 31 December 2024)

(Unit: Baht)

Statement of Financial position	Consolidated financial statements		
	2024	2023	2022
<b>Liabilities</b>			
<b>Current liabilities</b>			
Short-term loan from financial institution	6,574,006,701	4,300,000,000	-
Trade and other payables	9,605,647,059	8,725,386,161	8,117,758,519
Contract liabilities	9,371,329,541	9,780,640,495	16,393,095,894
Retention for construction	2,642,227,638	2,737,532,565	2,384,313,927
Short-term loan from related party	346,900,000	445,000,000	-
Current portion of liabilities			
Long-term loans from financial institutions	145,880,155	117,000,000	-
Current portion of long-term lease liabilities	188,506,860	219,524,164	324,259,701
Provision for loss of construction projects	479,202,441	-	-
Other current liabilities	801,877,831	372,578,880	252,802,013
<b>Total current liabilities</b>	<b>30,155,578,226</b>	<b>26,697,662,265</b>	<b>27,472,230,054</b>
<b>Non-current liabilities</b>			
Long-term loans from financial institutions	437,633,845	-	-
Lease liabilities	171,946,637	264,909,515	375,689,906
Provision for long-term employee benefits	370,247,638	347,890,054	363,105,311
Deferred tax liabilities	2,535,289,292	2,056,714,851	2,677,597,443
Other non-current liabilities	2,475,051	10,194,571	11,680,074
<b>Total non-current liabilities</b>	<b>3,517,592,463</b>	<b>2,679,708,991</b>	<b>3,428,072,734</b>
<b>Total liabilities</b>	<b>33,673,170,689</b>	<b>29,377,371,256</b>	<b>30,900,302,788</b>

## Statement of Financial position (As of 31 December 2024)

(Unit: Baht)

Statement of Financial position	Consolidated financial statements		
	2024	2023	2022
<b>Shareholders' equity</b>			
<b>Share capital</b>			
Registered 1,525,106,540 ordinary shares of Baht 1 each	1,525,106,540	1,525,116,540	1,525,106,540
Issued and fully paid 1,519,080,193 ordinary shares of Baht 1 each	1,519,080,193	1,519,090,193	1,525,106,540
Share premium	2,088,769,449	2,088,769,449	2,097,055,812
Retained earnings - Appropriated statutory reserve	151,908,019	151,908,019	152,510,654
Retained earnings - Unappropriated	6,595,257,906	9,180,512,743	9,123,313,183
Other components of shareholders' equity	7,056,095,295	4,691,040,279	6,694,266,619
<b>Equity attributable to owners of the Company</b>	<b>17,411,110,862</b>	<b>17,631,320,683</b>	<b>19,592,252,808</b>
Non-controlling interests of the subsidiaries	432,090,630	440,758,360	297,033,706
<b>Total shareholders' equity</b>	<b>17,843,201,492</b>	<b>18,072,079,043</b>	<b>19,889,286,514</b>
<b>Total liabilities and shareholders' equity</b>	<b>51,516,372,181</b>	<b>47,449,450,299</b>	<b>50,789,589,302</b>

## Statement of Income (As of 31 December 2024)

(Unit: Baht)

Statement of Income	Consolidated financial statements		
	2024	2023	2022
<b>Revenues</b>			
Revenues from construction contracts	29,929,548,618	29,527,240,703	30,264,771,541
Rental income	75,343,683	70,769,507	60,823,785
Gain from fair value adjustment of investment properties	93,083,729	23,361,600	36,462,128
Dividend income	203,768,750	149,801,750	104,080,125
Other income	103,604,189	70,325,446	106,408,746
<b>Total revenues</b>	<b>30,405,348,969</b>	<b>29,841,499,006</b>	<b>30,572,546,325</b>
<b>Expenses</b>			
Cost of construction	30,102,037,821	28,280,280,084	28,776,042,712
Cost of rental	21,348,986	18,934,616	15,679,258
Administrative expenses	845,977,421	834,419,940	779,415,926
Allowance for expected credit losses of financial assets	1,012,589,359	-	-
Reduction of cost of condominium units for sales to net realizable value	169,906,740	-	-
<b>Total expenses</b>	<b>32,151,860,327</b>	<b>29,133,634,640</b>	<b>29,571,137,896</b>
<b>Operating profit</b>	<b>(1,746,511,358)</b>	<b>707,864,366</b>	<b>1,001,408,429</b>
Share of profit from investments in associates	(584,456,514)	(69,565,795)	33,736,075
Finance income	33,311,579	42,032,967	38,785,212
Finance cost	(158,211,811)	(43,117,730)	(19,875,750)
<b>Profit before income tax expenses</b>	<b>(2,455,868,104)</b>	<b>637,213,808</b>	<b>1,054,053,966</b>
Income tax expenses	(67,739,059)	(101,647,032)	(187,333,674)
<b>Profit for the year</b>	<b>(2,388,129,045)</b>	<b>535,566,776</b>	<b>866,720,292</b>
<b>Profit attributable to:</b>			
Equity holders of the Company	(2,357,394,204)	525,580,090	857,405,032
Non-controlling interests of the subsidiaries	(30,734,841)	9,986,686	9,315,260
<b>Profit for the year</b>	<b>(2,388,129,045)</b>	<b>535,566,776</b>	<b>866,720,292</b>
<b>Basic earnings per share</b>			
Profit attributable to equity holders of the Company	(1.55)	0.35	0.56

## Statement of Cash Flows (As of 31 December 2024)

(Unit: Baht)

Statement of Cash Flows	Consolidated financial statements		
	2024	2023	2022
Net cash from (used in) operating activities	(1,445,002,191)	(5,847,149,256)	1,908,088,558
Net cash used in investing activities	(2,251,392,776)	(978,297,116)	2,131,530,106
Net cash from (used in) financing activities	2,024,038,455	4,074,898,164	(1,104,190,265)
<b>Net decrease in cash and cash equivalents</b>	<b>(1,672,356,512)</b>	<b>(2,750,548,208)</b>	<b>2,935,428,399</b>
Cash and cash equivalents at beginning of year	4,242,250,911	6,992,789,119	4,057,360,720
<b>Cash and cash equivalents at end of year</b>	<b>2,569,894,399</b>	<b>4,242,240,911</b>	<b>6,992,789,119</b>
<b>Supplement cash flows information</b>			
<b>Non-cash items</b>			
Payable of acquisition of equipment	82,669,787	25,656,180	44,882,644
Increase of equipment under lease liabilities	112,383,599	137,201,554	272,698,174

## Financial Ratio Analysis

Financial Ratio		2024	2023	2022
<b>Liquidity Ratio</b>				
Current Ratio	(Times)	0.67	0.77	0.81
Quick Ratio	(Times)	0.21	0.26	0.31
Accounts Receivable Turnover	(Times)	9.25	14.52	16.50
Collection Period	(Days)	39	25	22
Account Payable Turnover	(Times)	5.02	4.86	5.71
Payment Period	(Days)	72	74	63
<b>Profitability Ratio</b>				
Gross Profit Margin	(%)	-0.58	4.22	4.92
Operating Profit Margin	(%)	-5.74	2.37	3.28
Net Profit Margin	(%)	-7.85	1.79	2.83
Return on Equities	(%)	-13.30	2.82	4.65
<b>Efficiency Ratio</b>				
Return on Assets	(%)	-4.83	1.09	1.78
Total Assets Turnover	(Times)	0.61	0.61	0.63
<b>Financial Policy Ratio</b>				
Debt to Equity Ratio	(Times)	1.89	1.63	1.55
Book Value per Share	(Baht)	11.42	11.56	12.85
Profit attributable to equity holders of the Company	(Baht)	-1.57	0.35	0.57

## 4.2 Management Discussion and Analysis

### (1) Management Discussion and Analysis on financial status and operating results

Upon reading the Management Discussion and Analysis, investors ought to study supporting document, namely, past and adjusted consolidated financial position statements and operating figures in brief, in conjunction with notes to financial position statements and the information presented in this document.

Stecon Group Public Company Limited operates as an investment company that does not conduct its own business (Non-operating Holding Company) but holds shares in other companies with the objective of having control over the business of other companies. In 2024, the company has the following main revenue structure:

In 2024, the revenue from construction of the Company and its subsidiary amounting to Baht 29,930 million (or 98.4 % of the total revenue) compared to the year of 2023, the revenue from construction was Baht 29,527 million (or 98.9% of the total revenue) which increased Baht 403 million, or 1.4% due to the increasing in revenue recognition from construction projects.

In proportion of the revenue from construction categorized by public sectors and private sectors of the Company and its subsidiary companies in 2024 was 44%: 56%

#### Revenue Structure from the Construction Classified by Customer Type (Unit: Baht million)

Customer Type	2024		2023		Change
	Amount	%	Amount	%	Amount
Public Sector (Including state enterprises)	13,096	44	11,212	38	1,884
Private Sector	16,743	56	18,315	62	-1,572
Total	29,839	100	29,527	100	312

#### Revenue Structure from the Construction Classified by Work Type (Unit: Baht million)

Construction Work Type	2024		2023		Change
	Amount	%	Amount	%	Amount
Infrastructure	12,649	42.4	15,968	54.1	-9,610
Building	6,358	21.3	4,063	13.8	-2,515
Energy	8,625	28.9	6,892	23.3	1,733
Industry	1,548	5.2	2,328	7.9	10,321
Environment	659	2.2	276	0.9	383
Total	29,839	100	29,527	100	312



**Infrastructure projects**, there was Baht 12,649 million, or 42.4% of the revenue from construction for example, Motorway Project: Bang Pa-In - Nakhon Ratchasima (Contracts 1, 2, 17, 18), Pink Line (Extension), Orange Line (Thailand Cultural Center - Min Buri) (Contract 1, 2, 5), Purple Line (Tao Poon - Rat Burana) (Contracts 1, 2), Double Track (Nakhon Pathom - Hua Hin) Contract 2, Nong Khai city bypass road (East Side) Part 1, Double Track (Den Chai - Chiang Rai - Chiang Khong (Contracts 2, 3), Motorway (Bang Pa In - Nakorn Rachasima) (M6), Motorway Bang Yai - Kanchanaburi (M81) and project to replace overhead power lines underground in conjunction with the Pink and Yellow Line

**Building projects** there was Baht 6,358 million baht, or 21.3 % of the revenue from construction for example, the Mo Chit Complex project and the Government Complex Phase 2 project

**Energy projects** there was Baht 8,625 million, or 28.9 % of the revenue from construction for example, 7 solar power plant, Gulf Plak Daeng Power Plant, Gulf Sriracha Power Plant and Hin Kong Power Plant,

**Industrial projects** there was Baht 1,548 million, or 5.2 % of the revenue from construction for example, the Clean Energy Project and LEO Project.

**Environment projects** there was Baht 659 million, or 2.2 % of the revenue from construction for example, the Nong Bon Drainage Tunnel Project to the Chao Phraya River and the Thonburi Wastewater Treatment System Project, Contract 3, Contract 3.

## (2) The Company Performance and Profitability

The detail of Management Discussion and Analysis for 2024 and the profitability of the Company and its subsidiary companies are as the followings.

Unit: Baht Million

Consolidated Income Statement	Year		Change
	2024	2023	Amount
Revenues from construction contracts	29,930	29,527	403
Other income	475	314	161
Total revenues	30,405	29,841	564
Cost of construction	30,102	28,280	1,822
Administrative expenses	846	834	12
Total expenses	32,152	29,134	3,018
Operating profit	-1,747	708	-2,455
Share of profit from investments in associated	-584	-70	-514
Finance income	33	42	-9
Finance cost	-158	-43	-115
Income tax expenses	68	-101	169
Profit for the year	-2,388	536	-2,924

**Revenue:**

In 2024, the Company and its subsidiary companies had total revenue in the amount of Baht 30,405 million, increasing by Baht 564 million from the year 2023, representing 1.9%. The increased income came from the construction of Building and energy work. The major sources of revenue are from construction contracts, amounting to Baht 29,930 million, rental income, amounting to Baht 75 million, gain from fair value adjustment of investment properties, amounting to Baht 93 million, dividend income, amounting to Baht 204 million and other income Baht 104 million.

**Expenses:**

In 2024, the Company and its subsidiary companies had overall expenses in the amount of Baht 32,152 million, increasing Baht 3,018 million or 10.4 % from 2023 which overall expenses were the amount of Baht 29,134 million. The increased expenses were due to increased construction work, The main expenses were the cost of construction, amounting to Baht 30,102 million, rental costs of Baht 21 million and administrative expenses amounting to Baht 846 million.

**Profitability:**

In 2024, the Company and its subsidiary companies had gross profit(loss) amount of Baht -172 million, representing -0.6%, operating profit(loss) amount of Baht -1,747 million, representing -5.7% and net profit(loss) amount of Baht -2,388 million, representing 7.85%.

**Return on Assets:**

In 2024, the Company and its subsidiary companies had its return on assets ratio at the rate of -4.8%, decreasing from 2023 when had its return on assets ratio of 1.1%. The Company and its subsidiary companies had decreased ability to utilize more assets.

**Return on Equity:**

In 2024, the Company and its subsidiary companies its return on equity ratio at the rate of -13.30%, decreasing from 2023 which was at the rate of 2.8%. The Company and its subsidiary companies had decreased ability to generate more returns on equity.

**(3) Assets Management Ability****1) Consolidated Financial Positions**

As of December 31, 2024, the Company and its subsidiary companies had assets in the amount of Baht 51,516 million, liabilities in the amount of Baht 33,373 million, and shareholders' equity in the amount of Baht 17,843 million.

**Assets:**

As of December 31, 2024, the Company and its subsidiary companies had assets in the amount of Baht 51,516 million, increasing Baht 4,067 million or 8.6% from 2023 which assets were the amount of Baht 47,449 million. The assets comprising of current assets in the amount of Baht 20,082 million, decreasing Baht 554 million or 2.68% from 2023 which current assets were the amount of Baht 20,636 million. The decreased current assets were cash and cash equivalents, contract assets

The non-current assets were the amount of Baht 31,435 million, increasing Baht 4,622 million or 17.2% from 2023 which non-current assets were the amount of Baht 26,813 million. The non-current assets that significantly increased were other non-current assets, loans to related parties and investment properties

### 1. Account Receivables

As of December 31, 2024, the Company and its subsidiary companies had account receivables in the amount of Baht 3,902 million, increasing Baht 1,332 million or 51.8% from 2023 which had trade receivables of Baht 2,570 million.

#### Credit Term

Credit Term for the year 2024		
The credit term policy of the Company	30-45	days
The collection period of the Company	39	days

The Company and its subsidiary companies control the account receivables and other account receivables at an appropriate level. The Company set up the policy of account receivables period of 30 - 45 days.

In 2024, the Company and its subsidiary companies had a collection period 39 days from account receivables and other receivables, the Company and its subsidiary companies still have liquidity in normal conditions.

As of December 31, 2024, the Company and its subsidiary companies had accounts receivable – unrelated parties in the amount of Baht 4,826 million less allowance for expected credit losses in the amount of Baht 1,061 million, accounts receivable - not yet due in the amount of Baht 2,632 million, representing 54.5 %, outstanding accounts receivable past due up to 3 months in the amount of Baht 730 million, representing 15.1 %, outstanding accounts receivable past due 3 - 6 months in the amount of Baht 799 million, representing 16.6%, outstanding accounts receivable past due 6 - 12 months in the amount of Baht 465 million, representing 9.6%, and outstanding accounts receivable past due over 12 months in the amount of Baht 200 million, representing 4.2%. The status of the aging of accounts receivable – unrelated parties of the Company and its subsidiary companies were normal condition.

As of December 31, 2024, the Company and its subsidiary companies had accounts receivable –related parties in the amount of Baht 168 million less allowance for less allowance for expected credit losses in the amount of Baht 33 million, accounts receivable - not yet due in the amount of Baht 79 million, representing 46.9%, outstanding accounts receivable no more than 3 months in the amount of Baht 57 million, representing 33.6%. outstanding accounts receivable past due over 12 months in the amount of Baht 33 million, representing 19.4%. The status of the aging of accounts receivable – related parties of the Company and its subsidiary companies were normal.

Upon estimating the expected credit loss provisions the management estimated at their discretion the doubtful debts of each account receivable by taking into consideration of account receivable reliability, past collection experience, outstanding account receivable aging, and then economic situation. The Company and its subsidiary companies believed that the provision for allowance for doubtful debts was adequate.

## 2. Costs to fulfil contracts with customers.

As of December 31, 2024, the Company and its subsidiary companies had costs to fulfil contracts with customers in the amount of Baht 7 million, decreasing Baht 0.8 million or 10.1% from 2023, which costs to fulfil contracts with customers were in the amount of Baht 8 million.

## 3. Investment Properties

As of December 31, 2024, the Company and its subsidiary companies had investment properties in the amount of Baht 5,061 million, increasing Baht 93 million or 1.9% from 2023, which investment properties were in the amount of Baht 4,968 million.

### Liabilities:

As of December 31, 2024, the Company and its subsidiary companies had liabilities in the amount of Baht 33,673 million, increasing Baht 4,296 Million or 14.6% from 2023 which liabilities were in the amount of Baht 29,377 million, being composed of current liabilities in the amount of Baht 30,156 million, increasing Baht 3,458 million or 12.9% from 2023 which current liabilities were in the amount of Baht 26,698 million.

The non - current liabilities were in the amount of Baht 3,518 million, decreasing Baht 838 million or 31.3% from 2023 which non -current liabilities were in the amount of Baht 2,680 million.

### Trade and other payables

As of December 31, 2024, the Company and its subsidiary companies had net account payables and other payables in the amount of Baht 9,606 million, increasing Baht 881 million or 10.1 % from 2022 which account payables and other trade payables were in the amount of Baht 8,725 million. The Company and its subsidiary companies maintained the quantity of account payables and other payables in the appropriate level despite by performing 72-day period, decreasing from that in 2023 which performing 74-day period. The Company and its subsidiaries companies believed that such a performance period was suitable in the normal course of business.

### Shareholder's Equity:

As of December 31, 2024, the Company and its subsidiary companies had shareholders' equity in the amount of Baht 17,843 million, decreasing Baht 229 million or 1.3 % from 2023 which shareholders' equity were in the amount of Baht 18,072 million. The major change in the shareholders' equity of the Company and its subsidiary companies was other components of shareholders' equity.

### Total Assets Turnover:

As of December 31, 2024, the Company and its subsidiary companies had total asset turnover ratio of 0.61 times, the same as in 2023 which had an asset turnover rate of 0.61 times. The Company and its subsidiary companies had total asset turnover at a moderate level.

## (4) Liquidity and Capital Adequacy

### 1. Capital Structure

As of December 31, 2024, the Company and its subsidiary companies had asset structure of current assets to non-current assets ratio equal to 39% : 61% slightly changed from that in 2023 which current assets to non-current assets ratio equal to 43% : 57%.

As of December 31, 2024, the Company and its subsidiary companies had source of fund structure from total liabilities and shareholders' equity, the total liabilities to shareholders' equity ratio equal to 65% : 35%, slightly changed from that in 2023 which the total liabilities to shareholders' equity ratio equal to 62% : 38%

## 2. Capital Expenditure

Upon consideration of investment in fixed assets of the Company and its subsidiary companies, the management will prepare annual investment plans in fixed assets as proposed to the Board of Executive Directors of the Company. Upon the decision made in new investment, the Company and its subsidiary companies made sufficient consideration in every aspect, including return on investment.

In 2024, the Company and its subsidiary companies had capital expenditures for Acquisition and cash paid to settle payables from purchases of equipment in the amount of Baht 1,065 million, increasing Baht 616 million or 137.2% from 2023 which acquisition of machinery and equipment were in the amount of Baht 449 million.

The Company and its subsidiary companies believed that the capital expenditures, both additional investment and replacement investment for the expired existing fixed assets, would maintain the competitive potentiality of the Company and its subsidiary companies, both at present and in the future, and the fixed assets as additionally invested were utilized in their full capacities.

## 3. Liquidity

In 2024, the Company and its subsidiary companies had current ratio at 0.67 times, decreasing from that in 2023 which current ratio at 0.77 times, the Company and its subsidiary companies still had moderate liquidity.

In 2024, the Company and its subsidiary companies had quick ratio at 0.21 times, slightly decreasing from that in 2023 which quick ratio at 0.26 times. The Company and its subsidiary companies still had moderate liquidity.

## 4. Cash Flow

In 2024, Cash and cash equivalents of the Company and its subsidiary companies increased in the amount of Baht 1,672 million, which cash and cash equivalents brought forward in the amount Baht 4,242 million, and net cash at the end of the period in the amount of Baht 2,570 million, details are as follows:

(Unit: Baht million)

Sources of Cash Flow	2024	2023
Operating Activities	(1,445)	(5,847)
Investing Activities	(2,251)	(978)
Financing Activities	2,024	4,075
Net increase (decrease) in Cash and Cash Equivalents	(1,672)	(2,751)
Beginning Balance of Cash and Cash Equivalents	4,242	6,993
Ending Balance of Cash and Cash Equivalents	2,570	4,242



**(5) Obligation and Management of Off-Statement of Financial Position Obligation****1. Capital commitments**

As of 31 December 2024, and 2023, the Company and its subsidiary companies had capital commitments relating to acquisition of construction machinery and equipment, details are as follows:

(Unit: Baht Million)

Currency	Consolidated Financial Statements	
	2024	2023
Baht	58	47
Yen	22	149

**2. Project construction cost commitments**

As of 31 December 2024 and 2023, the Company and its subsidiary companies had commitments related to construction costs of the construction contracts, details are as follows:

(Unit: Baht Million)

Currency	Consolidated Financial Statements	
	2024	2023
Baht	22,461	28,533
Yen	1	54
Euro	3	-

Upon assessment of the liquidity of the Company and its subsidiary companies, the Company and its subsidiary companies had sufficient cash to pay the obligation on liabilities.

**(6) Factors or events which may significantly affect the financial position and results of operations in the future****1. The External Factors impact the Business - minimum wage hike**

The construction industry is a labor-intensive industry, both direct employment and subcontractors, the cost of wages based on minimum wages will be on the part of construction workers, which accounts for 20-30% of the total cost, minimum wage increase result, construction costs will increase and affected the profit of the Company. However, there will be compensation from K factor for government construction projects, which has inflation as a component of the calculation, thereby reducing the impact of rising costs to some extent.

## 2. Sustainability Operations of the Organization

The Company and its subsidiaries operate their business with awareness of the importance of sustainable business development. In the past year, the Company has operated in the areas of economy, society, environment, and good corporate governance through various activities. For more details, please see (Part 1: Business Operations and Performance, Topic: Driving Business for Sustainability)

The Company believes that applying ESG principles to the Company's business practices will not only create a good reputation and image for the Company but also have policies and guidelines for good and environmentally friendly resource management, such as reducing paper usage and saving electricity, which will also help reduce some of the Company's expenses. In addition, the Company's quality and transparent internal management and good employee welfare will help the Company reduce the risk of fraud, reduce the turnover rate, and reduce the cost of training new employees. These things will help increase profits, which will affect the Company's value and help the organization grow sustainably.

## 5. Other Significant Information

### 5.1 Reference

1. Office of the Auditor of the Company and subsidiaries  
EY Office Limited  
193/136-137 , 33<sup>rd</sup> Floor, Lake Ratchada Building, New Ratchada Phisek Road, Bangkok 10110  
Tel: +66 (0) 2264 0777  
Fax: +66 (0) 2264 0789
2. Securities Registrar  
Thailand Securities Depository Co., Ltd.  
93 Ratchadaphisek Road, Din Daeng, Bangkok 10400  
Tel: +66 (0) 2009 9000  
Fax: +66 (0) 2009 9991

### 5.2 Legal Dispute

In 2024, the Company does not have any lawsuits that may have a negative impact on the Company's assets in a proportion greater than 5 percent of the shareholders' equity. Including no case that affects the business significantly, the impact cannot be assessed in numbers.



## 6. Good Corporate Governance Policy

### 6.1 Overview of the Good Corporate Governance Policy and Practices

Stecon Group Public Company Limited (“the Company”) recognizes the importance of good corporate governance and believes that Good corporate governance will promotes transparency and efficiency in the company’s management, enabling the company to achieve sustainable growth. Therefore, the Company considers to establish the principle of good corporate governance based on the Guideline for Good Corporate Governance for Listed Companies 2017 of the Securities and Exchange Commission (“SEC”) in order to serve as a guideline for the Board of Directors to supervise the business, ensure long-term good performance and credibility for shareholders and investors.

In this regard, the Company aims to operate its business efficiently, have ethic in operating business to be beneficial to society, develop or reduce negative impact on the environment and be able to adapt changing in business condition.

The Good Corporate Governance Principles were reviewed, updated, and approved at the Company’s Board of Directors Meeting No. 2/2567 on February 27, 2024, and became effective on the same date. These principles have been communicated to the directors, executives, and employees. The Board of Directors emphasizes the importance of adhering to the Good Corporate Governance Principles, which encompass the 8 principles of Corporate Governance (CG) as follows :

- Principle 1:** Recognize the role and responsibility of the Board of Directors as an organizational leader who creates value for the business in a sustainable manner. (Establish clear Leadership role and responsibility of the Board)
- Principle 2:** Define Objective that Promotes 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:** Ensure that there is an appropriate risk management and internal control system. (Strengthen Effective Risk Management and Internal Control)
- Principle 7:** Ensure Disclosure and Financial Integrity
- Principle 8:** Ensure Engagement and Communication with Shareholders

Details of the “ Good Corporate Governance Principles “ are provided in Attachment 5: Corporate Governance Policy and Practices and Code of Conduct, and on the company’s website <https://www.stecongroup.co.th/storage/document/cg/stec-cg-policy-en.pdf>.



### 6.1.1 Policy and Practices : the Board of Directors

#### (1) Board of Directors

##### 1) Composition and Qualifications of the Board of Directors

1. The Board of Directors consists of: Chairman of the Board of Directors and other directors not less than 5 persons of which not less than half of the total number of directors of the Company. They must be a resident of the Kingdom and person who meets the qualification required by law. Directors are not required to be shareholders of the company.
2. The Board of Directors must consist of at least 1/3 of the total number of independent directors.
3. The Board of Directors must elect one director to serve as the Chairman of the Board of Directors. In the event that the Board of Directors deems it appropriate. The Board of Directors may elect one or more directors as the Vice Chairman of the Board of Directors.
4. The Chairman of the Board of Directors must be an independent director and the Chairman of the Board of Directors must not be the same person as the Group Chief Executive Officer/President in order to balance operational power and to clearly divide the role and duty.

In cast that the person who holds the position of Chairman of the Board of Directors is not an independent director. The Board of Directors must consider that the composition of the Board of Directors must consist of more than half of the Independent Directors. The Board of Directors must appoint one Independent Director to jointly consider and set the agenda of the Board of Directors meeting in accordance with the principle of good corporate governance.

5. The Board of Directors must appoint and/or remove the Company Secretary or any other person who is appropriate by the Board of Directors in order to assist the Board of Directors in scheduling meeting, preparation of the agenda, submission of meeting document and recording of meeting minutes. He/she has authority, duty and responsibility in accordance with Section 89/15, paragraph 1 and Section 89/16 of the Securities and Exchange Act B.E. 2535 (1992) (as amended).

##### 2) Qualification of the Company's Directors

1. Be a person with knowledge, ability, experience, and expertise in various fields in which is necessary to manage the Company's business and perform their duty in accordance with the law, the Company's objectives and article of association as well as the resolution of the shareholders' meeting with integrity and prudence to maintain the interests of the Company with integrity. They must have an ethical business and enough time to devote knowledge, ability and performance of duty as directors of the Company efficiently and effectively.
2. Have complete qualification and not prohibited by the law on public limited company, the Securities and Exchange act and other relevant laws. They must not show any inadequacy to be entrusted to manage the business of a public company with an individual as a shareholder as prescribed by the Securities and Exchange Commission ("SEC").

3. Directors can hold the position of directors in other companies. Anyway, each director of the Company may hold the position of director no more than 5 other listed companies and the director of the Company who performs executive duty may serve as a director of no more than 2 other listed companies but such directorship must not hinder the performance of the Company's directorial duty and comply with the guideline set forth by the Securities and Exchange Commission (SEC) and also the Stock Exchange of Thailand (SET).
4. The Company's directors are not person who operates businesses in the same condition and in competition with the business of the Company, its subsidiaries or become partner or director in other juristic persons who participates in the management. They are not the employees or consultants who receive regular salary or are shareholders of other companies that operate business with the same condition and in competition with the business of the Company or its subsidiaries regardless of whether such participation is made for the benefit of themselves or others unless they are notified to the shareholders' meeting before the appointment resolution is made.
5. In case of an appointment to be independent director, the person is selected as an independent director must have the qualification regarding independence as specified by the Company and the notification of the Capital Market Supervisory Board. He/she must be a person who can take care of the interests of all shareholders equally in order to prevent conflict of interest and be able to attend the Board of Directors meeting by giving independent opinion.

Anyway, the Company requires directors who do not act as executives, independent directors from the management, major shareholders and controlling persons and not have a business relationship with the Company in such a way as to restrict the expression of independent opinion as well as have additional qualification of being independent directors as stipulated in the Charter of the Audit Committee.

### 3) Appointment and Term of Office

1. The appointment of the Board of Directors must be in accordance with the Company's article of Association and the provision of relevant law and regulation and subject to consideration and approval by the Board of Directors and/or the Shareholders' meeting (as the case may be). The consideration of the appointment of the Board of Directors must be transparent, clear, educational history and professional experience as well as must be included in the consideration and decision of the Board of Directors and shareholders.
2. In case of an election for replacing the vacant director position due to reason other than the time to leave office according to the term. The Board of Directors must appoint a person who is fully qualified as specified in Clause 3 above to be appointed as a substitute director at the next meeting of the Board of Directors. This person who takes up the position of a director in such case must remain in office only for the remaining term of the departing director unless the term of office of such director is less than 2 months.
3. In case of the appointment of an Independent Director, he/she must have a term of office not exceeding 9 years from the date of his first appointment as an Independent Director. In case that an Independent Director is to be appointed to continue to hold office then the Board of Directors must reasonably consider such necessity.

4. At every Annual General Meeting of Shareholders, the directors must resign from office for 1/3 of the total number of directors. If the number of directors cannot be divided into three parts, the number closest to one-third must be removed. However, Directors who must retire in the first and second years after the registration of the company must be drawn by lottery. In the following years, the director who has held office for the longest time must leave office.

In addition to his resignation from office according to the aforementioned agenda. The Company's directors may resign from their positions when

- 1) Death
- 2) Resigning
- 3) Lack of the qualification to be a board of directors or having characteristics prohibited under the Law on Public Limited Company or having characteristic that indicate a lack of suitability to be entrusted to manage the affairs of a public company.
- 4) The shareholders' meeting resolved to remove the company from office with a vote of not less than three - fourths (3/4) of the number of votes.

Shareholders who attend the meeting and have the right to vote and the total number of shares are not less than half of the number of shares held by the shareholders who attend the meeting and have the right to vote.

- 5) The court ordered the removal of the duty
- 6) An independent director retires at the age of 75 years or an independent director who reaches the age of 75 years before the date of the Annual General Meeting of Shareholders in any year must cease to be an independent director on the day following the date of the annual general meeting of shareholders in that year. This clause must take effect upon the expiration of 2 years from the date of incorporation of the company.

However, in case that any director wishes to resign, he/she must submit his resignation letter to the Chairman of the Board of Directors.

5. The Nomination and Remuneration Committee must consider and determine the remuneration of directors. The remuneration of directors will be determined based on the amount of work. The remuneration is mainly based on the company's responsibility and business size as well as comparing such remuneration with other companies operating in the same industry and also propose to the Board of Directors and the shareholders' meeting for further approval.

#### **4) Power, Duty and Responsibility of the Board of Directors**

The Board of Directors as a representative appointed by the shareholders in order to perform the duty of the Company's management must perform their duties with determination, responsibility and Integrity under the scope, authority, and responsibilities as following

**1. Determination of the Company's business direction**

- 1.1 The Board of Directors must perform their duties and supervise the Company's business in accordance with the law, objective, regulation, resolution of the Board of Directors and Shareholders' meeting with responsibility, caution. Integrity in order to maintain the right and interests of the Company and all shareholders equally (Accountability to Shareholders).
- 1.2 Determine and review the vision, strategy, policy, business direction, budget, human resource plan, management structure, and approval authority guide to determine the effective way of working of personnel in the organization as well as supervise the review and approval every year.
- 1.3 Monitor and evaluate the implementation of the Company's business plan, strategy, financial plan, human resource plan, target and annual budget through the audit and monitoring mechanism as prescribed and in accordance with international standard of business operation such as the preparation of financial statement to evaluate performance in accordance with international standard or key performance indicator (KPIs), etc.
- 1.4 Operate for the Company, implement appropriate and effective accounting system as well as provide an adequate, effective internal control system and internal audit system. The Board of Directors will regularly establish a process to assess and review the appropriateness of the Company's internal control system. However, it must be under the supervision of the Audit Committee.
- 1.5 In order to ensure that the Company prepares quarterly and annual financial statements to accurately represent the Company's financial position and operating result in accordance with accounting standard including the provision of such financial statement audited by the auditor. The Board of Directors will propose to the shareholders' meeting for further approval.
- 1.6 Consider the appointment of independent directors based on the qualification and prohibited characteristic of independent director under the Securities and Exchange Act, Notification of the Capital Market Supervisory Board including the Announcement of Articles of Association and/or relevant regulation of the SEC or the Stock Exchange of Thailand to be presented to the shareholders' meeting for consideration and approval.
- 1.7 Consider and determine the organizational structure and management structure as well as supervise the Company to prepare a plan for succession of senior executives. Support the business plan and condition that may change from time to time and to ensure that working in the Company's important position is consistent and continuous.
- 1.8 The Board of Directors may invite sub-committees including the Audit Committee and the Risk Management and Sustainable Development Committee or related persons to attend the meeting on the agenda in order to clarify information as necessary or express opinion that is appropriate to the agenda.

- 1.9 Consider and determine the structure of the Company's annual remuneration and the criteria for the payment of appropriate remuneration of directors. Take into account various appropriate factors such as job evaluation result, position, scope of duty and responsibility, qualification, knowledge, ability and appropriate remuneration rate with the same industry.
- 1.10 Establish a framework and mechanism for the supervision of subsidiaries or associates. The Board of Directors has the authority to consider the suitability of person to be directors in subsidiaries or associates in order to supervise the operation of subsidiaries or associates in accordance with the Company's policy, conduct transaction in accordance with the Company's policy, law including the disclosure of financial position information, performance, connected transactions and the acquisition or disposal of significant asset to be complete and accurate.
- 1.11 Ensure that conflicts of interest do not arise between the Company's stakeholders and subsidiaries. In case that any director has an interest in any transaction made with the Company or has a proportion.
- If the shareholding in the Company and/or its subsidiaries increases or decreases, such directors must notify the Company without delay.
- 1.12 Promote sustainable business development practice by conducting business that takes into account environmental, social, economic and good corporate governance including climate change for stable and sustainable business growth.
- 1.13 Encourage the Company to create new innovation in order to expand its business and develop business competitiveness that will be an important part of creating continuity for long-term business operation.
- 1.14 Strengthen a good culture in the organization such as working professionally with integrity, committed and dedicated. Have love and bond with the organization and ready to protect the interests of the organization.
- 1.15 Assign one or more directors or any other person to perform any act on behalf of the Board of Directors within the scope of authority and duty of the Board of Directors.
- The delegation of power, duty and responsibility of the Board of Directors must not be in the nature of delegation or sub-delegation of authority to the authorized person. The Company has the authority to consider and approve transaction that he/she or any person who may have a conflict, benefit or may cause a conflict of interest in any other manner to be made with the Company except for the approval of transaction that comply with policy or criteria prescribed by the shareholders' meeting or the Board of Directors.
- 1.16 Consider the appointment, removal, delegation of authority and duty to the sub-committees and the Group Chief Executive Officer/President in order to carry out the operation.
- 1.17 Consider and approve the establishment, merger or dissolution of a subsidiary. The Board of Directors has the authority to consider the appropriateness of the action to propose to the shareholders' meeting for further consideration and approval as prescribed by the relevant regulation.



- 118 Propose for capital increase or decrease or change in share value, amendment of the book, Memorandum of Association, Articles of Association and/or Objectives of the Company to the shareholders' meeting for further consideration and approval.

## 2. Good Corporate Governance

- 2.1 Propose that the shareholders' meeting, elect a qualified person to serve as a director of the Company. The Board of Directors must nominate the name of such person approved by the Nomination and Remuneration Committee for the shareholders' meeting for consideration and selection.

(In the case of election of directors to replace directors who leave for a term of office) or consider appointing a qualified person to serve as a director as approved by the Nomination and Remuneration Committee (in case of appointment of a director based on a vacant position other than a term of office)

- 2.2 Appoint qualified director to be a director who has the authority to sign and bind the Company by considering the appropriateness and criteria for checking and balancing power.
- 2.3 Consider and approve the appointment, determine the role and duty. Supervise the Company's sub-committees as appropriate and necessary to support the management of the Board of Directors including determining the criteria and procedure for the nomination of directors. The Sub-Committee and the Group Chief Executive Officer/President are transparent, clear and fair as well as determine the remuneration and evaluate the performance of the Sub-Directors on an annual basis and also monitor and review the succession plan of the Group Chief Executive Officer/President of the Group.
- 2.4 Establish a policy regarding the appointment of the Group Chief Executive Officer/President and senior executives to directorship positions in other companies. Under this policy, they may hold directorship roles in no more than two other listed companies outside the business group. These appointments must not adversely affect their primary responsibilities or lead to conflicts of interest. Additionally, such positions must not involve businesses of the same nature or be in competition with the company. All appointments must be reported to the Board of Directors for acknowledgment and oversight.
- 2.5 Propose the shareholders' meeting to appoint an auditor with the knowledge, expertise and appropriate qualification in order to be the auditor of the Company who is aligned with the Stock Exchange announced the designation. The nominated auditor must be an auditor who has been approved by the Audit Committee and the Board of Directors.
- 2.6 Consider and approve the appointment and removal of the Company Secretary to act as a liaison between the Company and relevant agencies such as the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand also including internal coordination with various sub-committees.
- 2.7 Formulate policy on good corporate governance and social responsibility including anti-corruption and other policies related to the Company's business operation. The Board of Directors must ensure the effective implementation of such policies.

- 2.8 Provide operational manual in each aspect to ensure that the performance of employees is accurate and in accordance with standards, such as sales manual, procurement manual, approval authority guide, employee manual, etc.
- 2.9 Ensure that the Company has channel to receive complaint and whistleblower regarding the Group's wrongdoing and corruption as well as propose solution to solve problem and measure to protect complainant. The whistleblower policy and receiving complaint of offense and corruption is also required to review and update in accordance with the rule and circumstance that change from time to time.
- 2.10 Overall responsibility for the supervision of the Company's internal risk management to be in line with the risk management policy as well as management under the principle of good corporate governance and responsible for considering and reviewing the Company's risk management and internal control system as well as promoting and supporting the continuous and consistent improvement and development of the Company's internal risk management system.
- 2.11 Be responsible for complying with the Personal Data Protection Law through the supervisory authority including considering and approving detailed internal policy and operating procedure for any matter related to the protection of personal data of the Company in particular.
- 2.12 Review the suitability of the Charter regularly on an annual basis in order to ensure that the provision of the Charter is consistent with the objective, operational strategy and current legislation.
- 2.13 Invite the management and employees of the relevant company to clarify, give opinion, attend meeting or submit document as necessary.
- 2.14 Direct the Company to have an effective internal control and internal audit system by arranging an internal audit department to monitor the operation and coordinate with the Audit Committee.
- 2.15 Consider and review the scope of authority and duty of the Board of Directors. Group Chief Executive Officer/President to comply with the law in accordance with the Company's direction at least once a year.
- 2.16 The Chairman of the Board of Directors must be responsible for promoting, developing and supervising the duty performance of the Board of Directors in good faith, comply with the Company's Code of Conduct and Good Corporate Governance Principle as well as strengthen good relationship within the Company's Board of Directors and between the Board of Directors and management.
- 2.17 The Chairman of the Board of Directors must supervise to ensure the effective performance of duty of the Board of Directors can achieve the Company's main objective and goal.

### 3. Disclosure and Treatment of Investor

- 3.1 Arrange the Annual General Meeting of Shareholders within 4 months from the end of the Company's fiscal year and any other extraordinary general meeting of shareholders as appropriate.
- 3.2 Consider and approve the payment of dividends to shareholders as appropriate. This will be determined based on the Company's operating performance, investment plan as necessary, financial position, liquidity, business expansion plan and other appropriate measure including the management of the Company in the future.

- 3.3 Prepare and disclose important information of the business in accordance with the rule prescribed by the Office of the Securities and Exchange Commission including the preparation of financial statement and annual report that was shown the Company's financial position and operating performance in the past year. In addition, the Company is obliged to disclose other material information such as change in Directors. Management change, change, related to business operation as well as significant impact from change in economic condition or the enforcement of important law to shareholders.
- 3.4 Arrange investor relations to serve as a communication channel between the Company and investors in reporting news, clue or complaint in order to increase the efficiency of the Company's operation.

### 5) Scope and Authority of the Chairman of the Board of Directors

1. Comply with the objective and articles of association of the Company and the resolution of the Company's shareholders' meeting, as well as implement aligned to the law, Public Limited Companies Act, B.E. 2535 (1992) the Law on The Securities and Exchange Act B.E. 2535 (1992) and other relevant laws especially stipulate that it is the duty of the Chairman of the Board of Directors.
2. The Board of Directors must be responsible for convening a meeting of the Board of Directors by sending a letter of appointment not less than 7 days before the date of the meeting.
3. Have a role in setting the agenda together with the Group Chief Executive Officer/President in order to ensure that important matters are included in the agenda of the Board of Directors. In case if the person who is holding the position of Chairman of the Board of Directors is not an independent director, then the Board of Directors must consider that the composition of the Board of Directors must consist of more than half of the Independent Directors or else appoint one Independent Director to jointly consider and determine the agenda of the Board of Directors meetings in accordance with the principles of good corporate governance.
4. Act as the Chairman of the Board of Directors meeting. Being the decisive voice at the Board of Directors meeting and supervising the Board of Directors meetings in accordance with the Company's Articles of Association including allocating sufficient meeting time for management to present any matters as well as the Company's directors to discuss important issues, and encouraging the Company's directors to exercise prudent discretion with freely opinion express.
5. Encourage the Company's directors to perform their duties within the scope of their authority. Duties, responsibilities of the Board of Directors and relevant law, including compliance with the principle of good corporate governance, such as abstaining from voting and leaving the meeting room when considering the agenda where the directors have a conflict of interest.
6. Act as the Chairman of the Shareholders' meeting as well as supervising the Shareholders' meeting in accordance with relevant law and good corporate governance guidelines.
7. Promote, develop and supervise the performance of the duty of the Board of Directors with integrity, comply with the Company's Code of Conduct and Good Corporate Governance Principles, as well as strengthen good relationships among the Company's directors, the Board of Directors and operating management team.
8. Supervise and ensure the effective performance of the duty of the Board of Directors in order to achieve the main objective and goal of the Company.

## 6) The Definition and qualification of Independent Director

The Board of Directors reviews the qualifications of Independent Directors as prescribed by the Law on Public Limited Company, the Securities and Exchange Act including the notice, regulation and/or Regulation of the SEC The Capital Market Supervisory Commission and the Stock Exchange of Thailand (SET) include the following qualification

1. Holding not more than 0.5% of the number of shares with voting right in the Company, parent company, and subsidiaries. Associates of the Company, major shareholders or controlling persons of the Company. It is also include the shares held by the relevant persons of the independent directors.
2. Not be or have been a director who has participated in the management of the business, employees, consultants who receive regular salary or person with control authority of company, parent company, subsidiaries, associates of the same number of subsidiaries, major shareholder or controlling person of the Company unless they have been exempted from such characteristic for at least 2 years before being appointed as an Audit Committee. The prohibited nature does not include case where an independent director has been a public servant or an advisor to a government department who is a major shareholder or a controlling person of the Company.
3. Do not have or ever had a business relationship with the Company, a parent company, or a subsidiary. Associate company, major shareholder or controlling person of the Company In a manner that may interfere with the exercise of their independent judgment including not being or having been an implied shareholder or controlling person who has a business relationship with the Company, the parent company, the subsidiary, etc. except for those who have been out of such characteristic for at least 2 years before taking office as an independent director and have no direct or indirect interests or interests in the financial and administrative aspect of the Company, affiliates, associates, or individuals who may have conflicts in a manner that would cause a lack of independence.

The business relationship under paragraph 1 includes the normal commercial transaction for the purpose of conducting business, renting or leasing real estate, transaction related to asset or service, or the provision or receipt of financial assistance by receiving or lending or guarantees. As a result, the Company or a counterparty has a debt obligation to be paid to the other party from 3% of the Company's net tangible asset or from 20 million baht or more depended on whichever is lower. The calculation of such debt obligation must be in accordance with the method of calculating the value of connected transaction by approval, but in considering such debt obligation, the debt liability incurred during the year preceding the date of business relationship with the same person shall be counted.

4. There is no blood relationship or by legal registration in the form of parents, spouse, siblings and children including spouses of children of other directors, executives, major shareholders of the Company, controlling person or person to be nominated as Directors, Executives or Controlling person of the Company and its subsidiaries.
5. Not be a director appointed to represent the interests of the Company's directors, major shareholders or shareholders who are related to major shareholders. In addition, they must be able to express their opinion or report freely according to their assigned task regardless of any interests or restriction that would prevent them from expressing their opinion independently as they should do.

6. Not be or have been an auditor of the Company, parent company, or subsidiary, associates, major shareholders, controlling person of the Company or person who may have conflicts and are not significant shareholders, the controlling authority or the managing partner of the audit firm which has auditors of the company, parent company, subsidiary company, associate companies, major shareholders or controlling person of the Company are affiliated with unless he has been discharged from such characteristics for at least 2 years before taking office as an Audit Committee.
7. Not being or ever being a professional service provider including providing service as legal advisor or financial advisor who receives service fee exceeding 2 million baht per year from the Company, parent companies, subsidiaries, associates or major shareholders or controlling person of the Company and are not significant shareholders unless the person has been removed from such characteristic for not less than 2 years before taking office as an Audit Committee.
8. Not operate a business with the same condition and to be in significant competition with the Company or its subsidiaries or not to be a significant partner in the partnership or to be a director participating in the management, employees, consultant who receives regular salary or hold more than 1% of the total number of voting shares of other companies that operate in the same condition and are in significant competition with the business of the Company or its subsidiaries.
9. There is no other characteristic that makes it impossible to give an independent opinion on the Company's operation.

In case that the person who is proposed for appointment as an independent director is a person who has or ever had a business relationship or has provided professional service in excess of the value specified in 3 or 7 above. The Company may consider appointing such person to serve as an independent director. The Company must provide the opinion of the Board of Directors showing that it has considered in accordance with Section 89/7 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) that the appointment of such person does not affect the performance of duty and independent opinion and also provide the following information to be disclosed in the Notice of the Shareholders' meeting on the agenda in order to consider the appointment of such person as an independent director.

- 1) The nature of the business relationship or the provision of professional service that make the person not meet the prescribed criteria
- 2) The reason and necessity for retaining or appointing such person as an independent director;
- 3) The opinion of the Board of Director on the proposal for the appointment of such person as an independent director.

However, a person appointed as an independent director who is qualified in clauses 1 to 9, including subject to the exception to business relation or professional service that may be assigned by the Board of Directors to have the authority to make decision regarding the Company's operation, subsidiaries, associates, major shareholders or controlling person of the Company in the form of Collective Decision.



**7) Meeting of the Board of Directors**

1. The Board of Directors must hold regular meetings at least once every 3 months in order to monitor the working of the management and may hold additional special meeting as necessary. Two or more directors may request the Chairman of the Board of Directors to convene a meeting of the Board of Directors. In such a case, the Chairman of the Board of Directors must set the date of the meeting within 14 days from the date of the request.
2. The Board of Directors has set the schedule of the meeting in advance each year and notifies the Board of Directors excluding special agenda meeting.

In 2024, the schedule for the Board of Directors' meetings for 2025 has been set in advance (subject to change). This schedule does not include any special or extraordinary meetings, as follows:

No.	The Board of Directors Meeting	The Audit Committee Meeting	The Nomination and Remuneration Committee Meeting	Risk Management & Sustainable Development Committee Meeting
1	March 14, 2025	February 28, 2025	February 28, 2025	February 21, 2025
2	June 13, 2025	May 15, 2025	November 14, 2025	November 21, 2025
3	September 12, 2025	August 14, 2025		
4	December 12, 2025	November 14, 2025		

3. The Chairman of the Board of Directors must be responsible for approving the agenda of the Board of Directors meeting and supervise the meeting of the Board of Directors in accordance with the Company's Articles of Association. In addition, sufficient meeting time is allocated for management to present matter, discuss important issue and encourage the Company's directors to exercise prudent discretion with freely in opinion express.

This is before the Board of Directors meeting. Chairman of the Board of Directors and Group Chief Executive Officer/President must be considered the agenda of the meeting in advance by giving the Company's directors to have the freedom of proposing matter into the agenda.

4. In convening a meeting of the Board of Directors, the Chairman of the Board of Directors or the Company Secretary as assigned by the Chairman of the Board of Directors must be responsible for sending the invitation letter together with the agenda and supporting document to all directors of the Company at least 7 days before the date of the meeting so that the directors have sufficient time to study the information in advance before attending the meeting except in cases of urgent necessity to protect the right or interests of the Company then the Chairman of the Board of Directors or his or her assignee may notify the meeting by other means and set the date of the meeting earlier.

However, sending the invitation letter and supporting document to all the Company's directors, the company secretary may send it by electronic mail instead. The Company Secretary must keep a copy of the invitation letter and supporting document as evidence which may be considered for storage in electronic form.

5. The quorum of the Board of Directors must consist of not less than two-thirds of the total number of directors currently in office in order to reach a quorum. The Chairman of the Board of Directors will act as the chairman of the meeting. In case that the Chairman of the Board of Directors is not presented at the meeting or is on a mission that means he or she is unable to perform his duty. If the Vice Chairman of the Board of Directors is presented at the meeting, the Vice Chairman of the Board of Directors must act as the chairman of the meeting, but if there is no Vice Chairman of the Board of Directors or is absent from the meeting or unable to perform his duty. The directors of the Company who attend the meeting must elect one of the directors to act as the chairman of the meeting.

However, The Board of Directors meeting may be arranged via electronic meeting. The meeting must comply with other relevant rule and regulation including providing for the recording of video and audio, electronic traffic information throughout the meeting.

6. The Board of Directors may invite various sub-committees including the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee and the Risk Management and Sustainable Development Committee or related persons. Attend the meeting on the agenda to clarify information as necessary or express opinions appropriate to the agenda.
7. In voting, the Board of Directors meeting must consist of not less than two-thirds of the votes of the total number of directors attending the meeting. A director of a company has the right to vote for one vote except that the director who has an interest in a matter does not have the right to vote on that matter. The interested director must leave the meeting when the matter is considered in order to provide an opportunity for the meeting to discuss and express opinion freely. In case the votes are equal, the Chairman of the meeting must cast another vote as the final vote.
8. The Company Secretary or a person designated by the Board of Directors must record the meeting and prepare the minutes of the meeting as well as present the minutes of the meeting to the Board of Directors at the next meeting of the Board of Directors.

## (2) The Board Committees

To ensure that important matters are carefully considered in detail. The Board of Directors has considered appointing 4 sub-committees to consider specific issues, screen information, and propose guidelines for consideration before proposing to the Board of Directors for further approval as following

### 1) Board of Executive Directors

The Board of Executive Directors has the authority and duty to jointly determine guidelines, strategies, and business plans to the Board of Directors. The Board of Executive Directors must consider suspending, canceling and approving expenditure, procurement and other operation in accordance with the authority delegated by the Board of Directors (structure, qualification, appointment, term of office, etc. The duty and responsibility of the Executive Committee The Board of Executive Directors will be as prescribed in the Charter of the Executive Committee.)

Details of the “Charter of Executive Committee” on the company’s website

<https://www.stecongroup.co.th/storage/document/cg/stec-executive-committee-charter-en.pdf> .

## 2) Audit Committee

The Audit Committee has the authority and duty to review the Company, be accurate and sufficient financial transactions and review the Company's internal control system and internal audit system to ensure that it is appropriate and effective. Consider the independence of the internal audit department as well as approving the appointment, transfer, and dismissal of the head of the internal audit department or any other agency responsible for internal audit. Review of the company complying with the Securities and Exchange Act., the requirements of the Stock Exchange of Thailand, and laws related to the Company's business. Consider, select, propose the appointment of an independent person to act as the Company's auditor and propose the remuneration of such a person. Attending meeting with auditor. Consider a connected transaction or transaction that may have a conflict of interest in accordance with the law and regulations of the SET in order to ensure that such transactions are reasonable and in the best interests of the Company. Any other actions taken by the Board of Directors of the Company assigned with the approval of the Audit Committee (structure, qualifications, appointments, term of office. The duty and responsibility of the Audit Committee shall be as prescribed in the Charter of the Audit Committee.)

Details of the "Charter of Audit Committee" on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-audit-committee-charter-en.pdf>.

## 3) Nomination and Remuneration Committee

The Nomination and Remuneration Committee has the authority and duty to consider the criteria and format for the nomination and selection of personnel to be nominated as directors and sub-committee members of the Company with transparency including consideration of remuneration for directors, sub-committee members, Group Chief Executive Officer/President, and Senior Executives with fairness and reasonableness. This is to ensure that the remuneration is at an appropriate level and competitive in the market in which the same business is engaged (structure, qualification, appointment, tenure of office, etc. The duty and responsibility of the Nomination and Remuneration Committee will be as prescribed in the Charter of the Nomination and Remuneration Committee).

Details of the "Charter of Nomination and Remuneration Committee " on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-nrc-charter-en.pdf>.

## 4) Risk Management and Sustainable Development Committee

The Risk Management and Sustainable Development Committee is responsible for formulating a risk management policy on overall risk management and cover the main risks in line with the objective, main objective, strategy and risk tolerance of the business. This is to provide an operational framework for the risk management process of everyone in the organization to be in the same direction in order to propose to the Board of Directors for consideration by ensuring that the Company and its subsidiaries identify risk by considering external and internal factor that may result in the Company and its subsidiaries not being able to achieve the stated objectives. (Structure, qualifications, appointment, term of office Duties and responsibilities of the Risk Management and Sustainable Development Committee as specified in the Risk and Sustainable Development Management Committee charter).

Details of the "Charter of Risk Management and Sustainable Development Committee" on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-risk-management-and-sustainable-en.pdf>.

### (3) The Nomination of the Board of Directors

The nomination and appointment of the company's directors are conducted with transparency. The Board of Directors delegates the responsibility to the Nomination and Remuneration Committee to identify individuals qualified to serve as directors. The selection process focuses on candidates with the necessary knowledge, expertise, skills, experience, and competencies relevant to the company's business, aligning with the company strategies and operations. Consideration is also given to the missing qualifications within the Board of Directors by utilizing a Board Skill Matrix. Additionally, the results of the Board's performance evaluations are considered when assessing the Board's composition. The selection process may also include references to a Director Pool or a Professional Search Firm, depending on the circumstances. The shortlisted candidates, along with their comprehensive profiles, are submitted to the Board of Directors for approval before being proposed to the shareholders' meeting for a resolution on their appointment as directors. The appointment process requires individual voting for each director nominee.

The voting process for the agenda on the appointment of directors is governed by the following criteria and procedures:

1. In voting for the election of each director, each shareholder shall have one vote per share held by him/her.
2. At the election of directors, it is required that one director shall be elected at a time. Each shareholder must exercise all of his/her votes in electing one person nominated as a director.
3. The candidates who have the most votes shall be elected as directors equivalent to the number of directors required. If two candidates have equal votes, the Chairman of the meeting shall have a casting vote.

In the case of any vacancy on the Board of Directors for any reason other than retirement by rotation, the Board of Directors shall elect a person who is qualified and not prohibited by laws to fill the vacancy at the next Board of Directors' meeting, unless the remaining term of the former director is less than two months. The replacement director shall retain his/her office only for the remaining tenure of his/her predecessor. The resolution of the Board of Directors in respect of the appointment of the replacement director shall represent the votes of no less than three-quarters fourth of the remaining directors.

### (4) Directors, Group Chief Executive Officer / President , and Top Management's Remuneration

#### 1. Directors and Group Chief Executive Officer / President Remuneration

The Board of Directors has assigned the Nomination and Remuneration Committee to consider and determine the criteria for determining remuneration, determination of remuneration and reduction of salary rate and other remuneration of directors, sub-directors, and Group Chief Executive Officer/ President to be at a similar level and comparable to other companies in the same industry in order to be in line with the Company's strategy, goal and operating result as well as propose to the Board of Directors and/or shareholders for further consideration for approval (as the case may be)

## 2. Top Management Remuneration

For both short-term and long-term remuneration for Top Management, the Board of Directors has assigned the Executive Committee to oversee and establish remuneration criteria. These criteria consider factors such as Key Performance Indicators (KPIs), industry benchmarks, and performance evaluations to ensure that remuneration is appropriate and aligns with the company's short-term and long-term performance. The aim is to provide competitive compensation that motivates high-quality executives, enhances the company's ability to compete within the industry, and retains key executives crucial to the company's long-term success.

The opinion of Nomination and Remuneration Committee on the remuneration structure of Directors and Management will be disclosed in Part 2 Good Corporate Governance, 8.1.2 Details on the meeting attendance of Directors and remuneration of the Board of Directors.

### (5) Performance evaluation of the Board of Directors and the subcommittees

#### 1. Performance evaluation of the Board of Directors

The performance evaluation of the Board of Directors comprises both group and individual evaluations (self-evaluation) with the following details:

##### **Performance evaluation of the Board of Directors as a group**

The evaluation of the performance of the Board of Directors as a group is divided into six main topics according to the guidelines of the Stock Exchange of Thailand, namely (1) Structure and qualifications of the Board of Directors (2) Roles, duties and responsibilities of the Board of Directors (3) Board meetings (4) Dynamics in performing the duties of the Board of Directors (5) Relationship with management (6) Self-development of the Board of Directors with the following evaluation process:

- 1) A performance evaluation of the performance of the Board of Directors as a group is conducted at least once a year.
- 2) The Company Secretary shall summarize the results of the performance evaluation of the Board of Directors and present them to the Nomination and Compensation Committee for review of the evaluation results and guidelines for performance development and improvement.
- 3) The Nomination and Remuneration Committee presents the results and guidelines for the development and improvement of performance to the Board of Directors.

##### **Performance evaluation of individual directors (self-evaluation)**

Performance evaluation of individual directors (self-evaluation) is divided into 6 main topics, namely (1) Board structure and qualifications (2) Board roles, duties and responsibilities (3) Board meetings (4) Directors' performance (5) Relationship with management (6) Self-development of directors and management, according to the guidelines of the Stock Exchange of Thailand, and the evaluation process is as follows:

- 1) The members of the Board of Directors evaluate themselves at least once a year.
- 2) The Company Secretary summarizes the results of each Director's performance evaluation and submits them to the Nomination and Remuneration Committee for consideration of the evaluation results and guidelines to improve operational efficiency.



- 3) The Nomination and Remuneration Committee submits the evaluation results and guidelines for improving operational efficiency to the Board of Directors.

## 2. Performance evaluation of the subcommittees

The performance evaluation of the sub-committees comprises the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee and the Risk Management and Sustainable Development Committee. The evaluation of the performance of the subcommittees as a whole and of the individual subcommittees (self-evaluation) is mandatory. The topics for the evaluation of the subcommittees' performance are determined on the basis of the powers and duties of the individual subcommittees. and related regulations

### Performance evaluation of the entire subcommittee

The evaluation process is as follows:

- 1) A performance evaluation of the entire subcommittee is conducted at least once a year.
- 2) The Company Secretary summarizes the results of the performance evaluation of all subcommittees and presents them to the Nomination and Remuneration Committee so that it can review the evaluation results and guidelines for improving operational efficiency.
- 3) The Nomination and Remuneration Committee presents the evaluation results and guidelines for improving the operational efficiency of all sub-committees to the Board of Directors.

### Performance evaluation of the individual subcommittees (self-evaluation)

The evaluation procedure is as follows:

- 1) Conduct a performance evaluation of all subcommittees at least once a year (self-evaluation).
- 2) The Company Secretary summarizes the evaluation results of all individual subcommittees and submits them to the Nomination and Remuneration Committee so that it can review the evaluation results and guidelines for improving operational efficiency.
- 3) The Nomination and Remuneration Committee proposes the evaluation results and guidelines for improving the efficiency of the performance of each sub-committee to the Board of Directors.

## 3. The results of the evaluation of the performance of the Board of Directors and the subcommittees as a whole and individually (self-evaluation)

In 2024, the company assessed the performance of the Board of Directors as follows:

- Evaluation of the performance of the Board of Directors as a whole
- Evaluation of the performance of the individual members of the company's Board of Directors (self-evaluation)
- Evaluation of the performance of the subcommittees as a whole
- Evaluation of the performance of the subcommittees as a whole (self-evaluation)

The evaluation results are based on the following criteria:

Score range	Importance
90% – 100%	Excellent
80%– 89%	Very good
70% – 79%	Good
60% – 69%	Good enough
50% – 59%	Adequate
Less than 50 %	Needs improvement

**4. The results of the performance evaluation of the Board of Directors and the subcommittees as a whole and individually (self-evaluation) are as follows:**

The results of the performance evaluation of the Board of Directors as a whole are 100% and therefore in the “excellent” category, and the results of the performance evaluation of the individual members of the company’s Board of Directors (self-evaluation) are 100% and therefore in the “excellent” category. It is assumed that the members of the company’s Board of Directors have knowledge, skills and expertise in each area and cover all issues relating to the company’s business activities. They are therefore sufficient and suitable to fulfil the duties of the Board of Directors effectively.

**5. The results of the performance evaluation of the Executive Board as a whole and of the individual members (self-assessment)**

The results of the performance evaluation of the Board of Directors as a whole are 92% and therefore in the “excellent” category, and the results of the performance evaluation of the individual directors (self-assessment) are 100% and therefore in the “excellent” category. It is assumed that the executive directors have knowledge, skills, expertise and experience in their professions and cover all issues relating to the company’s business activities. They are therefore sufficient and appropriate to effectively fulfil the tasks of the Executive Board. As evidenced by the performance of the Executive Board in accordance with the rules and laws, with transparency and in accordance with the principles of good corporate governance.

**6. The results of the evaluation of the performance of the audit committee, both as a group and individually (self-evaluation)**

The results of the evaluation of the Audit Committee’s performance as a group are 99%, which is considered excellent. The results of the evaluation of the performance of the Audit Committee as an individual (self-evaluation) are 100%, which is considered very good. It is assumed that the Audit Committee has knowledge, skills and expertise in all areas and covers all issues related to the company’s business activities, particularly in finance, accounting and legal matters. It is therefore assumed that the Audit Committee is sufficient and appropriate to fulfil its duties effectively in accordance with the principles of good corporate governance laid down by the Securities and Exchange Commission. This is evident from the internal audit of the corporate entities, which made recommendations to

promote the operation of the management and closely monitored the results, resulting in effective and continuous operation of the management and enabling the Company to conduct its business with transparency and accuracy. It was also recommended that all of the company's stakeholders be appropriately informed of the information.

**7. The results of the evaluation of the performance of the Nomination and Compensation Committee as a group and individually (self-evaluation)**

The results of the evaluation of the performance of the Nomination and Remuneration Committee as a group were 100%, which is considered excellent. And the results of the evaluation of the performance of the individual nomination and remuneration committees (self-evaluation) averaged are 100%, which is considered excellent. The Nomination and Remuneration Committee is considered to have knowledge, skills and expertise in all areas, including human resources management, executive remuneration and the Board of Directors. In addition, they have extensive knowledge of all matters relating to the company's business, so that the Nomination and Remuneration Committee can perform its duties adequately and appropriately and comply with the principles of good corporate governance.

**8. The results of the performance evaluation of the Risk Management and Sustainable Development Committee as a group and individually (self-evaluation)**

The results of the performance evaluation of the Risk Management and Sustainable Development Committee as a group have a score of 100%, which is excellent. The results of the performance evaluation of the Risk Management and Sustainable Development Committee as an individual (self-evaluation) have an average score of more than 100%, which is excellent. The Risk Management and Sustainable Development Committee is considered to have knowledge, skills and expertise in each area, including knowledge of risk management and sustainable development. They have comprehensive knowledge of all risk management and sustainable development issues in order to effectively fulfil the tasks of the Risk Management and Sustainable Development Committee and comply with the principles of good corporate governance.

In this context, the Board of Directors believes that the performance of the Board of Directors and sub-committees should be continuously enhanced through appropriate development and training measures to increase efficiency and effectiveness and improve performance in line with international standards and in accordance with the requirements of the Stock Exchange of Thailand and the relevant authorities.

**(6) New Director Orientation**

The Board of Directors has established an orientation program for all newly appointed directors to ensure they have the opportunity to gain a comprehensive understanding of the company's business, objectives, key goals, vision, mission, corporate values, industry conditions, business strategies, risks, and policies. The orientation program provides a detailed overview of the roles, duties, and responsibilities of the Board of Directors. New directors will receive essential documents, participate in training and seminars, and visit the company's operational sites and projects to gain firsthand insights into the company's actual operations. Additionally, new directors will have the opportunity to meet and discuss key issues, such as major policies, corporate culture, or other significant topics, with the Chairman of the Board, the Managing Director, and other directors. This program aims to enable new directors to perform their duties efficiently and effectively.

**(7) Directors, Group Chief Executive Officer / President and Top Management' Training and Development**

The Board of Directors oversees, supports, and promotes continuous knowledge development for its members through training and education. This includes enhancing their understanding of their roles and responsibilities as directors, as well as management practices. The aim is to ensure that all directors continually improve and refine their performance, applying acquired knowledge appropriately to achieve the highest levels of efficiency and effectiveness in management.

The Board of Directors will promote and support the Group Chief Executive Officer/President and Senior Executives to increase knowledge and experience that is useful for operation.

**(8) Succession Plan of Group Chief Executive Officer / President and Top Management**

Stecon Group Public Company Limited and its affiliates has a policy to proactively prepare personnel in order to prevent the shortage of personnel in key position. The Succession Plan is prepared with the aim of ensuring continuous organizational management and operation. This consists of senior executives who hold position that have a significant impact on business operation. The succession policy will help ensure that shareholders and stakeholders have an effective human resource management system. As a result, it will be sustainable, in line with the direction of business operation and the future environment of the organization.

The Nomination and Remuneration Committee has assigned to prepare a succession plan for senior executives holding positions critical to business operations, as well as defining the qualifications and criteria for candidate selection. The process consists of the following steps:

1. Identify key positions and develop a succession plan.
2. Define the attributes, knowledge, skills, and competencies required for the positions.
3. Search for and shortlist individuals with the appropriate qualifications as potential successors.
4. Evaluate the shortlisted candidates.
5. Develop and implement a development plan for the candidates, with ongoing monitoring and follow-up.
6. Test and select the successor for the position.

In 2024, the company implemented the succession plan by identifying and developing qualified candidates through training and skill development programs. These programs included areas such as management, strategic development, and risk management, delivered in both group and individual formats. The company has also continuously monitored the performance of these candidates to ensure the effectiveness of the development process.

Details of the “ Succession Plan Policy “ on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-succession-plan-policy-en.pdf>

**(9) Group Chief Executive Officer / President****1) Scope and Authority of Group Chief Executive Officer/President**

The Group Chief Executive Officer/President is responsible for managing and supervising the Group's business operations. It is except for any action in accordance with the rule of law or the guidelines of the regulatory authority of the company. The approval of the Board of Directors or the shareholders' meeting is required for the Group Chief Executive Officer/President to comply with that said rule as well as giving the Group Chief Executive Officer/President to assign another person whom the Group Chief Executive Officer/President deems appropriate to manage and operate on his behalf duty. It also prohibits the Group Chief Executive Officer/

President, or a person designated by the Group Chief Executive Officer/President to act on his behalf duty can approve any transactions among the Group Chief Executive Officer/President, such assignee or any person who may have a conflict of interest in any other manners within the Company or its subsidiaries.

The Group Chief Executive Officer/President manages the business in accordance with the vision and performs regular business operations for the benefit of the Company, including the implementation of the policy that is followed by the Board of Directors to determine the direction, strategy, target, operational plan, and annual budget. This includes the determination of the Company's managerial structure which is presented to the Board of Directors for consideration and approval as well as management of the Company's operation in accordance with the strategy, business plan and budget which is set by the Company under the Company's vision, mission and objectives. This includes supervising human resource management and other aspects of the Company's operations in accordance with the policy set by the Board of Directors.

The Group Chief Executive Officer/President must control, inspect, review, monitor and evaluate the Company's performance as well as report both the performance of management and progression to the Board of Directors on a regular basis. However, in the event of any incident may affect the Company's business operations that does not meet the set target, hence, the Group Chief Executive Officer/President must immediately report and suggest the solution of problems and obstacles to the Board of Directors. The Group Chief Executive Officer/President has the authority to engage in contracts and/or any transactions related to the normal business operations of the Company (such as trading, bidding or joining invests with other parties for normal transactions and for the benefit of the Company's objective including appointment, transfer, or remuneration) or under the approval of the Board of Directors by those actions must be in accordance with law, policy, and the Company's approval manual.

The Group Chief Executive Officer/President has the authority to command in order to ensure that the Company's operation is aligned to the plan and policy for the benefit of the Company. In addition, he/she has the authority to receive authorization from the Board of Directors of the Company to carry out various matters on behalf of the Board of Directors of the Company. Anyway, the Chief Executive Officer/President must act with caution within the scope of the assignment only. In this regard, the Chief Executive Officer / President may authorize one or more persons to perform one or more actions on his/her behalf duty. The delegation must not be in the nature of a delegation or sub-delegation of authority that enables the Group Chief Executive Officer/President or a delegate from the Group Chief Executive Officer/President to approve transactions in which he/she or any persons who may have a conflict, (as defined in the Notification of the Securities and Exchange Commission and/or the Notification of the Capital Market Supervisory Board) interest or receive benefit in any manner as well as any other conflict of interest with the Company or its subsidiaries (if any), unless it is to approve the transaction in accordance with the policy or criteria prescribed by the Board of Directors.

Details of the “ Scope and Authority of Group Chief Executive Officer/President “ on the company's website <https://www.stecongroup.co.th/storage/document/cg/stec-scope-management-committee-en.pdf>.

## **2) Selection of Group Chief Executive Officer/President**

The recruitment of Group Chief Executive Officer/President has been assigned by the Board of Directors to the Nomination and Remuneration Committee. The committee is responsible for establishing criteria for selecting a qualified individual to assume the role. The process involves identifying candidates who meet the company's regulations, possess the necessary knowledge, skills, and experience beneficial to the company's operations, and have a deep understanding of the company's business. The selected candidate must also demonstrate the ability to manage operations effectively to achieve the company's objectives and goals. The committee will present its nomination to the Board of Directors for approval.



**3) Performance assessment of Group Chief Executive Officer/President**

Performance evaluations and assessments of the efficiency of the Group Chief Executive Officer/President are conducted at least once a year in accordance with the evaluation guidelines set by the Stock Exchange of Thailand (CEO Performance Evaluation Form). The evaluation is divided into (1) Leadership (2) Strategic formulation (3) Strategy execution (4) Financial planning and performance (5) Relationship with the Board of Directors (6) External relations (7) Management and relationships with personnel (8) Succession planning (9) Knowledge of the company's business (10) Personal characteristics (11) Sustainability performance

**The assessment procedure is as follows:**

1. The Nomination and Remuneration Committee assesses the operational efficiency of the Managing Director at least once a year.
2. The Company Secretary summarizes the results of the performance evaluation of the Group Chief Executive Officer/President and presents them to the Nomination and Remuneration Committee.
3. The Nomination and Remuneration Committee presents the evaluation results and guidelines for improving operational efficiency to the Board of Directors.

**4) Performance Evaluation of the Group Chief Executive Officer/President**

The performance evaluation of the Group Chief Executive Officer and President resulted are 100%. The Nomination and Remuneration Committee, as well as the Board of Directors, concluded that the Group Chief Executive Officer and President have performed their duties at an excellent level. This excellence is evident in their ability to effectively manage the organization, as demonstrated by their leadership and execution of responsibilities. Furthermore, they have successfully ensured transparency in the company's operations, established practices in accordance with good corporate governance principles, and placed significant emphasis on risk management and the company's sustainable development initiatives.

**(10) Company Secretary**

In order to the Company's law and good corporate governance guidelines, the Board of Directors has designated the Company Secretary as well as determined the qualification, role, duty and responsibility of the Company Secretary as the following.

**1) Qualification of the Company Secretary**

Company Secretary must have knowledge of the law and regulation of relevant regulatory basis such as the Public Limited Company Law, the Securities and Exchange Act, and

1. Law related to the Company's business operations. In addition, providing opinions from experts or legal advisers as a part of promoting the knowledge and understanding mentioned above.
2. Have knowledge of good corporate governance in accordance with the guidelines of the relevant regulatory agency.
3. Have basic knowledge of the company's business.
4. Have the ability for good communication

## 2) Role, Duty and Responsibility of the Company Secretary

1. Prepare and keep the following documents:
  - Register of Directors
  - Notice of the Board of Directors' meeting, Minutes of the Board of Directors' meeting and annual report of the Company
  - Notice of the Shareholders' meeting and Minutes of the Shareholders' meeting
  - Report on the interests of the Company's directors or executives and related persons in accordance with the requirements of the law.
2. To be appropriate to storage of data (according to Clause 1). Disclosure of information is in accordance with the law, the relevant rules and regulations as well as the requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).
3. Advise and support the work of the Board of Directors regarding the law, relevant rules and procedure for Good Corporate Governance and sustainable development.
4. Supervise the meeting of the Board of Directors and subcommittees in accordance with the law. Regulations and requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).
5. Supervise the activities of the Board of Directors and any other actions in accordance with the law and/or as prescribed by the Capital Market Supervisory Board, as well as act as a liaison between the Board of Directors and executives providing news and information to directors on issues which are related to the Company's business operations.
6. Check the Minutes of the Board of Directors meeting and subcommittees meeting in order to ensure that they are accurate and complete.
7. Audit the Minutes of the shareholders' meeting to ensure that it is accurate and complete, including disclosing it to shareholders in accordance with the strict law and relevant regulations.
8. Publish and approve the Company's news and information in accordance with relevant law, relevant regulation that is supervised in the direction of good corporate governance.
9. Monitor the change of securities holdings of the Company's directors and executives.

Details of the "Role, Duty and Responsibility of the Company Secretary" on the company's website <https://www.stecongroup.co.th/storage/document/cg/stec-scope-secretary-en.pdf>.

### 6.1.2 Policies and Practices : Shareholders and Stakeholders

#### Shareholders' Rights

The company places great importance on safeguarding the basic rights of shareholders as stipulated by law, as well as other rights appropriately, such as the right to attend shareholder meetings to be informed of the company's performance, the right to receive a share of the profits/dividends, and facilitating shareholders in exercising their rights in various matters. This includes the right to propose meeting agendas, nominate board members in cases of new appointments, or submit questions regarding the company in advance of the shareholder meeting, as well as the right to vote on various issues. Each shareholder has the right to vote according to the type of shares they hold.

The company has established an investor relations department to facilitate shareholders in exercising their rights in these matters. This department is defined as part of the company's corporate governance practices, which are aligned with the principles of good corporate governance, as follows:

### **(1) Shareholders' Meeting**

The Board of Directors shall be obliged to supervise the organization of shareholders' meetings to ensure strict compliance with applicable laws, rules and regulations without any prejudice to the shareholders' rights. The Board of Directors shall refrain from any actions which may limit the rights of all shareholders, including institutional investors, as follows:

1. The Board of Directors will ensure that the shareholders' meeting is neat, transparent, and efficient as well as facilitate shareholders to exercise their rights.
2. The Board of Directors will determine the date, time and place of the meeting, taking into account the convenience of the shareholders to attend the meeting such as the appropriate and sufficient meeting time for discussion, meeting venues that are convenient for transportation, etc.
3. The Board of Directors will ensure that no action is taken that restrict the opportunity to attend the meeting or create an undue burden on the shareholders such as not requiring the shareholders or proxies to bring more documents or proof of identity than prescribed in the guideline of the relevant regulatory authority.
4. The Board of Directors will promote the use of technology in the shareholders' meeting, Shareholders vote counting and display so that the meeting can be conducted quickly and accurately.
5. The Chairman of the Board of Directors will chair the shareholders' meeting. The Company is responsible for ensuring that the meeting complies with relevant law and regulation and the Company's Articles of Association, allocating appropriate time for each agenda item specified in the invitation letter and providing opportunity for shareholders to express their opinions and ask question to the meeting on matter related to the Company.
6. Be enable shareholders to participate in important decision. Directors as attendees and shareholders will not add unnecessarily unannounced agendas. In particular, it is important for shareholders to take time to study information before making a decision.
7. All directors and relevant executives will attend the meeting so that shareholders can ask questions on related issues.
8. Prior to the start of the Meeting, the Shareholders will be informed of the number and proportion of the shareholders who attend the meeting in person and of the shareholders who have delegated proxies, how to meet, votes and count votes.
9. In case there are multiple items in any agenda. The chairman of the meeting will arrange a separate vote on each item such as Shareholders exercise the right to appoint directors individually in the term of appointment of directors.
10. The Board of Directors will encourage the use of ballot for important agenda and encourage an independent person to count or verify the votes at the meeting and disclose the result of the votes in favor, disagreed and abstained from voting on each agenda item to the meeting and recorded it in the minutes of the meeting.

**(2) Chairman of the Board, Directors and Top Management's Attendance at Shareholders' Meeting**

Chairman of the Board, all directors, company secretary and top management of the Company shall attend all shareholders' meetings unless they have necessary issues must be cleared. This is to allow them to listen to suggestions and answer questions from the shareholders.

**(3) The minutes of the shareholders' meeting**

1. The Board of Directors will ensure that the disclosure of the resolution of the meeting and the preparation of the minutes of the shareholders' meeting are accurate and complete.
2. The Board of Directors will supervise the Company, disclosure of the resolution of the shareholders' meeting and the result of the vote within the next business day through the news system of the Stock Exchange of Thailand and on the Company's website.
3. The Board of Directors will ensure that a copy of the minutes of the shareholders' meeting is sent to the SET within 14 days from the date of the shareholders' meeting.
4. The Board of Directors will ensure that the minutes of the shareholders' meeting are recorded at least as following:
  - 4.1 List of directors and executives attending the meeting and proportion of directors attending the meeting
  - 4.2 How to vote and count votes Resolutions of the meeting and the result of the vote (in favor, disapproval, abstaining) of each agenda.
  - 4.3 Question and answer at the meeting including the name and surname of the respondents

**Equitable Treatment of Shareholders****(4) Notice of Shareholders' Meeting**

1. The Board of Directors will ensure that the Invitation to the Shareholders' Meeting contains accurate information, completeness and sufficient for the exercise of shareholders' right.
2. The Board of Directors will ensure that the invitation to the shareholders' meeting is sent together with relevant document. The Company must publish the notice on the Company's website and send the invitation letter to the shareholders at least 28 days in advance of the date of the meeting or within the period prescribed by relevant law or regulation.
3. The Board of Directors will provide an opportunity for shareholders to submit question in advance of the meeting date. The criteria for submitting questions in advance are also published on the Company's website.
4. The Notice of the Shareholders' Meeting and related document will be prepared in English and published together with the Thai version.
  - 4.1 Date, time and place of the shareholders' meeting
  - 4.2 The agenda of the meeting which is stated as an agenda for acknowledgment or approval as well as a clear division of matters such as in the agenda related to directors. The election of directors has been separated and approval of directors' remuneration for each agenda.

#### 4.3 Objective, reason and opinion of the Board of Directors on each proposed agenda, including

- A. Dividend Payment Approval Agenda – Dividend Payment Policy, proposed dividend payment rate with reasons and supporting information. In case of proposing to refrain from paying dividends, the reason and supporting information will also be given.
- B. Appointment of Directors – Specify the name, age, education and work history, number of listed companies and general companies holding the position of directors, criteria and procedure for recruitment. The type of directors proposed and in the case of the name of the former director to take office again. It needs to specify the information on attendance at the meeting in the past year and the date of appointment as the director of the Company.
- C. Approval of Remuneration of Directors – Policy and criteria for determining the remuneration of each director and all form of remuneration for directors in both monetary and other benefits.
- D. Appointment of the auditor – name of the auditor, affiliated company, work experience, independence of the auditor, audit fees and other service fees.

#### 4.4 Letter of proxy in the form prescribed by the Ministry of Commerce : Forms A, B, and C, with a recommendation for shareholders to use Proxy Form B.

#### 4.5 Other meeting information such as voting procedure, counting and notification of votes, the right of each type of stock to vote, information of independent directors proposed by the Company as proxies from shareholders document that shareholders must present before attending the meeting, supporting document for proxy and map of the meeting venue, etc.

### (5) Voting Right

To ensure equitable treatment of shareholders, the Company grants equal voting rights, with one share equating to one vote.

### (6) Providing shareholders with the right to propose meeting agenda items, nominate qualified candidates for directorship, and submit questions in advance.

The Board of Directors will support the participation of shareholders such as

1. Determining the criteria for minority shareholders to propose an increase in the agenda of the meeting in advance of the date of the shareholders' meeting. The Board of Directors will consider including the matter proposed by the shareholders as the agenda of the meeting. The Board of Directors will notify the reason for the shareholders' meeting.
2. Criteria for minority shareholders to nominate person to serve as directors. However, The Board of Directors will ensure that the rule is disclosed to shareholders in advance.

### (7) Insider Information Usage and Securities Trading Policy

Stecon Group Public Company Limited and its subsidiaries operate their business in accordance with the principle of good corporate governance. Therefore, the Company has established the "Insider Information Usage and Securities Trading Policy" in order to ensure that the relevant action is related to the insider information usage and securities trading of the Company's directors, executives and employees are in accordance with the



Securities and Exchange Act B.E. 2535 (1992) and related laws. It is for preventing the usage of insider information to be the material for changing the price of securities. This is considered to be taking advantage of others and unfair trading as well as to ensure that the Company's business operation is transparent and fair in accordance with the principle of good corporate governance.

Details of the "Insider Information Usage and Securities Trading Policy" on the company's website <https://www.stecongroup.co.th/storage/document/cg/stec-insider-information-usage-and-securities-trading-policy-en.pdf>.

#### **(8) Connected Transaction Policy and Inter-Currency Item, Prevention of Conflict of Interest and Reporting of Interest**

Stecon Group Public Company Limited has established a policy on related transaction and connected transactions of the Company and its subsidiaries which may cause a conflict of interest in conducting business activity. It is to ensure that the Company and its subsidiaries conduct transaction accurately and appropriately in accordance with the Securities and Exchange Act and the regulation, announcement, order or requirement of the Capital Market and Stock Exchange Commission of Thailand including compliance with the requirements on the disclosure of information on connected transaction and other relevant rules. Inter-Currency Item, Connected Item, Person who may have conflict, Connected person and other relevant definitions will be in accordance with the Securities and Exchange Act as well as the announcement, rule and Regulation as well as relevant rule and regulation of the Securities and Exchange Commission The Capital Market Supervisory Commission and the SEC and/or the Stock Exchange of Thailand.

However, The Company has clearly established guideline for considering and approving connected transaction or inter-party transactions, the transaction will be in accordance with the nature of normal trading operation which can compare the price incurred with third party, reasonableness including procedure that comply with the Company's regulation in all respects.

The Company has established guidelines for directors. Executives and employees in order to prevent conflict of interest as follows:

- 1) Director, executives and employees must perform their duties with transparency and honesty. Taking into account the best interests of the Company and shareholders. Do not take any action that causes a conflict of interest with the Company.
- 2) The Company will designate the Director, Executives and employees avoid transaction that may cause conflict of interest with the Company. If there is a need to make a connected transaction for the benefit of the Company, it must be in accordance with the approval procedure according to the Company's regulation.
- 3) Consideration and approval of connected transaction, Directors or executives of the Company who have an interest in the transaction cannot vote to approve the transaction.
- 4) Do not use the undisclosed inside information of the Company or its subsidiaries for personal benefit or other person whether directly or indirectly.
- 5) Director, executives and employees and their own stakeholders and those related to the law Company must report its interests in accordance with the Company's policy and the law.

### Future Connected Transaction Policy

In the case of a connected transaction in the future, the Company will comply with the Company's Articles of Association, the Securities and Exchange Act, regulation, announcement, order or requirement of the Securities and Exchange Commission, the Capital Market and Stock Exchange Supervisory Commission and the Company's Articles of Association. However, the transaction must not be a transfer or transfer of the Group's interests, and the transaction must take into account the best interest of the Company and all shareholders. However, interested party will not have the right to vote on the agenda related to the transaction.

In the case of a normal business transaction or a normal business support transaction and it is a transaction that is expected to occur continuously in the future. The Company or its subsidiaries will operate in accordance with the rules and guideline for general trading by referring to reasonable and fair price and condition. It is reasonable, verifiable, and presented to the Audit Committee for opinion and approval by the Board of Directors as a framework for the management to conduct such transaction. The Company will collect and prepare a summary report of such transactions to be reported at the Audit Committee meeting and the Board of Directors meeting every quarter. The subsidiaries will apply the policy on the participation in connected transactions of this company in a mutatis manner.

### Conflicts of Interest Report

To ensure the Company has adequate information to comply with regulations regarding connected transactions, which may give rise to conflicts of interest and could potentially result in the transfer of benefits from the company and its subsidiaries, the Board of Directors has implemented policies to address these matters. In addition, directors and executives are required to perform their duties with due care and honesty (Fiduciary Duties) and must make decisions without having any direct or indirect conflicts of interest in the matters under consideration. The Board of Directors has therefore established a policy requiring directors and executives to report their own interests, including those of their spouses and minor children, to the company. This is to comply with the Securities and Exchange Act B.E. 2535 (1992) and its amendments. Such reports must be submitted to the company secretary for a presentation to the Audit Committee for acknowledgment.

Details of the “ Connected Transaction Policy and Inter-Currency Item Prevention of Conflict of Interest and Reporting of Interest” on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-related%20party%20transactions-policy-en.pdf>.

### Disclosure and Transparency

#### (9) Disclosure of Data and Information of the Company

The Board of Directors has established a policy on the disclosure of information and information related to the business and performance of the Company and its subsidiaries, both financial information and non-financial information, in an accurate, adequate, appropriate, timely and transparent manner to the general public, investor and stakeholders of the Company by disclosing the information of the Company and its subsidiaries. Hence, the Company has adhered to the Code of Conduct in accordance with the Public Limited Companies Act, the Securities and Exchange Act as well as related regulation and announcement of the Securities and Exchange Commission, the Stock Exchange of Thailand and other relevant agencies.

Details of the “ Information and Disclosure Policy” on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-data-and-information-disclosure-policy-en.pdf>.

**(10) Investor Relations Office**

The Company has set up the Investor Relations Office to communicate with investors, shareholders, analysts, relevant government agencies, and the general public in an appropriate and equal manner. The Investor Relations Office can be reached at

**Investor Relations**

Address : Stecon Group Public Company Limited  
32/59-60, Sino-Thai Tower, Asoke Road,  
Klongtoey Nua Sub-district, Wattana District, Bangkok 10110  
E-mail : [ir@stecongroup.co.th](mailto:ir@stecongroup.co.th)  
Telephone No.: +662-610-4900 ext. 1490

In 2024, the following investor relations activities were carried out:

- Company Visit - 7 times
- Roadshow ( On site) - 2 times
- Roadshow ( On line ) - 8 times
- Conference Call - 30 times
- Press Conference - 1 times
- Opportunity Day - 4 times
- Analyst Meeting - 4 times

The Company's executives consistently participate in all investor relations activities, reaffirming their commitment to effective communication with stakeholders.

**(11) Dividend Payment Policy**

Stecon Group Public Company Limited has a policy to pay dividends to shareholders at the rate of not less than 40% of net profit after deducting corporate income tax and deducting all types of reserve as stipulated in the Company's articles of Association and according to the law. Regarding the Company operates by holding shares in other businesses (Holding Company) hence the Company has ability to pay dividend depends on the operating performance of the subsidiaries that are mainly related companies and joint ventures and other investments. The company will consider the dividend payment from various factors by the dividend payment must not have a significant impact on the Company's normal operations.

Anyway, such dividend payment is subjected to change depending on the performance and financial position, cash flow, liquidity, working capital of operating plan, business expansion plan, investment plan, market condition, debt Burden Term and restriction as set out in the loan agreement. The resolution of the Board of Directors approving the dividend payment must be presented for approval during the shareholders' meeting except in the case of interim dividend payment. The Board of Directors has the authority to approve the operation when it deems that the Company has sufficient profit to pay dividends without affecting the Company's operation and must be reported to the shareholders' meeting at the next meeting.

### Dividend Payment Policy of Subsidiaries

The subsidiary has a policy to pay dividends to shareholders at the rate of not less than 40% of net profit after deducting corporate income tax and deducting all types of reserve as stipulated in the article of association of the subsidiary and according to the law. The subsidiary considers the dividend payment from various factors. The dividend payment must not have a significant impact on the normal operation of the subsidiary.

Anyway, such dividend payment is subjected to change depended on the performance and financial position, cash flow, liquidity, working capital of operating plan, business expansion plan, investment plan, market Condition, debt burden Term and restriction as set out in the loan agreement. The Company must not be able to provide any information on the Company's management of the Company's business in accordance with the Company's Board of Directors' appropriateness. The resolution of the shareholders' meeting or the resolution of the meeting of the Board of Directors of the subsidiary that approves the payment of dividend or interim dividend (as the case may be) must be presented for approval by the Board of Directors of the Company.

Details of the "Dividend Payment Policy" on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-dividend-policy-en.pdf>.

### (12) Whistleblowing and Whistleblower Protection Measures

To ensure that the Company has good corporate governance as well as gives all employees and all groups of stakeholders the right to report any illegal act or business ethic or company policy or complaint about rights violation or corruption or provide opinion about the Company's business operation. The Company provides a channel for whistleblowing and complaints to

#### Audit Committee

Address : Stecon Group Public Company Limited  
32/59-60 Sino-Thai Tower, 29<sup>th</sup>-30<sup>th</sup> Floor, Sukhumvit 21 Road (Soi Asoke)  
Klong Toei Nua, Wattana, Bangkok 10110  
e-mail address : [auditcommittee@stecongroup.co.th](mailto:auditcommittee@stecongroup.co.th)  
Phone : 02-610-4900 Ext. 1530

Anyway, the Company has established a process for acting upon receiving of whistleblower or complaint and also has measures to protect whistleblower and complainant as well as those who cooperates in investigating the fact. So that all those involved are confident that they will not be affected by whistleblowing and complaint as following

#### Process when receiving a whistleblower or complaint

1. The Secretary of the Audit Committee collects and verifies the accuracy and adequacy of information and fact. If it is found that the act is already an offense, the preliminary action guideline will be presented to the Audit Committee.
2. The Audit Committee will consider the complaint submitted by the Secretary of the Audit Committee and will proceed by appointing a working group or assigning a person to carry out the complaint. The appropriateness is considered on a case-by-case basis.

3. Working Group or Designated Person considers the guideline for investigating and suppressing the offense and mitigate the damage to those affected in order to take into account all the overall suffering and report directly to the Audit Committee.
4. When the process is completed. The working group or the assigned person must report the conclusion to the Audit Committee and the Secretary of the Audit Committee as well as notify the whistleblower or complainant if they disclose themselves and collect relevant information confidentially.
5. If the matter has an impact on the corporate image or be related to senior management or be a significant issue for the Company's business operation. The Audit Committee will consider and present the conclusion to the Board of Directors.

### Measures to protect whistleblowers and whistleblowers

1. Whistleblower, complainant or person who cooperates in investigating the fact. He/she can choose not to reveal yourself, if it is considered that the disclosure will cause unsafety or any damage. The Company can report on the progress, clarify the fact or mitigate the damage more conveniently and quickly.
2. The Company will consider the information of the whistleblower, complainant or person who cooperates in investigating the fact including confidential related information. Disclosure will be made with care and sparingly, taking into account the safety and damage of the whistleblower, complainant or person who cooperates in investigating the fact, source of information or related person.
3. In the case of whistleblower, the complainant or the person who cooperates in the investigation of the fact believes that they may be unsafe or may suffer damage. Hence, he/she can request the company to establish appropriate protection measures. The Company may impose protection measures provided that the whistleblower, the complainant or the person who cooperates in the investigation of the fact cannot be requested, if it is considered that it is likely to cause trouble, damage or insecurity.
4. Those who suffer damage will be mitigated through an appropriate and fair process.

Details of the “Whistleblowing Policy and Whistleblower Protection Measures” on the company's website <https://www.stecongroup.co.th/storage/document/cg/stec-whistleblowing-policy-and-whistleblower-protection-en.pdf>.

### Role of Stakeholders

#### (13) Human Resources Management Policy

The Company has a human resource management policy that focuses on encouraging personnel at all levels to work under the knowledge and ability of each individual to their full potential. There is no discrimination by treating all employees fairly, regardless of origin, race, religion, gender, or any other status that is not related to the performance of the job. The company has a recruitment system. Develop personnel and administer wage and remuneration in a fair, equitable and appropriate manner. Welfare is provided in accordance with the provisions of the law and additional welfare is provided to enhance the quality of life. Boost morale and encouragement for employees.

Details of the “Human Resource Management Policy” in Part 7 Governance Structure and Key Data on the Board of Directors, Specific Committees, Management, Employees and Others, Topic 7.5 Employee Structure



**(14) Occupational Safety, Health, and Environment Policy**

The safety, occupational health, and the maintenance of a conducive working environment can only be achieved through the cooperation and responsibilities of everyone in the Company, from the executives, supervisors, to subordinates at all levels. Therefore, to ensure effective management of safety, occupational health, and environmental conditions in the workplace, in line with the company's intentions, a clear policy on safety, occupational health, and working environment has been established.

Details of the “Occupational Safety, Health, and Environment Policy” on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-safety-occupational-health-and-working-environment-policy-en.pdf>.

**(15) Environmental and climate change policy**

Stecon Group Public Company Limited and its affiliates are aware of their responsibility to conduct business with social responsibility, economy, environment and good corporate governance to lead for sustainable growth. In order to support the vision and mission and to be able to operate comprehensively and achieve the Company's goals, the Company has formulated an environmental and climate change policy to guide business operations by taking into account the preservation and prevention of environmental impact.

Details of the “Environmental and climate change policy” on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-environmental-and-climate-change-policy-en.pdf>.

**(16) Anti – Bribery and Anti – Corruption Policy**

Stecon Group Public Company Limited and its affiliates adheres to the fairness and transparency of business operation that complies with law, rule, regulation, announcement, order and regulation and be related to business operation as well as strictly considers to all groups of stakeholders. The company has established an anti-bribery and anti-corruption policy as a guideline for the duties of the company's directors, executives, employees, including subsidiaries or other companies under the company's control. Additionally, the company has communicated this policy to stakeholders to ensure their understanding of the company's approach.

**Aniti – Bribery and Anti - Corruption policy**

The Company's directors, executives and employees of Stecon Group Public Company Limited and its affiliates must strictly comply with anti – Bribery and anti - corruption policy in order to ensure that they will accomplish their duties with integrity and refrain from direct and indirect bribery or corruption of all sorts. The company has emphasized the policy across all areas of the company's operation, as well as to comply with the applicable laws, regulations, notifications, ruling and requirements relevant to business operation. In this regard, the company will not penalize those who refuse to take bribery or corruption although such action would cause the company to lose business opportunity

The Company has established guideline related to matter with a high risk of fraud, corruption and giving or accepting bribes to make directors, executives and employees including subsidiaries or other companies under the control of the Company, perform their duties with caution as following

- **Gifts**

Receiving or giving gift on behalf of the Company to person related to the Company's business, tradition or social etiquette that should be observed as a congratulation or a show of hospitality or as a souvenir on such occasion must comply with the law, strictly established rule and policy in order to ensure that receiving or giving gift does not cause a conflict of interest, do not obtain leniency, neglect or remuneration in business agreement or improper business operation. It does not lead to corruption.

In 2024, the Company and its affiliates have announced that no new year gifts giving and receiving to/from customers, business partners, government sectors, financial institutions, and other related organizations, to assure the commitments in operating with transparency, justice, fair and equal with moral principal basis.

- **Charitable Contributions**

Charitable donations to various agencies must be carried out in a transparent manner, not contrary to moral, ethic, legality, and strictly in accordance with the Company's policy and procedure in such matters. However, it must be approved by the parent agency before proceeding.

Charitable donation include providing financial support to these agencies. It must not cause a conflict of interest both personally and in the interests of the Company. It is not used as an excuse for corruption.

Approval of charitable donations or grants must be strictly complied with the followed procedure. A report with supporting document is prepared to consider and approve charitable donation and sponsorship as well as it is proposed for approval to the management for consideration.

- **Political Contributions**

The company conducts business in a politically neutral manner. No political assistance or political support was provided to political party or politician in any form, including not encouraging directors, executives or employees to participate in any political activity on behalf of the Company.

The Company considers personal rights and freedom according to the law. However, they must not impersonate their employees or use any company's asset to support political activity or do any act that creates a misunderstanding that the company is involved in or provides any political support.

The expression of political opinion in the Company's office or unit area is considered an offense according to the Company's regulation.

- **Hospitality Expenditures**

In certification related to the Company's business operation to individual or agency that incurred certification fee must be transparent. It is verifiable in accordance with relevant rules and regulations and is intended to build a good relationship or an expression of social etiquette. It does not cause conflicts of interest, does not cause leniency, neglect or remuneration in business agreement or improper business operation and does not lead to fraud and corruption.

Approval of the certification fee must strictly adhere to the procedure. A report, along with a supporting document, must be prepared for review and approval and submitted to management for consideration in full compliance with the Company's regulations.

**Whistleblowing and Whistleblower Protection Measures: Bribery and Corruption**

If an act that falls under the category of corruption is found. Corruption and Bribery must be notified to the supervisor or the channel designated by the Company for complaint, finding clue of corruption and giving or accepting bribes or other violation of right. The company has measures to protect complainant, whistleblower and informant as prescribed. Details are in accordance with the whistleblowing policy and whistleblower protection measure. The Company provides channels for whistleblowing and complaint to

**Audit Committee**

Address : Stecon Group Public Company Limited  
 32/59-60 Sino-Thai Tower, 29<sup>th</sup>-30<sup>th</sup> Floor, Sukhumvit 21 Road (Soi Asoke)  
 Khlong Toei Nua, Wattana, Bangkok 10110  
 e-mail address : [auditcommittee@stecongroup.co.th](mailto:auditcommittee@stecongroup.co.th)  
 Phone: 02-610-4900 Ext. 1530

Clue, complaint and suggestion will be considered and acted upon as appropriate. There is a process to take action when receiving a whistleblower or complaint and measures to protect whistleblower and complainant as following

**Whistleblowing Procedure**

1. The Secretary of the Audit Committee collects and verifies the accuracy and adequacy of information and facts. If it is found that the act is already an offense, the preliminary action guideline will be presented to the Audit Committee.
2. The Audit Committee will consider the complaint submitted by the Secretary of the Audit Committee and will proceed by appointing a working group or assigning a person to carry out the complaint. The appropriateness is considered on a case-by-case basis.
3. Working Group or Designated Person will consider the guideline for investigating and suppressing the offense and mitigate the damage to those affected, taking into account all the overall suffering and reporting directly to the Audit Committee.
4. When the process is completed. The working group or the assigned person must report the conclusion to the Audit Committee and the Secretary of the Audit Committee as well as notify the whistleblower or complainant if they disclose themselves and collect relevant information confidentially.
5. If the matter has an impact on the corporate image or is related to senior management or is a significant issue for the Company's business operation. The Audit Committee will consider and present the conclusion to the Board of Directors.

**The Measure to protect whistleblowers**

1. Whistleblower, complainant or person who cooperate in investigating the fact. He/she can choose not to reveal yourself, if it is deemed that the disclosure will cause any unsafety or damage but if there is self-disclosure then the company can report the progress, clarify the fact, or mitigate the damage more conveniently and quickly.

2. The Company will consider the information of the whistleblower, complainant or person who cooperates in investigating the fact including confidential related information. Disclosure will be made with care and sparingly as well as take into account the safety and damage of the whistleblower, complainant or person who cooperates in investigating the fact, source of information or related person.
3. In cases where whistleblowers, complainants, or those cooperating in fact-finding investigations feel that they may face safety risks or potential harm, they may request the company to implement appropriate protective measures. The company may also establish protective measures without a request if it is deemed that the situation presents a likelihood of harm or safety concerns
4. Those who suffer from damage will be remedied, mitigating damage with appropriate and fair process.

### **Risk Assessment: Bribery and Corruption**

The Risk Management and Sustainability Department is required to responsible for assessing the risk of bribery and corruption at least once a year by assessing, analyzing, monitoring, and controlling the risk of corruption to an acceptable level together with reporting to the Risk Management and Sustainable Development Committee including monitoring the implementation of the anti-bribery and anti-corruption policy.

### **Creating awareness of anti - bribery and anti - corruption**

The Company conducts internal communication so that the Company's directors, executives and employees can understand and realize the importance of anti - bribery and anti-corruption. The Company will also disclose to stakeholders about the Company's related policy and practice through employee meeting, training, seminar and various media

### **Penalty for offense**

Punishment for offenses must be in accordance with the Company's regulation sand/or relevant law.

Details of the "Anti - bribery and Anti-corruption policy" on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-anti-corruption-policy-en.pdf>

### **(17) Policy and Guideline for Preventing Corruption in Procurement**

The company is committed to conducting business with integrity, adhering to its responsibility toward society and all stakeholders in accordance with good corporate governance principles. The Company conducts business based on transparency and ethics, adherence to the good corporate governance principles, and complying with laws related to the prevention and anti-corruption efforts.

To ensure that the company has a policy to determine responsibilities, guidelines and requirements for appropriate action to prevent corruption in all business activities and to ensure that business decision and operation that may be at risk of corruption are carefully considered and implemented. Therefore, the Company has prepared the "Policy and Guideline for Preventing Corruption in Procurement" in accordance with Notification of Anti-Corruption Cooperation Committee Re: Minimum Standards of the Policy and Guidelines on Prevention of Corruption in Procurement to be Provided by Business Operators under Section 19 of Public Procurement and Supplies Administration Act, B.E. 2560 (A.D. 2017) as a clear guideline for business operation.

Details of the "Policy and Guideline for Preventing Corruption in Procurement" on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-anti-corruption-policy-and-guidelines-for-procurement-en.pdf>.

**(18) Non-infringement of Intellectual Property**

The Board of Directors is aware of the importance of non-infringement of intellectual property and conformity with laws governing intellectual property or copyrights; therefore, a practice has been established and clearly disseminated the requirement to the management and employees to carefully consider the products, services, equipment, tools or information technology to be used for business operations of the Company to ensure that the use of such items is not an infringement of other intellectual property.

The Company set the best practices for non-infringement of intellectual property by monitoring and preventing the downloadable pirated hardware and software.

**(19) Human Rights Policy**

The company and its affiliates emphasize adherence to the principles of good corporate governance, with a strong commitment to social and environmental responsibility. Its strategic vision is to achieve sustainable business growth while maintaining respect for human rights. In this context, the company underscores the importance of safeguarding the rights of its employees and stakeholders, ensuring compliance with legal frameworks, and abstaining from any business practices that may infringe upon human rights. Therefore, the company has established a “Human Rights Policy” that outlines key issues such as the non-violation of human rights, occupational health and safety, and workplace environment. The policy also emphasizes equal and non-discriminatory treatment of employees, employees’ rights and freedoms related to work, labor rights, and the employment of persons with disabilities, among other considerations.

Details of the “Human Rights Policy” on the company’s website

<https://www.stecongroup.co.th/storage/document/cg/stec-human-right-policy-en.pdf>.

**(20) Personal Data Protection Policy**

Stecon Group Public Company Limited and its affiliates recognizes the importance of protecting the personal data of the Company’s directors, executives, employees, customers, business partners and business related persons under the Personal Data Protection Act B.E. 2562 (2019) (including its amendments) and other relevant laws to prevent damage caused by the misuse or fraudulent exploitation of personal data.

Details of the “Personal Data Protection Policy” on the company’s website

<https://www.stecongroup.co.th/storage/document/cg/stec-pdpa-policy-en.pdf>.

**(21) Policy on Stakeholder Care and Treatment**

The company has a policy to take care of and take into account the rights of various stakeholders, so the company has established a code of conduct for other stakeholders of the company, including shareholders, customers, business partners, competitors, government agencies, employees, society, and creditors, as well as stipulates that it is the duty and responsibility of the company’s directors, executives, and all employees to acknowledge and strictly comply with the guideline. The code of conduct of the company’s stakeholders is set forth in the company’s employee regulation manual and web intranet.

**Treatment of Shareholders**

1. The company will stipulate that the shareholders of the company have the right to receive the share certificate as well as the right to transfer the shares. They also have the right to receive adequate, timely, and appropriate information for decision-making. It is also the right of shareholders to attend and



vote during the shareholders' meeting to decide on material policy changes for the company, the right to vote and remove directors, the right to approve the appointment of the company's annual auditor, and the right to determine remuneration, including the right to share profit during the shareholders' meeting by the number of equal shares.

2. The company will arrange to record the minutes of the shareholders' meeting as well as disclose the resolution of the meeting to the shareholders and relevant government agencies in accordance with the guidelines for information disclosure according to relevant law and regulation.

### **Treatment of Customers**

1. The company will disclose the company's information and services to customers in an adequate and appropriate manner. Do not take any action that restricts the rights of the customer or has unfair conditions for the customer.
2. The company must take care of and serve customers equally and treat them with kindness and hospitality.
3. The company will not take any action to control the decision of the customer.

### **Treatment of the Competitor**

1. The company must comply with the law and strictly follow the guidelines and relevant rules of business operation.
2. The company will conduct a fair-trade competition with competitors. The company will not take any action that reduces or restricts the right to compete in trade or unfairly disadvantages to a competitor.
3. The company will not illegally seek confidential information from competitors.
4. The company's directors, executives, and employees must be careful in dealing with competitors and their personnel in all cases. Do not disclose the company's secret to fall into the hands of competitors.

In 2024, there were no legal disputes between the company and its competitors.

### **Treatment of Government Units**

1. The company must comply with law and regulation, rule and guideline which is related to business operations.
2. Liaise or conduct business with government agencies. The company must act with transparency, integrity, and fairness, including refraining from cooperating with or supporting acts against the intention of committing corruption and giving or accepting bribes to government units.
3. The company must cooperate with government agencies in performing its duty as a good citizen.

### **Treatment of employees**

1. The company must treat its employees with regard to the principle of human rights. The company will not take any action that violates human rights, including respecting the rights of individuals and maintaining personal data as required by law.
2. The company will treat all employees equally as well as provide rights and freedoms related to work in accordance with the law and policy of the company.

3. The company must provide appropriate remuneration in the form of a wage, bonus, various benefits, and provident funds, as well as the development of knowledge and work potential such as training, seminars, further education, etc.
4. The company must provide a channel for employees to consult or complain about problems arising from the performance of their duty, any duty that is failure to comply with the company's article or finding acts that constitute corruption or giving or accepting bribes. Employees can consult with or complain to superiors, executives, or through the designated complaint channel.
5. The company must adhere to the policy; hence, the complete success of the work must be accompanied by the safety of everyone. Therefore, it has formulated policies and guidelines that take safety into account as well as provide training, knowledge, and understanding for performing duty.
6. The company must support its employees in performing their duties to the best of their ability with honesty and integrity in accordance with the company's policy, code of ethics, and articles of association.

#### **Social and Environmental Practice**

1. The company must conduct business with awareness of the community and society, legal compliance, rules, and regulations that are related to business operations. The company cooperates with relevant agencies for social creation.
2. The company must support operations without infringing on human rights in accordance with the principles of practice that are beneficial to society.
3. The company must attach with the importance of business operations and not infringe on the property or copyright of others or other businesses.
4. The company must be aware of the importance of natural resources, environment and climate change. Require compliance with the laws, rules, and regulations that are related to the protection of natural resources and the environment in order to have at least an impact on society, environment and community
5. The company must require the implementation of safety standards, occupational health, and the working environment.

#### **Treatment of the Supplier**

1. The company's procurement must be carried out with fairness and transparency. The company provides information and treats suppliers fairly and equally.
2. The company will maintain the confidentiality of the business information of its business partners and not disclose it to others for the sake of profit.
3. In entering into a contract with the supplier, the company must prepare the contract fairly. The company will not take any action that restricts the rights of its supplier, provides fair conditions for its partner, as well as comply with the terms and conditions between the company and its partners.
4. The company has established policies and guidelines for the selection of suppliers to ensure that the selection of suppliers is systematic, fair, transparent, and verifiable, as well as to support partners who conduct business ethically. Do not commit illegal acts, corruption, or conduct fraudulently in accordance with the company's regulations and procedures for effective procurement, and maintain social and environmental responsibility in order to lead to sustainable growth.

**Treatment of the creditor**

1. The company must strictly comply with the terms and conditions of the contract, guarantee, or term agreed between the company and its creditor. In the repayment of debt, loans and interest must be responsibility for various collaterals.
2. The company must disclose information accurately, adequately, and appropriately on time to the creditor.
3. The company must notify the creditor in advance if it is unable to comply with the terms of the contract, such as in the case of default or agreed term, as well as jointly consider finding a solution to such a problem by taking into account fairness to all parties in a reasonable manner.

In the past year, 2024, the company had no disputes related to violations of labor laws, employment practices, or fair trade competition.

**6.2 Code of Business Ethic**

The Board of Directors provided “Code of Business Ethic” for Directors, Executives and employees for being the guidelines for Directors, Executives and employees to abide, furthermore, the transaction will be transparent, righteous and integrity for stakeholders. The best practices as stated in the Company’s code of conduct will lead us to a sustainability firm.

The Company announces and disseminates Code of Business Ethic via the Company’s website and web intranet. In 2024, the company provided orientation and education to the board members, executives, and employees through board member orientations, executive meetings, departmental meetings, and new employee orientations. The summary shows that Stecon Group Public Company Limited has 12 board members, 4 executives, and 1 employee, all of whom have acknowledged the policies and received explanations and education. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In addition, the company oversees its subsidiaries to ensure compliance with Code of Business Ethic. A total of 19 board members, 59 executives, and 2,838 employees have received explanations and education on these matters. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In 2024, the Company found no complaints and no breaches according to the company’s code of conduct. Details of the “Code of Business Ethic “ are provided in Attachment 5: Corporate Governance Policy and Practices and Code of Conduct, as well as on the company’s website  
<https://www.stecongroup.co.th/storage/document/cg/stec-code-of-business-ethics-en.pdf> .

**6.3 Changes and Development of Policy, Practices and Corporate Governance System in 2024****6.3.1 Changes and Development of Policy, Practices and Corporate Governance System or Charter of the Board of Directors in 2024**

The Board of Directors recognizes the importance of corporate governance. Therefore, the Company reviews the Company’s vision, missions, strategies, and relevant work processes including business ethics annually along with regularly monitoring work related to corporate governance to develop and improve the Company’s corporate governance. In 2024, the Company had the following developments and improvements:



**1. To ensure governance aligns with the principles of good corporate governance:**

- 1.1 The Board of Directors has clearly established a policy regarding the holding of directorships in other companies by the Group Chief Executive Officer/President and senior executives. They are allowed to hold directorships in no more than two other listed companies outside the business group, provided that such roles do not interfere with their primary responsibilities or create conflicts of interest. Additionally, the other entities must not operate the same type of business or compete with the company. Any such positions must be reported to the Board of Directors.
- 1.2 The Board of Directors has revised the quorum requirements for board meetings. A quorum must consist of no fewer than two-thirds of the current number of directors in office. For decisions to be valid, at least two-thirds of the directors attending the meeting must cast their votes.
- 1.3 The Board of Directors has clarified the criteria for the selection of directors and senior executives. Candidates must possess diverse qualifications in terms of professional skills and expertise relevant to the company's business. These qualifications should align with the company's strategies and business operations, without restrictions based on gender. Furthermore, candidates must be deemed suitable for positions as directors, committee members, Group Chief Executive Officer/President, or senior executives, in alignment with the company's business strategies.





### 2. To align with sustainable business development guidelines:

- 2.1 The company has reviewed and updated its key sustainability goals, particularly in the area of safety, to comply with the sustainability frameworks of the Stock Exchange of Thailand and international standards.
- 2.2 The company has enhanced its approach to mitigating human rights violations to ensure alignment with the sustainability guidelines of the Stock Exchange of Thailand and international standards.

### 6.3.2 Award and Recognitions for Good Corporate Governance

- (1) The Company received a Level AA rating at the SET ESG Ratings of 2024 from the Stock Exchange of Thailand.
- (2) The Company was classed at the level of Excellence in the Corporate Governance Report of Thai Listed Companies of 2024 (CGR 2024) by the Thai Institute of Directors.

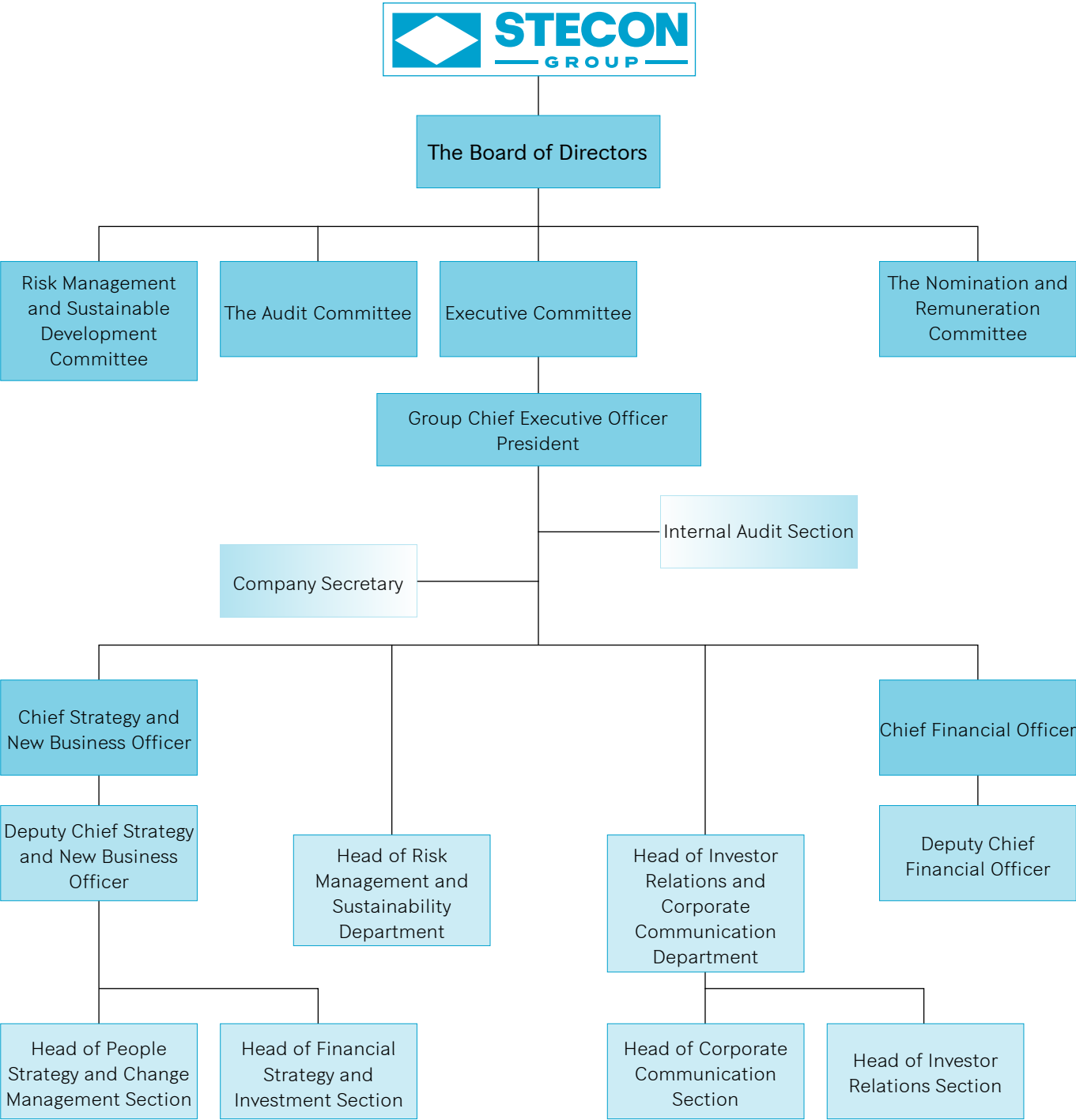




# 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub-Committees, Management, Employees and Others

## 7.1 Corporate Governance Structure

The Company governance structure Consisting of Board of Directors. It is divided into sub-committees as follows: Audit Committee, The Nomination and Remuneration Committee, The Board of Executive Directors and Risk Management and Sustainable Development Committee



**7.2 Board of Directors of Stecon Group Public Company Limited**

There are 12 Directors in the Board of Directors:

First – Last Name		Title
1. Mr. Vallop	Rungkijvorasathien	Chairman of the Board of Directors
2. Mr. Chamni	Janchai	Chairman of the Audit Committee Independent Director
3. Mr. Thanathip	Vidhayasirinun	Independent Director
4. General Dr. Surapan	Poomkaew	Independent Director
5. Mr. Masthawin	Charnvirakul	Director
6. Mr. Pakpoom	Srichamni	Group Chief Executive Officer and President Chairman of the Board of Executive Directors Member of the Risk Management and Sustainable Development Committee Director
7. Mrs. Jaikaew	Tejapijaya	Chief Finance Officer Executive Director Member of the Nomination and Remuneration Committee Director
8. Mr. Jarunat	Jiraratsatit	Executive Director Member of the Risk Management and Sustainable Development Committee Director
9. Police Colonel Pravesana	Mulpramook	Chairman of the Nomination and Remuneration Committee Member of the Audit Committee Independent Director
10 Mrs. Monrudee	Gettuphan	Member of the Nomination and Remuneration Committee Member of the Audit Committee Independent Director
11. Mr. Apivut	Thongkam	Chairman of the Risk Management and Sustainable Development Committee Director
12. Miss. Rapeepan	Luangaramrut	Independent Director

**Term of the Board of Directors**

The Company has 6 Independent Directors or 50% of the Board of Directors. The Company has 1 Directors as representatives of shareholders who are Charnvirakuls or 8% of the Board of Directors and The Company has 4 Directors who come from the Management team or 33% of the Board of Directors.

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

For further information about terms and qualifications, the appointment of the Board, the authorities and duties, meetings, nomination, remuneration and evaluation of the Board of Directors are also presented in the sub item of good corporate governance.

### Authorized Directors of STECON Group Public Company Limited

Mr. Vallop Rungkijvorasathien, Mr. Pakpoom Srichamni, Mrs. Jaikaew Tejapijaya and Mr. Jarunat Jiraratsatit 2 of 4 Directors, have been authorized to sign and stamp, with the Company's seal.

### 7.3 Sub - Committees

#### 7.3.1 The Board of Executive Directors

There are 3 Directors in the Board of Executive Directors:

First – Last Name		Title
1. Mr. Pakpoom	Srichamni	Chairman of the Board of Executive Directors
2. Mrs. Jaikaew	Tejapijaya	Executive Director
3. Mr. Jarunat	Jiraratsati	Executive Director

#### 7.3.2 The Audit Committee

The General Meeting of Shareholders resolved to establish an Audit Committee and appointed three independent directors, who meet the qualifications set by the Stock Exchange of Thailand, to serve as the Company's Audit Committee, namely:

First – Last Name		Title
1. Mr. Chamni	Janchai	Chairman of the Audit Committee
2. Police Colonel Pravesana	Mulpramook	Member of the Audit Committee
3. Mrs. Monrudee	Gettuphan	Member of the Audit Committee

All three Audit Committee are independent directors. Mr. Chamni Janchai, the Chairman of the Audit Committee, has a background in accounting and finance, as well as experience and expertise in the financial sector. Therefore, he is well equipped to review the reliability of the company's financial statements in collaboration with the other two members of the Audit Committee.

#### 7.3.3 The Nomination and Remuneration Committee

The Board of Directors convened a meeting and resolved to appoint the Company's Nomination and Remuneration Committee, comprising 3 members as follows:

First – Last Name		Title
1. Police Colonel Pravesana	Mulpramook	Chairman of the Nomination and Remuneration Committee
2. Mrs. Monrudee	Gettuphan	Member of the Nomination and Remuneration Committee
3. Mrs. Jaikaew	Tejapijaya	Member of the Nomination and Remuneration Committee

**7.3.4 The Risk Management and Sustainable Development Committee**

The Risk Management and Sustainable Development Committee consists of 3 members, including:

First – Last Name		Title
1. Mr. Apivut	Thongkam	Chairman of the Risk Management and Sustainable Development Committee
2. Mr. Pakpoom	Srichamni	Member of the Risk Management and Sustainable Development Committee
3. Mr. Jarunat	Jiraratsatit	Member of the Risk Management and Sustainable Development Committee

**7.4 Information about Executives****The Executives**

As of February 5, 2025, the Company's Executive Committee consisted of:

First – Last Name		Title
1. Mr. Pakpoom	Srichamni	Group Chief Executive Officer and President
2. Mrs. Jaikaew	Tejapijaya	Chief Finance Officer
3. Mr. Ekachai	Nitasanajarukul	Chief Strategy and New Business Officer
4. Ms. Siya	Tansamrit	Deputy Chief Strategy and New Business
5. Mr. Suradej	Kayanpianparakit	Head of Risk Management and Sustainability Department
6. Mr. Rungroj	Naknual	Head of Investor Relations and Corporate Communication Department
7. Ms. Thichaya	Vasuthararatch	Head of Company Secretary Department
8. Mr. Chirapat	Srivardhana	Head of Internal Audit Section
9. Ms. Kornpapah	Smithlapakul	Head of Financial Strategy and Investments Section
10. Mr. Sivils	Anantakul	Head of Investor Relations Section
11. Ms. Supavoravee	Rakkulchon	Head of People Strategy and Change Management Section



## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

### Details on shares holding of each The Executives as of December 31, 2024

No.	Executives	Position	Number of Shares December 31, 2023	Number of Shares December 31, 2024	Increase/ (Decrease)	Proportion of Total Shares
1.	Mr. Pakpoom Srichamni	Group Chief Executive Officer and President	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
2.	Mrs. Jaikaew Tejapijaya	Chief Finance Officer	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
3.	Mr. Ekachai Nitasanjarukul	Chief Strategy and New Business Officer	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
4.	Ms. Siya Tansamrit	Deputy Chief Strategy and New Business Officer	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
5.	Mr. Suradej Kayanpianparakit	Head of Risk Management and Sustainability Department	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
6.	Mr. Rungraj Naknual	Head of Investor Relations and Corporate Communication Department	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
7.	Ms. Thichaya Vasuthararatch	Head of Company Secretary Department	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
8.	Mr. Chirapat Srivardhana	Head of Internal Audit Section	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-

No.	Executives	Position	Number of Shares December 31,2023	Number of Shares December 31,2024	Increase/ (Decrease)	Proportion of Total Shares
9.	Ms.Kornpapah Smithlapakul	Head of Financial Strategy and Investments Section	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
10.	Mr.Sivis Anantakul	Head of Investor Relations Section	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
11.	Ms.Supavoravee Rakkulchon	Head of People Strategy and Change Management Section	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-

### 7.5 Remuneration of the Company and subsidiaries engaged in core business

1. Aggregated remuneration of the Company's directors, 12 persons, in 2024 is 7,000,000 Baht, which is remuneration in the form of meeting allowances and bonuses.
2. Aggregated remuneration of the Company's executive, in 2024 is 2,676,668 Baht, which is remuneration in the form of salary.

### 7.6 Subsidiaries Engaged in Core Business.

#### 1. Sino-Thai & Construction Public Company Limited

##### 1.1 Board of Directors of Sino-Thai Company Engineering and Construction Public Company Limited

There are 6 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Pakpoom Srichamni	Chairman of the Board of Directors
2.	Mrs. Jaikaew Tejapijaya	Director
3.	Mr. Jarunat Jiraratsatit	Director
4.	Mr. Prasit Prawang	Director
5.	Mr. Sampan Chanaburanasak	Director
6.	Mr. Chaiyaporn Imcharoenkul	Director

##### Authorized Directors of Sino-Thai & Construction Public Company Limited

Mr. Pakpoom Srichamni, Mr. Jarunat Jiraratsatit, Mrs. Jaikaew Tejapijaya and Mr. Prasit Prawang 2 of 4 Directors, have been authorized to sign and stamp, with the Company's seal.

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

### 1.2 The Executives

As of December 12, 2024, the Company's Executive Committee consisted of:

First – Last Name		Title
1. Mr. Jarunat	Jirratsatit	President
2. Mr. Prasit	Prawang	Senior Executive Vice President – Operation Division
3. Mr. Sutthipol	Patcharanaruemol	Senior Vice President – Operation Division 1
4. Mr. Chalit	Ratanavisalnon	Senior Vice President – Operation Division 2
5. Mr. Saksit	Wisasuwan	Senior Vice President – Operation Division 3
6. Mr. Thepnikorn	Junkhun	Senior Vice President – Construction Service Division
7. Mr. Worachat	Suwasin	Senior Vice President – Special Project Division
8. Mr. Vitoon	Salilampai	Senior Vice President – Marketing Division
9. Mr. Somkid	Siriapinun	Senior Vice President – Administration Division
10. Mrs. Krongkaew	Trakulsak	Senior Executive Vice President – Accounting & Financial Division

### 1.3 Remuneration of Sino-Thai Engineering and Construction Public Company Limited

1. Aggregated remuneration of the Company's directors, 6 persons, in 2024 is 3,593,500 Baht, salary is 27,420,000 Baht, compensation in the form of salary, meeting allowances and bonuses.
2. Aggregated remuneration of the Company's executives, 8 persons, in 2024 (excluding executives who are directors) is 20,124,000 Baht, compensation in the form of salary.

## 2. Wisdom Services Company Limited

### 2.1 Board of Directors of Wisdom Services Company Limited

There are 3 Directors in the Board of Directors:

First – Last Name		Title
1. Mrs. Jaikaew	Tejapijaya	Director
2. Mr. Jarunat	Jirratsatit	Director
3. Mr. Charkphan	Leelaporn	Director

### Authorized Directors of Wisdom Services Company Limited

Two directors jointly sign and stamp, with the Company's seal.

### 2.2 The Executives

As of December 31, 2024, the Company's Executive Committee consisted of:

First – Last Name		Title
1. Mr. Charkphan	Leelaporn	President
2. Mr. Paruehat	Gonbang	Senior Vice President/Vice President Product Department (Acting)
3. Mr. Somchai	Chatteeraphat	Vice President Marketing Department
4. Ms. Surangkha	Surat	Manager of the Accounting and Finance Section (Acting)

### 3. SNT Concrete Solution Company Limited

#### 3.1 Board of Directors of SNT Concrete Solution Company Limited

There are 3 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mrs. Jaikaew Tejapijaya	Director
2.	Mr. Jarunat Jiraratsatit	Director
3.	Mr. Suppachoke Orratai	Director

#### Authorized Directors of SNT Concrete Solution Company Limited

Two directors jointly sign and stamp, with the Company's seal.

#### 3.2 The Executives

As of December 31, 2024, the Company's Executive Committee consisted of:

	First – Last Name	Title
1.	Mr.Suppachoke Orratai	President Vice President Marketing Department (Acting) Vice President Administration Department (Acting)
2.	Mr.Yuttapong Panyanai	Vice President Product Department
3.	Mrs.Nannaphat Thonoi	Vice President Accounting Department

### 4. DC Power BN1 Company Limited

#### 4.1 Board of Directors of DC Power BN1 Company Limited

There are 5 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Pakpoom Srichamni	Director
2.	Mr. Jarunat Jiraratsatit	Director
3.	Mr. Sampan Chanaburanasak	Director
4.	Mr. Nataphon Maninetr	Director
5.	Mr. Ow Yong Hoong Peen	Director

#### Authorized Directors of DC Power BN1 Company Limited

Mr. Pakpoom Srichamni or Mr. Jarunat Jiraratsatit or Mr Sampan Chanaburanasak 2 of 3 Directors, have been authorized to sign and stamp, with the Company's seal.

### 5. STECON Power Company Limited

#### 5.1 Board of Directors of STECON Power Company Limited

There are 4 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Pakpoom Srichamni	Director
2.	Mrs. Jaikaew Tejapijaya	Director

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

- |                |                |          |
|----------------|----------------|----------|
| 3. Mr. Jarunat | Jiraratsatit   | Director |
| 4. Mr. Sampan  | Chanaburanasak | Director |

### Authorized Directors of STECON Power Company Limited

Two directors jointly sign and stamp, with the Company's seal.

### 5.2 The Executives

As of December 31, 2024, the Company's Executive Committee consisted of:

- |    | First – Last Name    | Title             |
|----|----------------------|-------------------|
| 1. | Mr. Kittisak Chaivut | Managing Director |

## 6. HTR Corporation Limited

### 6.1 Board of Directors of HTR Corporation Limited

There are 4 Directors in the Board of Directors:

- |    | First – Last Name              | Title    |
|----|--------------------------------|----------|
| 1. | Mr. Pakpoom Srichamni          | Director |
| 2. | Mrs. Jaikaew Tejapijaya        | Director |
| 3. | Mrs. Thanawan Chaisithikarnkha | Director |
| 4. | Mrs. Chatra Punnarujawong      | Director |

### Authorized Directors of HTR Corporation Limited

Two directors jointly sign and stamp, with the Company's seal.

### 6.2 The Executives

As of December 31, 2024, the Company's Executive Committee consisted of:

- |    | First – Last Name         | Title           |
|----|---------------------------|-----------------|
| 1. | Mrs. Chatra Punnarujawong | General Manager |

## 7. Nouvelle Property Company Limited

### 7.1 Board of Directors of Nouvelle Property Company Limited

There are 3 Directors in the Board of Directors:

- |    | First – Last Name        | Title    |
|----|--------------------------|----------|
| 1. | Mr. Pakpoom Srichamni    | Director |
| 2. | Mr. Jarunat Jiraratsatit | Director |
| 3. | Mrs. Jaikaew Tejapijaya  | Director |

### Authorized Directors of Nouvelle Property Company Limited

Two directors jointly sign and stamp, with the Company's seal.



**8. STECON Logistics & Transportation Company Limited****8.1 Board of Directors of STECON Logistics & Transportation Company Limited**

There are 4 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Pakpoom Srichamni	Director
2.	Mr. Jarunat Jiratsatit	Director
3.	Mrs. Jaikaew Tejapijaya	Director
4.	Mr. Sampan Chanaburanasak	Director

**Authorized Directors of STECON Logistics & Transportation Company Limited**

Two directors jointly sign and stamp, with the Company's seal.

**9. STECX Ventures Company Limited****9.1 Board of Directors of STECX Ventures Company Limited**

There are 5 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Pakpoom Srichamni	Director
2.	Mr. Jarunat Jiratsatit	Director
3.	Mrs. Jaikaew Tejapijaya	Director
4.	Mr. Chaiyaporn Imcharoenkul	Director
5.	Mr. Sampan Chanaburanasak	Director

**Authorized Directors of STECX Ventures Company Limited**

Two directors jointly sign and stamp, with the Company's seal.

**10. Sitem ST Engineering and Services Company Limited****10.1 Board of Directors of Sitem ST Engineering and Services Company Limited**

There are 4 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Pakpoom Srichamni	Director
2.	Mr. Jarunat Jiratsatit	Director
3.	Mr. Nataphon Maninetr	Director
4.	Mr. Sarawut Suraphakit	Director

**Authorized Directors of Sitem ST Engineering and Services Company Limited**

Two of four directors jointly sign and stamp, with the Company's seal.

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

### 11. Mars Water Supply Co., Ltd.

#### 11.1 Board of Directors of Mars Water Supply Co., Ltd.

There are 7 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Yuthachai Phukhanthasom	Director
2.	Mr. Charlie Choungrangsee	Director
3.	Mr. Jarunat Jiratsatit	Director
4.	Mr. Chaiyaporn Imcharoenkul	Director
5.	Mr. Kittisak Chaivut	Director
6.	Mr. Sampan Chanaburanasak	Director
7.	Mr. Thansit Khunpluem	Director

#### Authorized Directors of Mars Water Supply Co., Ltd

Two directors from Group A shall jointly sign and affix the company's official seal, or one director from Group A shall sign together with one director from Group B, making a total of two signatures, along with the company's official seal.

The directors in Group A are: Mr. Jarunat Jiratsatit, Mr. Chaiyaporn Imcharoenkul, Mr. Kittisak Chaivut and Mr. Sampan Chanaburanasak

The directors in Group B are: Mr. Yuthachai Phukhanthasom, Mr. Charlie Choungrangsee and Mr. Thansit Khunpluem

### 12. Green Waste Energy Solutions Co., Ltd

#### 12.1 Board of Directors of Green Waste Energy Solutions Co., Ltd

There are 2 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Jarunat Jiratsatit	Director
2.	Mr. Sampan Chanaburanasak	Director

#### Authorized Directors of Green Waste Energy Solutions Co., Ltd

Two directors jointly sign and affix the company seal.

### 13. Synergy Tech Waste Co., Ltd

#### 13.1 Board of Directors of Synergy Tech Waste Co., Ltd

There are 2 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Jarunat Jiratsatit	Director
2.	Mr. Sampan Chanaburanasak	Director

#### Authorized Directors of Synergy Tech Waste Co., Ltd

Two directors jointly sign and affix the company seal.

**14. Arin Clean Power Co., Ltd****14.1 Board of Directors of Arin Clean Power Co., Ltd**

There are 2 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Jarunat Jiraratsatit	Director
2.	Mr. Sampan Chanaburanasak	Director

**Authorized Directors of Arin Clean Power Co., Ltd**

Two directors jointly sign and stamp, with the Company's seal.

**15. Alan Clean Power Co., Ltd****15.1 Board of Directors of Alan Clean Power Co., Ltd**

There are 2 Directors in the Board of Directors:

	First – Last Name	Title
1.	Mr. Jarunat Jiraratsatit	Director
2.	Mr. Sampan Chanaburanasak	Director

**Authorized Directors of Alan Clean Power Co., Ltd**

Two directors jointly sign and stamp, with the Company's seal.

**7.7 Employee Structure**

The Company recognizes that the accomplishment of our business operation requires management to ensure full employment of resources. Every personnel is one of the Company's resources that we must take care and manage in line with and supporting business strategies and business goals based on transparency, fairness and equality in employment, remuneration and welfare or other benefits, and giving importance to knowledge and capability enhancement in order to create better working skills for organization development.

In 2024, the Company and its subsidiary companies had 1,610 full-time employees as follows:

- 1,167 male employees
- 443 female employees

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

### Number of full-time employees by gender and nationality

Business Group	2023		2024	
	Male	Female	Male	Female
<b>Stecon Group Public Company Limited</b>				
Thai	-	-	2	3
<b>Sino-Thai &amp; Construction Public Company Limited</b>				
Thai	1,154	433	1,081	417
American	1	-	1	-
Indian	3	-	3	-
Nepalese	1	-	1	-
Myanmar	-	1	-	1
<b>Wisdom Services Company Limited</b>				
Thai	38	3	42	3
<b>SNT Concrete Solution Company Limited</b>				
Thai	14	6	20	9
<b>STECON Power Company Limited</b>				
Thai	-	-	4	1
<b>STECX Ventures Company Limited</b>				
Thai	-	-	8	5
<b>Sitem ST Engineering and Services Company Limited</b>				
Thai	2	-	5	4

### Number of full-time employees classified by position

Business Group	2023		2024	
	Male	Female	Male	Female
<b>Stecon Group Public Company Limited</b>				
Senior Executive	-	-	-	1
Executive	-	-	1	2
Staff	-	-	1	-
<b>Sino-Thai &amp; Construction Public Company Limited</b>				
Senior Executive	10	1	11	2
Executive	68	9	60	9
Staff	1,081	424	1,015	407
<b>Wisdom Services Company Limited</b>				
Senior Executive	-	-	2	-
Executive	-	-	-	-
Staff	38	3	40	3

Business Group	2023		2024	
	Male	Female	Male	Female
<b>SNT Concrete Solution Company Limited</b>				
Senior Executive	-	-	1	-
Executive	-	-	1	-
Staff	14	6	18	9
<b>STECOM Power Company Limited</b>				
Senior Executive	-	-	1	-
Executive	-	-	1	-
Staff	-	-	2	1
<b>STECX Ventures Company Limited</b>				
Senior Executive	1	-	1	-
Executive	-	1	7	3
Staff	-	-	-	2
<b>Sitem ST Engineering and Services Company Limited</b>				
Senior Executive	1	-	1	-
Executive	1	-	2	-
Staff	-	-	2	4

### 7.7.1 Human Resource Management Policy

Stecon Group Public Company Limited and its subsidiaries have established a human resource management policy that focuses on encouraging personnel at all levels to work using the best knowledge and capability of everyone, treating all employees equally without discrimination, treating all employees fairly, and not discriminating against their origin, race, religion, gender or any other status not related to work. The Company has a system for recruiting and developing personnel and managing wages and remuneration fairly, equally, and appropriately. There are welfare arrangements as prescribed by law and provide additional welfare to enhance the quality of life and boost employees' morale and encouragement.

#### 1. Personnel planning

The Company has manpower planning in place to ensure that our personnel is qualified, consistent with the workload and strengthen the Company's capability to drive our mission and achieve current and future goals.

#### 2. Personnel recruitment and selection

The Company has a process for recruiting and selecting knowledgeable and qualified personnel to join the Company through a direct application using various public relations channels, including print media, Internet, participation in job fairs of government sectors such as the department of employment, job fair organized by universities, recruitment from leading educational institutes and vocational colleges across the country, academic knowledge test, and Competency Based Interview, focusing on recruiting and selecting personnel with knowledge, ability, vision, and positive attitude, teamwork skills, and creativity in accordance with the nature of work and responsibilities of each job position, regardless of gender, race, religion or disability.



### 3. Fair and Equitable Employment/Termination

The company upholds a policy of fair employment aligned with principles of human rights respect, valuing diversity, and non-discrimination. It does not impose unfair employment restrictions based on gender, race, religion, or nationality. The company also emphasizes workplace equality by providing opportunities for persons with disabilities to work in suitable positions, in accordance with the Persons with Disabilities' Quality of Life Promotion and Development Act B.E. 2550 (2007). The company employs both Thai and international workers across various roles, including management and labor positions, ensuring lawful employment practices and equal treatment regarding wages and benefits for all employees. Forced labor, illegal migrant labor, and child labor are strictly prohibited.

In addition, the company promotes employment opportunities for new graduates by participating in job fairs at educational institutions and hiring locally for various projects in appropriate roles.

In 2024, the Company opened the opportunity for 53 students to intern with the company, who were students from various universities, such as Kasetsart University, Khon Kaen University, Chiang Mai University, Prince of Songkla University, King Mongkut's University of Technology Thonburi, etc. The company participated in the Job Fair / Job Expo organized by Kasetsart University, Khon Kaen University, Chiang Mai University, Prince of Songkla University to open the opportunity for new graduates and those interested in applying for jobs with the company in suitable positions.

### 4. Performance Evaluation and Compensation Management

The company provides appropriate compensation based on job roles, knowledge, skills, and work experience, benchmarked against industry standards. This approach aims to motivate employees, enhance job satisfaction, foster organizational loyalty, attract high-quality talent, improve competitiveness, and support employees' quality of life.

The company has a concrete performance evaluation system, establishing individual and team performance criteria aligned with its operational plans. This system is linked to fair and appropriate compensation and is regularly updated to reflect market conditions and competition using human resources management tools like competency frameworks and key performance indicators (KPIs). Additionally, performance evaluations are used to analyze and develop employee capabilities in various aspects appropriately.

### 5. Employee Benefits

**The company provides the following benefits:**

- Legally mandated benefits, including Social Security Fund and Workmen's Compensation Fund.
- The company provides additional benefits to enhance employees' quality of life and morale. One of the primary initiatives is the establishment of a provident fund, which the company considers a crucial policy to promote financial security for retirement and encourage savings discipline. This fund is designed to meet employees' individual preferences for saving and investing. Members can adjust their investment plans at any time, ensuring flexibility and allowing them to align their savings and investments with the current economic conditions. The company also ensures that investment returns are regularly disclosed to employees. Other benefits include life insurance and health insurance tailored to the specific requirements of each job, as well as uniforms and appropriate work attire to suit the nature of the tasks performed. The company has established an emergency loan fund and provides

financial assistance for funeral-related expenses. It also offers a fitness center to promote physical health and well-being. Educational scholarships are provided for employees' children, covering all levels of education from primary school to higher education. In addition, the company has partnered with commercial banks to offer special interest rates for housing loans, providing employees with favorable options for home financing. To recognize and appreciate employees' dedication and long-term contributions, the company presents awards as a gesture of gratitude. Furthermore, the benefits are regularly reviewed and updated to ensure they remain relevant and aligned with the current economic and social conditions.

#### **6. Learning and Development Policy**

The company aims to foster employee learning and development through training programs tailored to the specific needs of each role. This ensures employees possess the knowledge, skills, and expertise required for efficient performance, aligning with the company's current and future business plans. The development approach focuses on three dimensions, which are

- Organizational development
- Development of the Board of Directors and executives
- Individual and group employee development

#### **7. Promoting Employee Engagement and Retention**

The company values employees as its most valuable assets, requiring continuous care and development. It conducts annual employee satisfaction and engagement surveys to understand employees' genuine thoughts and feelings, using the results to devise improvement plans for enhancing satisfaction and engagement.

In 2024, the company has set the Employee satisfaction and Engagement survey target at 80%. In 2024, the result of the Employee satisfaction and Engagement survey is 85.50 %

Additionally, all members of the Board of Directors participated in orientation (Board Orientation) and training (Board Briefing Session) on "Business and Legal Issues for Directors and Executives," conducted by the Thai Institute of Directors (IOD).

##### **7.7.2 Development of Board of Directors and Executives**

The Board of Directors has the policy to promote and develop knowledge and skills, and to widen directors' perspective continuously, which will help the directors to lead the organization and achieve the Company's objectives. The Company also arrange new director orientation to provide new directors with knowledge and understanding on their roles and responsibilities, objectives, rules and regulations, policies and business nature of the Company so that all directors will be able to develop and improve their work continuously, able to perform duties efficiently, including the application of various knowledge to be appropriately applied for the greatest benefit of the Company.

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

	Directors	Programs
1	Mr. Vallop Rungkijvorasathien	- DAP 52/2006 - RCP 34/2014 - DCP 231/2016
2	Mr. Chamni Janchai	- DAP 30/2004 - RCP 21/2009 - RCL 17/2019
3	Mr. Thanathip Vidhayasirinun	- DCP 7/2001 - FBG 6/2016
4	Gen. Dr. Surapan Poomkaew	- DAP 84/2010
5	Mr. Masthawin Charnvirakul	- DAP 1/2003
6	Mr. Pakpoom Srichamni	- DAP 52/2006 - DCP 161/2012 - RCP 55/2023
7	Mrs. Jaikaew Tejapijaya	- DCP 329/2022 - RCL 32/2023
8	Mr. Jarunat Jiraratsatit	- DAP 169/2020 - DCP 262/2020 - RCL 32/2023
9	Police Colonel Pravesana Mulpramook	- DCP 81/2006
10	Mrs. Monrudee Gettuphan	- DCP 364/2024
11	Mr. Apivut Thongkam	- DCP 89/2007 - CDC 3/2008
12	Miss. Rapeepan Luangaramrut	- DAP /2003

### 7.7.3 Employee development on individual and team level

The Company considers employee development as our main policy in continually developing employee capability to widen the vision for efficient work performance. The Company has surveyed the needs for training in all departments and has made consideration by analyzing skills and knowledge required for work, using a variety of development methods, including training and seminars related to management in order to increase learning and self-development perspectives, organization of workshop activities to increase professional skills and expertise based on job positions, promotion for reduction of unnecessary processes in order to have clear, fast and accurate work process. The Company has organized more than 50 training courses covering all positions each year. Each course has been designed by qualified speakers both internally and externally. Training courses and seminars with external agencies such as the Council of Engineers, the Safety Promotion Association, etc. are also available with the objective of ensuring connection and consistency with the functional competency of each position. Training for the year 2024 includes:

- Sustainability by ESG and Risk Management
- Training courses on workplace safety, such as crane operation, material rigging, and signal person training for crane operators.

- Hazard identification and risk assessment in occupational health and safety.
- Primavera P6 for project planning and management in engineering.
- Geotechnical engineering knowledge and its applications.
- Various systems for Smart Buildings and system integration.
- Design and installation of electrical systems for high-rise buildings.
- Surveying knowledge
- Concrete engineering knowledge.
- Low carbon building calculation techniques, complete analysis of the entire cycle
- Change Handling by Growth Mindset & R.Q. (Resilience)
- Various knowledge in architectural work such as hardware installation, ceiling installation, painting, etc.
- Group bonding activities, etc.

For the training of employees in courses related to engineering and architecture, the company has applied for certification of a training unit (Professional Development Unit – PDU) with both the Engineering Council and the Architects Council, as the company has been certified as a parent organization to collect training units for employees who have received training in each course, which can be used for further professional advancement.

In 2024, the Company targeted to offer training to employees for 10 hours/person/year.

#### Employee Training in 2024

Training	No. of Employee (person)	Average No. of training hours of employees (hours/person/year)	Expenses for training and development (Baht)
Staff	2,835	14.38	18,744,154.44

The Company also encourages employees to learn by themselves. The Company has publicized various training courses on online channels for employees to be informed and register for training by themselves, which will help employees gain additional knowledge. In addition, they can count training units to be used for career advancement. This is a confirmation of the company's commitment in both quantity and quality for the construction industry in Thailand.

#### 1) Fair performance assessment and remuneration

The Company has a concrete performance assessment system in place, individual and team performance assessment criteria have been established in line with the Company's short-term and long-term operational plan, which is linked to an appropriate and fair remuneration system. It has been developed and improved in accordance with competitive conditions and changing labor market conditions during each period by using human resource management tools such as the Competency Development System and Key Performance Indicator, for example. The Company remunerates our employees and personnel appropriately and in line with the company's overall operation based on short-term and long-term considerations, and in accordance with the compensation offered by the same industry. The Company also offer various benefits to enhance the good quality of life. In addition, the Company takes performance assessment results into consideration, analyzes and determines appropriate guidelines for the capability development of employees in various fields.

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

The Company has a policy on equitable remuneration comparable to other companies in the labor market and focuses on creating stability, long-term career development and career advancement opportunities (Career Path) for employees in all positions. We also have a standardized performance assessment linked to equitable salary increases based on individual performance on an appropriate and fair basis.

In 2024, the Company paid remuneration in the form of monthly salary as follows:

- Salary 1,054,765,282 Baht
- Bonus 95,025,194 Baht

### 2) Employee benefits

The Company has offered benefits as prescribed by law, including social security fund and workmen's compensation fund, and additional benefits to upgrade the quality of life and boost morale for employees such as a provident fund, which the Company regards as an important policy to encourage employees to have financial security after retirement, and promote money saving habit. The Company have established a registered provident fund in the name of Sino-Thai Group Provident Fund, and an alternative provident fund (Employees' Choices), which promotes money saving and investment based on each employee's intent, whereby fund members can adjust their investment style any time in order to ensure flexibility and adjust money saving or investment corresponding to economic conditions during each period of time. The return on investment is disclosed to employees on a regular basis. Furthermore, The Company offers life insurance, health insurance, uniforms and clothing suitable to the nature of work. The Company offers emergency loans, funeral assistance fund, a fitness center, and the educational fund for employees' children at all levels from elementary to tertiary levels. The Company have cooperated with commercial banks to offer loan options with a special interest rate for employees who want housing loans. The Company also extend appreciation awards for continuous and long service to employees at all levels.

For our employees, the Company arranges accommodation and a shuttle service to and from their living quarters to the Company, drinking water is also provided. Toilets are arranged sufficiently for the number of employees. The Company also provide a Muslim prayer room, department nurse, and daily childcare facility for employees who do not have a carer for their children during the day, for example. The Company has considered improving benefits continually in accordance with current economic and social conditions.

In 2024, there were 1,551 employees who voluntarily subscribed as members of the provident fund out of a total of 1,610 full-time employees, representing 96.34%. The Company has paid contributions to the provident fund in the amount of 32,927,130 Baht

Business Group	Number of employees	Provident Fund		Contribution to Provident Fund (Baht)
		attending (people)	Not attending (people)	
Stecon Group Public Company Limited	5	1	4	16,500
Sino-Thai & Construction Public Company Limited	1,504	1,455	49	30,578,136
Wisdom Services Company Limited	45	44	1	872,478
SNT Concrete Solution Company Limited	29	29	-	509,176
STECON Power Company Limited	5	5	-	189,540
STECX Ventures Company Limited	13	13	-	203,100
Sitem ST Engineering and Services Company Limited	9	4	5	558,200





The Company continues to place importance on recommending or proposing options for general workplace privileges by holding Workplace Welfare Committee elections every two years to represent employees at meetings and consult with the Employer regarding welfare management or improvements for employees to promote good relationships and understanding between the employer and employees. By providing opportunities and listening to and exchanging opinions and recommendations, we promote happy work appropriate for the organization's environment and changes in economic conditions at each time along with enabling the employer and employees to seek guidelines and solutions together in addition to building employee morale to working happily, which will affect the employer's productivity and business success in another way. Meetings and consultations with the Workplace Welfare Committee are held at least once every three months or when necessary and appropriate.

### 3) Promotion of employee engagement and retention

The Company believes that employees are the most asset that must be maintained and developed continuously. An employee satisfaction and engagement survey has been conducted to recognize, listen and understand their actual thoughts and feelings in order to find ways to improve and increase satisfaction and continuous engagement with the Company.

The Company annually examines and determines key factors that affect satisfaction and organization engagement, both quantitatively and qualitatively, by collecting data from all projects across the country. The survey results are then used in analyzing and improving organization engagement approach linked to key business outcomes based on 4 main areas of employee engagement survey as follows:

- Job Role, Life Balance, and Organization
- Human Resources Management Policy
- Leadership
- Organization Engagement

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others



According to the employee satisfaction and engagement survey conducted in 2024, the average score in all 4 areas is 85.50%.

Corporate engagement score target	Assessment results
80%	85.50%

The survey reveals positive factors, which are the strength of corporate culture that must be maintained and further enhanced, including good cooperation across all functions for the Company’s success; operational personnel contributing to the organization’s development and achievement of goals. The company has highly competitive potential. Compared to other companies in the same industry, etc. The parts that need to be developed and improved include reviewing wages and employee benefits, career advancement (Career Path), training development, etc. Satisfaction scores and organizational engagement according to various fields have been reported. A meeting has also been convened to discuss and prepare an action plan in order to increase satisfaction and engagement in each line of work and the overall picture of the organization. The employee satisfaction and engagement survey results have been communicated to personnel throughout the organization through online communication channels within the organization and through the annual corporate policy announcement meeting, where top executives will communicate directly in a form of two-way interaction, ask and answer questions, listen to opinions, and express understanding in depth with personnel at all levels.

In 2024, the number of employees who resigned was 150 people, 9.30%.

Business Group	2023	2024
<b>Stecon Group Public Company Limited</b>		
Number of employees who resigned	-	1
Employee turnover rate	-	30%
<b>Sino-Thai &amp; Construction Public Company Limited</b>		
Number of employees who resigned	157	138
Employee turnover rate	9.53%	9.03%
<b>Wisdom Services Company Limited</b>		
Number of employees who resigned	1	7
Employee turnover rate	5.77%	15.70%
<b>SNT Concrete Solution Company Limited</b>		
Number of employees who resigned	0	0
Employee turnover rate	0%	0%
<b>STECON Power Company Limited</b>		
Number of employees who resigned	-	1
Employee turnover rate	-	26.09%
<b>STECX Ventures Company Limited</b>		
Number of employees who resigned	0	2
Employee turnover rate	0%	15.48%
<b>Sitem ST Engineering and Services Company Limited</b>		
Number of employees who resigned	0	1
Employee turnover rate	0%	21.43%

## 7.8 Other Information

### 1. The Person Supervising Accounting

The Company assigned Mrs. Krongkaew Trakulsak Senior Executive Vice President – Accounting & Financial Division to be directly responsible for the supervision of accounting.

### 2. Head of Internal Audit

The Company assigned Mr. Chirapat Srivardhana Head of Internal Audit Section to be directly responsible for the Internal Audit.

## 7. Corporate Governance Structure and Key Information about the Board of Directors, Sub – Committees, Management, Employees and Others

### 3. Company Secretary

The person assigned to be responsible for the position of Company Secretary is the Head of Company Secretary Department, which currently has Ms. Thichaya Vasuthararatch appointed as the Head of Company Secretary Department.

### 4. Head of Investor Relations

The Company assigned Mr. Sivil Anantakul Assistant Head of Investor Relations Section to be directly responsible for the Investor Relations. Investors or the public can contact the Investor Relations Department, telephone 02-610-4900 or the Company's website. [www.stecon.co.th](http://www.stecon.co.th)

### 5. Auditor of the Company and its Subsidiaries

EY Office Limited  
193/136-137, 33<sup>rd</sup> Floor, Lake Ratchada Building  
New Ratchada Phisek Road Bangkok 10110  
Tel : +66 (0) 2264 0777  
Fax : +66 (0) 2264 0789

The period of being the Company's auditor is 24 years.

### 6. Remuneration on the account audits of the Company and subsidiaries.

1. The Company's auditing fee in 2024 is Baht 3,670,000 million
2. The Company's subsidiaries' auditing fee in 2024 is Baht 1,890,000 million
3. The affiliated companies of the subsidiaries' auditing fee in 2024 is Baht 280,000 million
4. Other service: None

ARNIP







## 8. Corporate Governance Performance

The corporate management structure consists of 4 groups of sub-committees which are:

### 8.1 Report of the Board of Executive Directors

The Board of Executive Directors of Stecon Group Public Company Limited consists of 3 Executive Directors as followed accordingly.

Name - Surname	Position	Number of meetings attended
Mr. Pakpoom Srichamni	<ul style="list-style-type: none"> <li>• Group Chief Executive Officer</li> <li>• President</li> <li>• Chairman of the Board of Executive Directors</li> <li>• Member of the Risk Management and Sustainable Development Committee</li> <li>• Director</li> </ul>	3
Mrs. Jaikaew Tejapijaya	<ul style="list-style-type: none"> <li>• Chief Finance Officer</li> <li>• Executive Director</li> <li>• Nomination and Remuneration Committee</li> <li>• Director</li> </ul>	3
Mr. Jarunat Jiratsatit	<ul style="list-style-type: none"> <li>• Executive Director</li> <li>• Member of the Risk Management and Sustainable Development Committee</li> <li>• Director</li> </ul>	3

In 2024, the Board of Executive Directors has performed according to the duties and responsibilities commissioned by the Board of Directors to review policy, business aspects, and business strategy including financial and investment plan, operating plan, and other management plan, to ensure that the Company's operation is efficient and in compliance with law, and to ensure that the Company's operation complied with good corporate governance, and to comply with the Notification of the Stock Exchange of Thailand including the best practices defined by the Stock Exchange of Thailand as well. The Board of Executive Directors convened 3 meetings, of which the main activities can be summarized as followed.

#### 1. Define policy, business aspects, and business strategy.

The Board of Executive Directors under the supervision of the Chairman of the Board of Executive Directors gave the policy to ensure that the Company should be carefully operated for the changes through 2024. The Company assures us that we will continually perform business with fair and equal in compliance with moral principle basis.

#### 2. Review business plan

The Board of Executive Directors supervised and reviewed business plan, financial and investment plan, and management plan that proposed by the Management to ensure that all plans are suitable for the business and compliance to the good corporate governance as well.

**3. Monitor business policy and business strategy.**

The Board of Executive Directors monitored and reviewed the operations according to policy, business strategy, and other management factors as planned as usual and in the past year, the Board of Executive Directors mainly concentrated on Company's active projects in order to ensure that the Company's operation will perform efficiently, and it can be reported to the Board of Directors adequately and accurately as well.

**4. Provide suggestions and recommendations.**

The Board of Executive Directors recommended, suggested, and assigned the scope of business operations to the President including supervised and reviewed financial and investment plan and budget for Senior Executive Vice President in Financial and Administrative Division along with other related transaction that will be bind to the Company. In addition, the Board of Executive Directors provided suggestions for entering into any tender offer or investment in new projects as well.

**5. Supervise financial plans and evaluate business operations.**

The Board of Executive Directors supervised and reviewed financial and investment plan including the approval of both opening and closing bank's account with the financial institutions and banks, then the transactions will be reported to the Audit Committee for acknowledgement, without any mortgage or pledge of the Company's properties in the previous year. In addition, the Board of Executive Directors evaluated the performances of business operations to determine remuneration for the Management in both Senior Executive Vice President levels and upper.

The Board of Executive Directors has performed its duties fully in accordance with its charters approved by the Board of Directors and has its opinion that the Company's performance has implemented its good corporate governance practice basis towards its business operations, financial, marketing and other related management factors with efficiency in accordance with its policy and business strategy as planned. The Company has performed its business in compliance with the code of conduct and rules, regulations, and related laws, thus, in conformity with the Notification of the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

**8.1.1 Independent Directors**

The Company has six independent directors, which is more than one-third of the total number of directors. These include:

- |  |                      |
|--|----------------------|
| 1. Mr. Chamni Janchai                  | Independent Director |
| 2. Mr. Thanathip Vidhayasirinun        | Independent Director |
| 3. General Dr. Surapan Poomkaew        | Independent Director |
| 4. Police Colonel Pravesana Mulpramook | Independent Director |
| 5. Mrs. Monrudee Gettuphan             | Independent Director |
| 6. Miss. Rapeepan Luangaramrut         | Independent Director |

### The Definition and Qualification of Independent Director

The Board of Directors reviews the definition and qualifications of Independent Directors, the regulations of which are more stringent than those of the Securities and Exchange Commission (SEC) and Stock Exchange of Thailand (SET), as committed to good corporate governance as follows:

1. Holding shares, no more than 0.5% of the total voting shares of the Company, its parent Company, its subsidiaries, its associated companies, or a related juristic entity with potential conflicts, including shares held by related persons<sup>1</sup>.
2. Not being an executive director<sup>2</sup>, an employee, or a Company consultant who receives a regular salary or a controlling person of the Company, its parent Company, its subsidiaries, its associated companies, its same-level subsidiaries<sup>3</sup>, or a related juristic entity with potential conflict of interest during the period of 2 years before the appointment.
3. Not being a person who has blood or a legal relationship of a parent, spouse, sibling, and child including a child's spouse, to any executive management, major shareholder, a controlling person, or a person whom has been proposed to be an executive management or a controlling person of the Company or its subsidiaries.
4. Not having a business relationship and a vested interest, whether directly or indirectly, financially or administratively, including not being a professional advisor to the Company such as an auditor, a client, partner, supplier, creditor, or debtor of the parent Company, its subsidiaries, its associated companies, its same-level subsidiaries, or a related juristic entity with potential conflict of interest during the period of 2 years before the appointment.
5. Not being a director who has been appointed as the representative of the Company's director, major shareholder, or shareholder who is related to a major shareholder of the Company.
6. Not having any other characteristics that may potentially prevent from giving independent opinions.

---

Footnote:

<sup>1</sup> "Related Person" means a person defined under the Section 258 of Securities and Exchange Act B.E. 2535.

<sup>2</sup> "Executive director" means any director who holds an executive position, or any director who is in charge of any actions deemed to be taken by executives, and shall include any authorized director except where it can be demonstrated that such authorized director, jointly with other directors, signs on transactions which have already passed board's approval.

<sup>3</sup> "same-level subsidiary" means any two or more subsidiaries under the same parent Company.

## Board Skill Matrix

Eductions & Experiences		Construction Business	Engineering	Business Administration	Accounting & Finance	Legal	Risk and Crisis Management	Marketing	Environment & Safety	Business Policy & Strategic Management	Organization Development and Innovation
Director's Name											
1	Mr. Vallop Rungkijvorasathien	○	○	○	○	○	○	○	○	○	○
2	Mr. Chamni Janchai	○		○	○		○	○	○	○	
3	Mr. Thanathip Vidhayasirinun	○		○	○		○	○	○	○	
4	General Dr. Surapan Poomkaew	○		○		○	○		○	○	
5	Mr. Masthawin Charnvirakul	○	○	○	○	○	○	○	○	○	○
6	Mr. Pakpoom Srichamni	○	○	○	○	○	○	○	○	○	○
7	Mrs. Jaikaew Tejapijaya	○		○	○	○	○		○	○	○
8	Mr. Jarunat Jiraratsatit	○	○	○	○	○	○	○	○	○	○
9	Police Colonel Pravesana Mulpramook				○	○	○		○		
10	Mrs. Monrudee Gettuphan			○	○		○	○	○	○	○
11	Mr. Apivut Thongkam	○		○		○	○		○	○	○
12	Ms. Rapeepan Luangaramrut	○		○							

STEELUN

## 8.1.2 Details on the meeting attendance of Directors and remuneration of the Board of Directors in 2024

Directors • Title	The Annual General Meeting of Shareholders	The Board of Directors Meeting (Total 7 times)	The Board of Executive Directors Meeting (Total 3 times)	The Audit Committee Meeting (Total 6 times)	The Nomination and Remuneration Committee Meeting (Total 2 times)	The Risk Management and Sustainable Development Committee Meeting (Total 2 times)
Mr. Vallop Rungkijvorasathien • Chairman of the Board of Directors	1	7	-	-	-	-
Mr. Chamni Janchai • Independent Director • Chairman of the Audit Committee	1	7	-	6	-	-
Mr. Thanathip Vidhayasirinun • Independent Director	1	7	-	-	-	-
Gen. Dr. Surapan Poomkaew • Independent Director	1	7	-	-	-	-
Mr. Masthawin Charnvirakul • Director	1	7	-	-	-	-
Mr. Pakpoom Srichamni • Group Chief Executive Officer • President • Chairman of the Board of Executive Directors • Member of the Risk Management and Sustainable Development Committee • Director	1	7	3	-	-	2
Mrs. Jaikaew Tejapijaya • Chief Finance Officer • Executive Director • Member of the Nomination and Remuneration Committee • Director	1	7	3	-	2	-
Mr. Jarunat Jiraratsatit • Executive Director • Member of the Risk Management and Sustainable Development Committee • Director	1	7	3	-	-	2
Police Colonel Pravesana Mulpramook • Chairman of the Nomination and Remuneration Committee • Member of the Audit Committee • Independent Director	1	7	-	6	2	-



Directors • Title	The Annual General Meeting of Shareholders	The Board of Directors Meeting (Total 7 times)	The Board of Executive Directors Meeting (Total 3 times)	The Audit Committee Meeting (Total 6 times)	The Nomination and Remuneration Committee Meeting (Total 2 times)	The Risk Management and Sustainable Development Committee Meeting (Total 2 times)
Mrs. Monrudee Gettuphan • Member of the Nomination and Remuneration Committee • Member of the Audit Committee • Independent Director	1	7	-	6	2	-
Mr. Apivut Thongkam • Chairman of the Risk Management and Sustainable Development Committee • Director	1	7	-	-	-	2
Ms. Rapeepan Luangaramrut • Independent Director	1	7	-	-	-	-

#### Details of the attendance of the non-executive directors of the company without management for the year 2024

In 2024, The Non-executive Directors held a meeting among themselves without management and it was reported to the Board of Directors possible and general meeting agenda concerning the collaboration between the Board of Directors and management emphasizing risk management for the Company's operations by requesting the management to be cautious and more careful in every aspect of operations to control and reduce risks as efficiently as possible, and suggested that the Company should establish the Risk Management Committee specifically responsible for the Company's risk activities. It is important to encourage the person in charge of the project to closely monitor the project. However, Management well- performed their duties with the Board of Directors.

#### Details on shares holding of each Director as of December 31, 2024

No.	Directors	Position	Number of Shares December 31, 2023	Number of Shares December 31, 2024	Increase / (Decrease)	Proportion of Total Shares
1.	Mr. Vallop Rungkijvorasathien	• Chairman of the Board of Directors	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
2.	Mr. Chamni Janchai	• Chairman of the Audit Committee • Independent Director	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-

## 8. Corporate Governance Performance

No.	Directors	Position	Number of Shares December 31, 2023	Number of Shares December 31, 2024	Increase / (Decrease)	Proportion of Total Shares
3.	Mr. Thanathip Vidhayasirinun	• Independent Director	12,857	12,857	-	0.00%
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
4.	Gen. Surapan Poomkaew	• Independent Director	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
5.	Mr. Masthawin Charnvirakul	Director	25,457,142	25,457,142	-	1.67%
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
6.	Mr. Pakpoom Srichamni	• Group Chief Executive Officer and President Chairman of the Board of Executive Directors • Member of the Risk Management and Sustainable Development Committee • Director	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
7.	Mrs. Jaikaew Tejapijaya	• Chief Finance Officer • Executive Director • Member of the Nomination and Remuneration Committee • Director	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
8.	Mr. Jarunat Jiraratsatit	• Executive Director • Member of the Risk Management and Sustainable Development Committee • Director	450,000	450,000	-	0.03%
	Spouse		64,179,596	64,179,596	-	4.21%
	Minor Children		-	-	-	-

No.	Directors	Position	Number of Shares December 31,2023	Number of Shares December 31,2024	Increase / (Decrease)	Proportion of Total Shares
9.	Police Colonel Pravesana Mulpramook	<ul style="list-style-type: none"> <li>Chairman of the Nomination and Remuneration Committee</li> <li>Member of the Audit Committee</li> <li>Independent Director</li> </ul>	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
10.	Mrs. Monrudee Gettuphan	<ul style="list-style-type: none"> <li>Member of the Nomination and Remuneration Committee</li> <li>Member of the Audit Committee</li> <li>Independent Director</li> </ul>	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
11.	Mr. Apivut Thongkam	<ul style="list-style-type: none"> <li>Chairman of the Risk Management and Sustainable</li> <li>Director</li> </ul>	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-
12.	Miss. Rapeepan Luangaramrut	<ul style="list-style-type: none"> <li>Independent Director</li> </ul>	-	-	-	-
	Spouse		-	-	-	-
	Minor Children		-	-	-	-

### The remuneration of the Directors and Management

The remuneration of the Directors was transparently defined by the Nomination and Remuneration Committee, and it was considered on the authorities and duties of the committee along with the circumstances at the present basis. The remuneration of the Directors was set in comparison with other businesses in the same industry, including the expansion of its business and development of the Company's earnings.

The Nomination and Remuneration Committee is of the opinion that such compensation structure is appropriate for responsibilities and can incentivize directors and executives to lead the organization to achieve both short-term and long-term goals. The Board of Directors has carefully considered the remuneration by comparing the business nature and size of other public limited companies listed on the Stock Exchange of Thailand, including considering the business expansion and profit growth of the Company.

According to the resolution of the Annual General Meeting of Shareholders No. 1/2024, held on March 29<sup>th</sup>, 2024 had approved the remuneration of the Board of Directors, Audit Committee, Nomination and Remuneration Committee of the year 2024 as the following.

#### ● Directors' Meeting Allowance

- The Board of Directors Meeting		
For the Chairman of the Board of Directors	amounted to	40,000 Baht/meeting
For each Director	amounted to	20,000 Baht/meeting
- The Audit Committee Meeting		
For the Chairman of the Audit Committee	amounted to	40,000 Baht/meeting
For each Audit Committee	amounted to	20,000 Baht/meeting
- The Nomination and Remuneration Committee		
For the Chairman of the Nomination and Remuneration Committee	amounted to	40,000 Baht/meeting
For each Nomination and Remuneration Committee	amounted to	20,000 Baht/meeting
- The Risk Management and Sustainable Development Committee		
For the Chairman of the Nomination and Remuneration Committee	amounted to	40,000 Baht/meeting
For each Nomination and Remuneration Committee	amounted to	20,000 Baht/meeting

#### ● Annual Remuneration

- The Chairman of the Board of Directors	amounted to	600,000 Baht/year
- The Chairman of the Audit Committee	amounted to	600,000 Baht/year
- The Chairman of the Nomination and Remuneration Committee	amounted to	500,000 Baht/year
- The Chairman of the Risk Management and Sustainable Development Committee	amounted to	500,000 Baht/year
- For each of the other Directors	amounted to	400,000 Baht/year

## Details on Remuneration for each Director in 2024

Unit: Baht

Directors	Title	Meeting Allowance for Board of Directors Meeting	Meeting Allowance for Audit Committee Meeting	Meeting Allowance for Nomination & Remuneration Committee Meeting	Meeting Allowance for Risk Management and Sustainable Development Committee Meeting	Emoluments	Aggregated Remuneration
Mr. Vallop Rungkijvorasathien	• Chairman of the Board of Directors	400,000	-	40,000	-	600,000	1,040,000
Mr. Chamni Janchai	• Chairman of the Audit Committee • Independent Director	240,000	400,000	-	-	600,000	1,240,000
Mr. Thanathip Vidhayasirinun	• Independent Director	260,000	-	-	-	400,000	660,000
Gen. Dr. Surapan Poomkaew	• Independent Director	220,000	-	-	-	400,000	620,000
Mr. Masthawin Charnvirakul	• Director	260,000	-	-	-	400,000	660,000
Mr. Pakpoom Srichamni	• Group Chief Executive Officer and President • Chairman of the Board of Executive Directors • Member of the Risk Management and Sustainable Development Committee • Director	260,000	-	-	40,000	400,000	700,000
Mrs. Jaikaew Tejapijaya	• Chief Finance Officer • Executive Director • Member of the Nomination and Remuneration Committee • Director	260,000	-	40,000	-	400,000	700,000
Mr. Jarunat Jiraratsatit	• Executive Director • Member of the Risk Management and Sustainable Development Committee • Director	240,000	-	-	40,000	400,000	680,000



## 8. Corporate Governance Performance

Directors	Title	Meeting Allowance for Board of Directors Meeting	Meeting Allowance for Audit Committee Meeting	Meeting Allowance for Nomination & Remuneration Committee Meeting	Meeting Allowance for Risk Management and Sustainable Development Committee Meeting	Emoluments	Aggregated Remuneration
Police Colonel Pravesana Mulpramook	<ul style="list-style-type: none"> <li>Chairman of the Nomination and Remuneration Committee</li> <li>Member of the Audit Committee</li> <li>Independent Director</li> </ul>	180,000	140,000	80,000	-	500,000	900,000
Mrs. Monrudee Gettuphan	<ul style="list-style-type: none"> <li>Member of the Nomination and Remuneration Committee</li> <li>Member of the Audit Committee</li> <li>Independent Director</li> </ul>	200,000	140,000	40,000	-	400,000	780,000
Mr. Apivut Thongkam	<ul style="list-style-type: none"> <li>Chairman of the Management Risk Management and Sustainable</li> <li>Director</li> </ul>	200,000	-	-	80,000	500,000	780,000
Miss. Rapeepan Luangaramrut	<ul style="list-style-type: none"> <li>Independent Director</li> </ul>	180,000	-	-	-	400,000	580,000
Professor Rawat Chamchalem	<ul style="list-style-type: none"> <li>Chairman of the Board of Directors</li> <li>Independent Director</li> </ul>	120,000	-	-	-	200,000	320,000
Police General Jate Mongkolhutthi	<ul style="list-style-type: none"> <li>Independent Director</li> <li>Chairman of The Remuneration and Nomination Committee</li> <li>Member of the Audit Committee</li> </ul>	60,000	60,000	80,000	-	166,700	366,700
Mr. Suchai Poopichayapongs	<ul style="list-style-type: none"> <li>Independent Director</li> <li>Member of the Audit Committee</li> <li>Member of The Remuneration and Nomination Committee</li> </ul>	60,000	60,000	40,000	-	133,400	293,400
Dr. Chaiyong Satjipanon	<ul style="list-style-type: none"> <li>Independent Director</li> </ul>	60,000	-	-	-	133,400	193,400
Total		3,200,000	800,000	320,000	160,000	6,033,500	10,513,500

### 8.1.3 Oversight of Performance of Subsidiaries and Associated Companies

Stecon Group Public Company Limited decides to invest through subsidiaries and/or associates, including in investing in various businesses, in order to take into account the return of all stakeholders that will be received from investing in such businesses. In addition, the company has established a policy for the supervision and management of subsidiaries or associates engaged in its core business (“Subsidiaries engaged in its core business”) that excludes subsidiaries or associates that are not engaged in the main business in accordance with the rule on the supervision of the operation of subsidiaries according to the Notification of the Capital Market Supervisory Board Tor Jor. 39/2016 Re: Application for Permission and Permission to offer for sale of newly issued shares (including amendments). The Regulations of the Stock Exchange of Thailand on the acceptance of ordinary shares or preferred shares as listed in Securities B.E. 2558 (2015) (as amended) as well as the Guidelines for Good Corporate Governance of the Stock Exchange of Thailand as a guideline

To determine the measure and mechanism, both direct and indirect, that the company can enable to supervise and manage the business of the company’s main business, including its subsidiaries and associates, as well as to monitor and supervise the company’s engagement in such core business, in order to comply with the measure and mechanism, which are set forth as if they were one of the company’s own entities and in accordance with the company’s policy, law as well as announcement, regulation, and rule of the Capital Market Supervisory Board. The Securities and Exchange Commission and the Stock Exchange of Thailand.

In case this policy requires any transaction or operation of a subsidiary and/or associated company, it must be approved by the Board of Directors and/or the company’s shareholders’ meeting (as the case may be). The Chairman of the Board of Directors is responsible for organizing the company’s Board of Directors and/or the company’s shareholders’ meeting in order to consider and approve the matter before the subsidiaries and/or associates hold the Board of Directors’ meeting and/or the shareholders’ meeting (as the case may be). It is to consider and approve the transaction or proceed with the matter. In this regard, the company must disclose information with comply to the rules, conditions, and procedures related to the transaction or operation of subsidiaries and associated companies in such matters as prescribed in relevant law with fully and accurately.

#### In the case of a subsidiary that is engaged in the main business

1. A transaction or any operation in the following case that was approved by the Board of Directors and/or the company’s shareholders’ meeting (as the case may be) must be obtained before entering into the transaction:
  - 1.1 Matter that requires approval from the Board of Directors
    - 1) Appointment or nomination of a person as a director in a subsidiary that is engaged in its core business at least in proportion to the shareholding of the subsidiaries engaged in the core business, except in cases where the company has limitations or necessary reasons that prevent the company from appointing a person as a director of the company in proportion to its shareholding, and the company can demonstrate a mechanism in order to ensure that the company can supervise the management or make decisions that are significant to the company’s operation and financial position in proportion to its shareholding.

The directors who are nominated or appointed by the company have the discretion to consider and vote during the meeting of the Board of Directors of the subsidiary engaged in the principal business on matters relating to the general management and normal business operation of the subsidiary engaged in the principal business, except for matters in which the director has a special interest in such matters. However, this does not include matters that require approval from the Board of Directors of the company or the company's shareholders' meeting (as the case may be). In addition, in case that the director has a special interest in any matter, they do not have the right to vote on the said agenda.

In addition, the appointed directors or executives under the above paragraph must have qualifications, roles, duties, and responsibilities, as well as not have the characteristic of lacking trustworthiness in accordance with the notification of the Securities and Exchange Commission on the Determination of Untrustworthiness of Directors and Executives of the Company.

- 2) Consideration and approval of annual dividend payments (if any).
- 3) Amendment to the article of association, except for amendment to the regulation in significant matters under Clause 1.2.
- 4) Consideration and approval of the annual total budget
- 5) Increasing capital by issuing new shares of a subsidiary engaged in its core business, including a reduction in the registered capital of the subsidiary in which results in a change in the proportion of existing shareholders, or any other action that will directly and/or indirectly affect the company's shareholding ratio and/or the exercise of voting rights of the company during the shareholders' meeting of the company. In case that the decrease exceeds 10% of the registered capital of the subsidiary engaged in the principal business or the total number of votes of the subsidiary (as the case may be), except in the case of the business plan or annual budget of the subsidiary engaged in the principal business in which has been approved by the Board of Directors of the company.

The transactions from (6) to (14) are only in cases where the size of the transaction to be entered into by the company is only in cases where the size of the transaction to be entered into by the company is compared with the size of the company (by applying the criteria for calculating the transaction as stipulated in the notification of the Capital Market Supervisory Board and the Stock Exchange Board of Thailand regarding the acquisition or disposal of assets and/or related transactions and/or the amended announcement in force at that time) (as the case may be) and is subjected to the approval of the Board of Directors of the company as follows:

- 6) Entering into a transaction with a connected person of the company or a transaction related to the acquisition or disposal of assets of subsidiaries.
- 7) Transfer or waiver of benefit, including waiver of claim against those who cause significant damage to the subsidiary.

- 8) Sell or transfer of all or a significant part of the business of a subsidiary to another person.
  - 9) The purchase or transfer of business from another company to a subsidiary company.
  - 10) Entering, amending, or terminating the lease agreement related to the lease of all or some of the subsidiaries' businesses, assigning another person to manage the business of the subsidiary, or combining the subsidiaries with other persons with the purpose of dividing profit and loss.
  - 11) Leasing or lease acquisition of all or material assets of subsidiaries or a significant portion.
  - 12) Borrowing, lending Loan, guarantee, entering into a legal act that binds the subsidiary to bear an increased financial burden, or providing financial assistance in any other way to another person that is not the normal business of the subsidiary.
  - 13) Dissolution of a subsidiary except for the dissolution of the business under Clause 1.2.
  - 14) Any other transaction that is not a normal business transaction of the subsidiary and which will have a significant impact on the subsidiary.
- 1.2 Any matter that requires approval from the company's shareholders' meeting with the vote of not less than three-quarters of the shareholders presented at the meeting and has the right to vote before the subsidiary enters into the transaction.

- 1) Amendment to the Article of Association of the subsidiary on matters that may have a significant impact on the company's position. This includes, but is not limited to, amendments to the article of association of the subsidiary that affect the company's voting rights at the Board of Directors meeting of the subsidiary and/or the shareholder's meeting of the subsidiary, or the dividend payment of the subsidiary, etc.

The transaction from (2) to (11) is only in cases where the nature of the transaction is considered, such as the size of the transaction to be entered into by the subsidiary when compared with the size of the company and the person entering into the transaction as prescribed in the announcement of the Capital Market Supervisory Board and the Stock Exchange Board of Thailand. Acquisition or disposal of assets and/or connected transactions and/or amended notices in force at that time (as the case may be) are subject to consideration and approval from the company's shareholders' meeting, in which is the following transaction

- 2) In case that a subsidiary agrees to enter into a transaction with a connected person of the company or a transaction related to the acquisition or disposal of an asset by a subsidiary.
- 3) Transfer or waiver of benefit, including waiver of claim against those who cause damage to the subsidiary.
- 4) Sell or transfer all or a significant part of the business of the subsidiary to another person.
- 5) Purchase or transfer of business from another company to a subsidiary company.
- 6) Entering, amending, or terminating the lease of the business of the subsidiary in whole or in part, assigning another person to manage the business of the subsidiary, or combining the business of the subsidiary with another person.
- 7) Lease or lease acquisition of all or material assets of subsidiaries or a significant portion.

- 8) Borrowing, lending a loan or guarantee, or the legal act of binding the subsidiary to bear an increased financial burden or providing financial assistance in any other way to another person, and is not the normal business of the subsidiary.
  - 9) Capital Increasing by issuing new shares of the subsidiary and allotment of shares, including the reduction of the registered capital of the subsidiary, which is not in accordance with the proportion of the existing shareholding of the shareholders, or any other action that will result in the proportion of the company's shareholding and/or the exercise of the company's voting rights either directly and/or indirectly. At the shareholders' meeting of the subsidiary, the proportion of shareholders of any subsidiary shall be reduced to less than the proportion specified in the law applicable to the subsidiary. As a result, the company does not have the power to control the business of the subsidiaries.
  - 10) Dissolution of Subsidiaries
  - 11) Any other transaction that is not an ordinary business transaction of the subsidiary and transaction that will have a significant impact on the subsidiary.
2. The Board of Directors must monitor and supervise the directors and executives of subsidiaries who are engaged in the main business and associate companies, nominated or appointed by the company, to comply with the duties and responsibilities according to the law, articles of association, and policy.
  3. The Board of Directors must continuously monitor the performance of subsidiaries engaged in core business in accordance with the plan and budget, monitor the disclosure of financial position and operating results by subsidiaries engaged in core business, as well as monitor transactions that may have a conflict of interest and/or the acquisition or disposal of significant assets and/or any other significant transaction to the company and other operations to be in accordance with the rule for supervision and management of subsidiaries as stipulated in the company's policies and articles of association in a complete and accurate manner.
  4. Directors and executives of subsidiaries engaged in the main business nominated or appointed by the company must perform the following duties:
    - 4.1 Disclose information about the financial position and operating results. The Board of Directors of the Company or its subsidiaries considers entering into a related party transaction in a comprehensive and accurate manner and within a reasonable time limit as prescribed by the Company. Acquisition or disposal of significant assets of the company or its subsidiaries engaged in its principal business by applying the Notice of Connected Transactions or Announcement of Acquisition of Assets to be allowed.
    - 4.2 Disclose and transmit information on their interest and their related person in connection with any transaction in other businesses that may be expected to cause any conflict of interest with the company and/or its subsidiaries engaged in its core business to the board of directors of the subsidiary that is engaged in the main business or the director of the subsidiary that is engaged in the main business. The Board of Directors of the subsidiary who operates the main business is responsible for notifying the Board of Directors of the matter. The company must be informed within the time limit specified by the company for the purpose of making any decision or approval which will take into account the overall interests of the company and its subsidiaries engaged in its core business.



Directors and executives of subsidiaries must not participate in approving matters in which they have a benefit or a conflict of interest.

In addition, the following action as a result of the executives of subsidiaries engaged in the core business or persons related to directors or executives of subsidiaries engaged in the principal business receiving financial benefit other than those normally to be desirable, or causing damage to the subsidiary operating the core business or the company. It must be presumed that the act is significantly contrary to or contradictory to the interests of the subsidiary operating the core business.

- 1) A transaction between subsidiaries engaged in the core business and directors or executives of subsidiaries engaged in the core business or a person related to directors or executives of subsidiaries engaged in the principal business that is not in accordance with the rule of connected transactions.
  - 2) Use of information about the company or its subsidiaries engaged in its main business that has been known to the public, except for information that has been disclosed to the public.
  - 3) Use of an asset or business opportunity of the company and/or its subsidiaries engaged in its core business that is in a manner that violates the rule or general practice as announced by the Capital Market Supervisory Board.
- 4.3 Report on the business plan, business expansion, large-scale investment projects, as well as investment with other entrepreneurs to the company through a monthly or quarterly performance report and clarify or submit supporting documents for consideration of such cases in case of the company's request.
- 4.4 Clarify and/or submit information or documents related to operations or any documents to the company as appropriate requested.
- 4.5 Take responsibility for the company that is engaged in the main business, subsidiaries, and/or associates (as the case may be) to have internal control systems, a risk management system, an anti-fraud system, and other necessary systems, as well as require measures to monitor the performance of the company engaged in the core business, subsidiaries, and/or associates as appropriate, effective, and concise enough to ensure that the actions of the subsidiaries are in accordance with the company's policy plan, law, announcement, regulation, and other relevant rules of the Capital Market Supervisory Board. The Securities and Exchange Commission and the Stock Exchange of Thailand are truly and continuously Including providing a clear work system. This is to show that the subsidiary has an adequate system to disclose significant transaction information in accordance with the prescribed criteria continuously and reliably and to be able to receive information from subsidiaries engaged in the main business of monitoring the operating performance and financial position and transactions between subsidiaries and directors and executives of subsidiaries engaged in core business and significant transactions of subsidiaries engaged in core business effectively. In addition, a mechanism must be provided to audit the system in subsidiaries engaged in the core business by having a team of internal auditors and independent directors of the company. The result of the audit system must be reported to the audit committee, the board of directors, and the company's executives to ensure that the subsidiaries operate in accordance with the system provided on a regular basis.

5. Prohibit directors and executives of subsidiaries engaged in the main business nominated or appointed by the company, employees or assignees of subsidiaries engaged in the main business, including spouses or persons living with their spouses and minor children, to use the company's and its subsidiaries' core business information, whether derived from the performance of their duty or in any other way that has or may have a significant impact on the subsidiaries and/or the company, in order to get benefit for themselves or others, directly or indirectly, and whether or not receiving in returns.
6. The company must order directors in its subsidiaries and associates who are appointed by the company to attend the meeting and vote as determined by the company at the meeting of the Board of Directors of the subsidiary operating in the main business, along with the agenda that is material to the business operation of the subsidiaries that are engaged in the main business every time.

**In the case of subsidiaries that are not engaged in the main business.**

1. The company must send a person to be the company's representative to become a director in each subsidiary that is not engaged in the main business unless otherwise stipulated in this policy or by the Board of Directors of the company. This is responsible for supervising subsidiaries that are not engaged in the core business to operate in accordance with the law, the good corporate governance policy, and other policies of the company. However, the appointment of a representative of the company as a director in each subsidiary that is not engaged in the core business must be the authority of the Executive Committee meeting to take into account the suitability of each company.
2. If in entering into a transaction or any operation of a subsidiary that is not engaged in the core business of the acquisition or disposal of assets under the Announcement of the Acquisition or Disposal of Assets or connected transaction under the Announcement of the Related Connected Transaction will result in the company being obliged to seek approval at the Board of Directors meeting of the company and/or the company's shareholders' meeting or to obtain approval from the relevant authority in accordance with the law before entering into the transaction. Subsidiaries that are not engaged in the core business may enter into such transaction or conduct such transactions only after the approval of the Board of Directors of the company and/or the shareholders' meeting of the company and/or related agencies (as the case may be).

In addition, if there is a transaction or the occurrence of certain incidents of subsidiaries that are not engaged in the main business, this makes the company obliged to disclose information to the SET in accordance with the rule set forth in the relevant announcement of the SET Board. The representative directors of subsidiaries that are not engaged in such core business are obliged to notify the company's management as soon as it becomes known that the subsidiary that was not engaged in the main business is planning to enter into a transaction or that such an incident has occurred.

3. The company must require the board of directors and executives of subsidiaries that are not engaged in the core business of each company to have important areas of authority, duty, and responsibility in accordance with relevant law, such as disclosing information about financial position and operating results to the company. The Company must apply the relevant announcements of the Capital Market Supervisory Board and the Notification of the Stock Exchange Board of Directors by submitting information on their interests and related persons to the Board of Directors of the Company to inform them of their relationship and transactions with the Company and/or its subsidiaries that are not engaged in their core business in a manner that may cause a conflict of interest, as well as to avoid transactions that may cause a conflict of interest.

4. The company must formulate a plan and take the necessary action to ensure that the non-core business subsidiary is not engaged in the main business. The company must take the necessary steps and monitor the subsidiaries that are not engaged in the main business to have an adequate and appropriate system for information disclosure and internal control systems in place for business operation and the financial report and financial statement that have been reviewed/audited by the auditor, as well as the supporting information for the preparation of such financial statement to the Company for the preparation of the consolidated financial statements or the Company's operating results.
5. In the case of a sell or transfer of the business of a subsidiary that does not engage in all or part of its main business to another person, and/or the purchase or transfer of the business of another company to a subsidiary that is not engaged in its core business, and/or any other transaction that is not a normal business transaction of a subsidiary that does not engage in its core business and which will have a significant impact on the subsidiary that does not engage in its core business, it must be considered and approved by the Board of Directors of the company before entering into such a transaction. In addition, the company must arrange for approval from the company's shareholders' meeting. In the case of calculated transaction size (by applying the criteria for calculating the size of transactions as stipulated in the Notification of the Capital Market Supervisory Board and the Notification of the Stock Exchange Board regarding the acquisition or disposal of assets or connected transactions and the amended Announcement in force at that time). As a result, the company is obliged to seek approval at the company's shareholders' meeting. Anyway, in supervising the operation of subsidiaries that are not engaged in the core business. The scope of authority and responsibilities of the Board of Directors includes: (1) overseeing the operation of subsidiaries in accordance with the law, objectives, and regulation resolutions of the Board of Directors and shareholders' meetings. (2) Supervise the management and operation of the subsidiaries in accordance with the company's policy. The position of the directors of the subsidiary is at least proportional to the shareholding in the subsidiary, including (4) the determination of a clear framework for the exercise of discretion to vote at the meeting of the board of directors of the subsidiary on important matters that must be approved by the board of directors first in order to have administrative control in accordance with the company's policies and transactions legally.

Details of the “ Governance and Management Policy of Subsidiaries and Associates” on the company's website <https://www.stecongroup.co.th/storage/document/cg/stec-governance-and-management-policy-of-subsidiaries-and-associates-en.pdf>

#### 8.1.4 Monitoring Compliance of Corporate Governance Policy and Practices

- **Conflict of interest prevention**

Stecon Group Public Company Limited has established a policy on related transaction and connected transactions of the Company and its subsidiaries which may cause a conflict of interest in conducting business activity. It is to ensure that the Company and its subsidiaries conduct transaction accurately and appropriately in accordance with the Securities and Exchange Act and the regulation, announcement, order or requirement of the Capital Market and Stock Exchange Commission of Thailand including compliance with the requirements on the disclosure of information on connected transaction and other relevant rules. Inter-company transactions, Connected Item, Person who may have conflict, Connected person and other relevant definitions will be in accordance with the Securities and Exchange Act as well as the announcement, rule and Regulation as well as relevant rule and regulation of the Securities and Exchange Commission The Capital Market Supervisory Commission and the SEC and/or the Stock Exchange of Thailand.

To enhance the confidence of shareholders, investors, and the company's stakeholders, any related-party transactions or significant intercompany transactions must be reviewed and approved by the Executive Committee and the Audit Committee before being proposed for approval by the Board of Directors. The company will comply with the principles, conditions, and procedures outlined in the Notification of the Capital Market Supervisory Board regarding the disclosure of information and the conduct of listed companies in related-party transactions, B.E. 2546 (2003), or any subsequent amendments thereto. The Company has disclosed connected transactions in Section 9.2 Connected Transactions.

The Company announces and disseminates policies and guidelines on the Connected Transaction Policy and Inter-Currency Item, Prevention of Conflict of Interest and Reporting of Interest Policy via the Company's website and web intranet. In 2024, the company provided orientation and education to the board members, executives, and employees through board member orientations, executive meetings, departmental meetings, and new employee orientations. The summary shows that Stecon Group Public Company Limited has 12 board members, 4 executives, and 1 employee, all of whom have acknowledged the policies and received explanations and education. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In addition, the company oversees its subsidiaries to ensure compliance with the Connected Transaction Policy and Inter-Currency Item, Prevention of Conflict of Interest and Reporting of Interest Policy. A total of 19 board members, 59 executives, and 2,838 employees have received explanations and education on these matters. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In 2024, the Company found no complaints and no breaches according to Connected Transaction Policy and Inter-Currency Item, Prevention of Conflict of Interest and Reporting of Interest Policy.

Details of the "Connected Transaction Policy and Inter-Currency Item Prevention of Conflict of Interest and Reporting of Interest" on the company's website

<https://www.stecongroup.co.th/storage/document/cg/stec-related%20party%20transactions-policy-en.pdf>.

- **The use of insider information**

Stecon Group Public Company Limited and its subsidiaries operate their business in accordance with the principle of good corporate governance. Therefore, the Company has established the "Inside Information and Securities Trading Policy" in order to ensure that the relevant action is related to the use of inside information and securities trading of the Company's directors, executives and employees are in accordance with the Securities and Exchange Act B.E. 2535 (1992) and related laws. It is for preventing the use of inside information to be the material for changing in the price of securities. To prevent the misuse of material non-public information that could influence the price of securities prior to disclosure (Insider Trading), which is considered unfair and exploitative, the company has implemented measures such as establishing a Blackout Period during which trading of securities is prohibited, requiring advance notification of at least one day prior to any securities trading, mandating clear reporting of changes in securities holdings, and providing channels for complaints and whistleblowing. These measures aim to ensure that the company's operations are conducted transparently and fairly, in alignment with good corporate governance principles.

The Board of Directors oversees the communication and dissemination of knowledge to all directors, executives, and relevant employees regarding the “Insider Information Usage and Securities Trading Policy.” This aims to raise awareness of its importance and ensure adherence to the policy. In 2024, the company provided orientation and education to the board members, executives, and employees through board member orientations, executive meetings, departmental meetings, and new employee orientations. The summary shows that Stecon Group Public Company Limited has 12 board members, 4 executives, and 1 employee, all of whom have acknowledged the policies and received explanations and education. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In addition, the company oversees its subsidiaries to ensure compliance with the Inside Information and Securities Trading Policy. A total of 19 board members, 59 executives, and 2,838 employees have received explanations and education on these matters. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In 2024, the Corporate Secretary notified the Blackout Period via email to the company’s directors, executives, and relevant employees. No securities trading by the directors, executives, or relevant employees was observed during the company’s designated Blackout Period.

In 2024, the Company found no complaints and no breaches according to the Insider Information Usage and Securities Trading Policy.

Details of the “Insider Information Usage and Securities Trading Policy” on the company’s website  
<https://www.stecongroup.co.th/storage/document/cg/stec-insider-information-usage-and-securities-trading-policy-en.pdf>.

- **Anti-Corruption**

- Anti-Bribery and Anti-Corruption Policy**

The company is committed to conducting its business with fairness, transparency, and strict adherence to laws, regulations, rules, announcements, orders, and requirements related to its operations, while carefully considering the interests of all stakeholders. The company has established the “Anti-Bribery and Anti-Corruption Policy” as a guideline for the directors, executives, and employees of Stecon Group Public Company Limited and its affiliates to perform their duties with integrity, refraining from engaging in fraud, corruption, or bribery in any form, whether directly or indirectly. The company emphasizes this policy across all departments to ensure proper understanding and compliance in carrying out responsibilities in accordance with applicable laws, rules, regulations, announcements, orders, and business operation requirements. Furthermore, the company upholds a policy of not penalizing individuals who refuse to participate in fraud, corruption, or bribery, even if such actions may result in the company losing business opportunities.

Details of the “Anti-bribery and Anti-corruption policy” on the company’s website  
<https://www.stecongroup.co.th/storage/document/cg/stec-anti-corruption-policy-en.pdf>



## Operation

In 2024, the Company had proceeded in accordance with “Anti-Bribery and Anti-Corruption Policy” as follows:

### 1. Risk assessment and guidelines for follow-up on policy compliance assessment.

Risk Management and Sustainability Department is responsible for assessing risks related to fraud, corruption, and bribery in accordance with the COSO framework. This involves evaluating, analyzing, monitoring, and managing such risks to an acceptable level, with regular reporting to the Risk Management and Sustainable Development Committee. Additionally, Risk Management and Sustainability Department is responsible for annually monitoring the implementation of the Anti-Fraud, Corruption, and Bribery Policy to ensure compliance and effectiveness.

### 2. Determination of guidelines to control, prevent and monitor the risks of corruption.

The Company has established guidelines related to high risk of corruption and bribery to ensure that the directors, management, and employees, as well as subsidiaries or other companies that the Company has power to control, will perform their duties with caution as follows:

- (1) Gifts
- (2) Charitable Contributions
- (3) Political Contributions
- (4) Hospitality Expenditures

In 2024, the Company found no breaches according to Anti-Bribery and Anti-Corruption Policy.

The company ensures regular reviews and evaluations of the Anti-Fraud, Corruption, and Bribery Policy, as well as the related practices and measures, to ensure their appropriateness and alignment with changes in business operations, regulations, and legal requirements.

### 3. Communication and training

The Company internally communicates to ensure that our directors, management, and employees will understand and recognize the importance of the Anti-Bribery and Anti-Corruption Policy, as well as related policies and procedures, through employee meetings, trainings, seminars and other Company media, and the Company has informed the Anti-Bribery and Anti-Corruption Policy to stakeholder in order to assure the understanding.

In 2024, the company provided orientation and education to the board members, executives, and employees through board member orientations, executive meetings, departmental meetings, and new employee orientations. The summary shows that Stecon Group Public Company Limited has 12 board members, 4 executives, and 1 employee, all of whom have acknowledged the policies and received explanations and education. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In addition, the company oversees its subsidiaries to ensure compliance with the Anti - bribery and Anti-corruption policy. A total of 19 board members, 59 executives, and 2,838 employees have received explanations and education on these matters. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

- **Whistleblowing and Complaints**

To ensure good corporate governance and ensure that all employees and stakeholders are afforded the right to report unlawful activities, breaches of the company's code of conduct or policies, violations of rights, corruption, or to provide constructive feedback on the company's operations, the company has implemented a "Whistleblowing Policy and Whistleblower Protection Measures."

This policy establishes designated channels for reporting and submitting complaints, outlines clear procedures for handling such reports, and specifies protective measures for whistleblowers, complainants, and individuals cooperating in investigative processes. These measures are designed to safeguard all involved parties from any adverse consequences arising from their reporting or participation.

The Board of Directors oversees the communication and dissemination of knowledge to all directors, executives, and employees regarding the "Whistleblowing Policy and Whistleblower Protection Measures." This aims to raise awareness of its importance and ensure adherence to the policy. In 2024, the company provided orientation and education to the board members, executives, and employees through board member orientations, executive meetings, departmental meetings, and new employee orientations. The summary shows that Stecon Group Public Company Limited has 12 board members, 4 executives, and 1 employee, all of whom have acknowledged the policies and received explanations and education. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In addition, the company oversees its subsidiaries to ensure compliance with the Whistleblowing Policy and Whistleblower Protection Measures. A total of 19 board members, 59 executives, and 2,838 employees have received explanations and education on these matters. This represents 100%, and they have acquired the knowledge and understanding at the level determined by the company.

In 2024, the company did not receive any whistleblowing reports or complaints regarding violations of its code of conduct, principles of good corporate governance, anti-corruption policies, or measures against bribery, either from within or outside the organization. Furthermore, no evidence was found indicating that any directors or executives engaged in misconduct or actions in violation of the law, the Public Limited Companies Act, or regulations issued by governing bodies such as the Securities and Exchange Commission and the Stock Exchange of Thailand.

Details of the "Whistleblowing Policy and Whistleblower Protection Measures" on the company's website <https://www.stecongroup.co.th/storage/document/cg/stec-whistleblowing-policy-and-whistleblower-protection-en.pdf>.



## 8.2 Report of The Audit Committee 2024

The Audit Committee of STECON Group Public Company Limited, consists of 3 Independent Directors as the following;

Name - Surname	Position	Number of meetings attended
Mr. Chamni Janchai	<ul style="list-style-type: none"> <li>Chairman of the Audit Committee</li> <li>Independent Director</li> </ul>	6
Police Colonel Pravesana Mulpramook	<ul style="list-style-type: none"> <li>Member of the Audit Committee</li> <li>Independent Director</li> <li>Chairman of the Nomination and Remuneration Committee</li> </ul>	6
Mrs. Monrudee Gettuphan	<ul style="list-style-type: none"> <li>Member of the Audit Committee</li> <li>Independent Director</li> <li>Member of the Nomination and Remuneration Committee</li> </ul>	6

Mr. Chirapat Srivardhana, Manager of the Internal Audit Department Being secretary of the audit committee.

In 2024, the Audit Committee has performed according to the duties and responsibilities commissioned by the Board of Directors to review the Company's financial reports for accuracy and reliability, to provide adequate and suitable internal control in compliance with the law, to ensure Company's operation complied with the principle of good corporate governance, and to comply with the Notification of the Stock Exchange of Thailand on Qualifications and Rules and Responsibilities of the Audit Committee and Best Practice Guidelines for the Audit Committee issued by the Listed Companies Division of the Stock Exchange of Thailand; provided that the Audit Committee has convened 6 meetings, of which main activities can be summarized, as follows:

### 1. Review the Accuracy, Completeness, and Reliability of Quarterly and the Annual Financial Statement

The Audit Committee has reviewed the Quarterly Financial Statements and the Annual Financial Statements 2024 and has inquired and received the clear explanation from the management and the Independent Auditor relating to the accuracy and the completeness of the financial statements, and the adequacy of information disclosure. Therefore, the Audit Committee has agreed that the aforesaid financial statements have reasonable correctness in their essential contents in accordance with the generally accepted accounting principles; and the information disclosure in those financial statements is punctually, correctly, and completely.

### 2. Review of the Internal Control System

The Audit Committee has reviewed the internal control in cooperation with the Independent Auditor on a regular basis and has considered all reports of internal audit according to the approved work plans, covering the significant work systems of the Company, including the information security management system. The Audit Committee has agreed that the Company has its adequate and suitable internal control and has its improvements in accordance with the changing business activities, therefore, the operations of the Company and its subsidiaries shall achieve the prescribed objectives as stated in the COSO framework. Moreover, the Audit Committee has also urged the management to improve the internal control system for continuous effectiveness.

### 3. Monitoring of the Internal Audit

The Audit Committee has considered the work plans, scope of work, independence, manpower, and budgets of the Internal Audit Department to be proper and in conformity with the professional standard of internal audit practices of the Institute of Internal Auditors of Thailand (IIAT), the Information Systems Audit and Control Association (ISACA) in Bangkok; and the internal audit guidelines of the Stock Exchange of Thailand (SET). The Audit Committee has agreed that the Company's internal audit has been carried out continuously on a timely and effective basis. Moreover, the Audit Committee has realized the significance of the internal audit and has therefore given its regular support to the internal audit both in terms of personnel development and guidelines of audit to be in accordance with the prescribed standard.

### 4. Review and follow up on Risk Management

The Company places great emphasis on risk management and internal control. To achieve the performance of the objectives set, with a risk assessment risk management report internal control system correction and recommendations based on the internal audit report and operating in accordance with the prescribed manual and procedures. It is a risk management approach related to the general operations of the Company. The Audit Committee is of the opinion that the Company There is efficient risk management and ensuring that various risks can be managed. That is provided at acceptable levels. It summarizes details of risk factors that may affect the operations in the risk factor section already.

### 5. Compliance with the Law and the Government Regulations

The Audit Committee has reviewed the compliance with Rules and Regulations of the Securities and Exchange Commission, regulations of the Stock Exchange of Thailand, the law relating to the Company's business operations; and has agreed that there is no significant issue relating to non-compliance with the law, regulations, and other related laws.

### 6. Review and Comments on Related Transactions or those with Potential Conflict of Interest

According to the regulations of the Stock Exchange of Thailand and Exchange Commission. The Audit Committee Meeting No. 5/2024 considered related transactions and/or transactions that may have conflicts of interest with STP & I Plc., which reviewed the transactions and agreed that it is a business transaction with normal trade and/or investment conditions. There are negotiations on prices and delivery without any transfer of interest between them.

### 7. Self -Performance Appraisal

To comply with the best practices guidelines for the Audit Committee, the Audit Committee should conduct the self-performance appraisal annually. The Audit Committee can be summarized that the Audit Committee has performed its duties fully according to its Charter and complied with the best practice guidelines for the Audit Committee, which will result in effective implementation of the rules of good corporate governance.

### 8. Selection, Nomination, and Remuneration of the Independent Auditor

The selection, nomination, and remuneration of the Independent Auditor of 2024 shall be proposed for the Board of Directors' approval in the Annual General Meeting (AGM) 2024, whereas, the Audit Committee has considered work performance, independence, and appropriateness of the remuneration, which shall not be contrary to the Notification of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand governing the circulation of auditors. Therefore, it is appropriate to propose the appointment of Mr. Serm Borisuttikun, certified public accountant no. 9452, or Mr. Nattawut Santipetch, certified public accountant no. 5730, or Mr. Preecha Arunnarat, certified public accountant no. 5800 of EY Office Limited as the Company's Independent Auditor of 2024, Company's auditing fee in 2024 is Baht 0.62 million.

### 9. Audit Committee and Independent Auditor Meeting

The Company arranged an Audit Committee Meeting with the Independent Auditor totaling 1 time to review and discuss the appropriateness of the reserves, the accounting policies and basis of international accounting standards. The Company inquired and received clear clarification from the auditor. The auditor recommended The Company should update the budget cost estimates for construction projects with a gross profit margin of less than 3% to reflect the actual construction costs expected in the future. Additionally, a Remaining Cost report should be prepared as supporting documentation to verify the adequacy of the project's loss provision.

Regarding accounting policies and various types of provisions, they are accurate, appropriate, and in compliance with international accounting standards and/or financial reporting standards.

### 10. Reporting of the Resolution of the Board of Directors

Minutes of the Audit Committee's meetings and the internal audit appraisal result shall always be reported to the Board of Directors, thus, in accordance with the guidelines of best practices of the Audit Committee.

Performing the above duties, the Audit Committee made observations and recommendations regarding operations and financial accounting. Internal audit and risk management, including sustainable organizational development for the management to consider and act along with following up on improvements and corrections from the list of suggestions/improvements according to the audit report by the internal audit department. and report operations to the Board of Directors Know every quarter.

In summary, the Audit Committee has performed its duties fully in accordance with its Charters approved by the Board of Directors. The Audit Committee has given the comments that the Company has implemented its good corporate governance practice, prepared its financial statements in accordance with the generally-accepted accounting principles, disclosed the correct, complete, and adequate information in the financial report, provided its appropriate internal control, adhered to the business ethics, and complied with the rules, regulations, and related laws taking steps towards sustainable organizational development, thus in conformity with the Notification of the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).



### 8.3 Report of the Nomination and Remuneration Committee 2024

The Nomination and Remuneration Committee of Stecon Group Public Company Limited consists of 2 Independent Directors and 1 Executive Director as follows.

Name - Surname	Position	Number of meetings attended
Police Colonel Pravesana Mulpramook	<ul style="list-style-type: none"> <li>Chairman of the Nomination and Remuneration Committee</li> <li>Independent Director</li> <li>Member of the Audit Committee</li> </ul>	2
Mrs. Monrudee Gettuphan	<ul style="list-style-type: none"> <li>Member of the Nomination and Remuneration Committee</li> <li>Independent Director</li> <li>Member of the Audit Committee</li> </ul>	2
Mrs. Jaikaew Tejapijaya	<ul style="list-style-type: none"> <li>Chief Finance Officer</li> <li>Member of the Nomination and Remuneration Committee</li> <li>Director</li> <li>Executive Director</li> </ul>	2

In 2024, the Nomination and Remuneration Committee had conducted its duties and responsibilities as assigned by the Board of Directors in: setting and revising policies and criteria in proposing qualified persons to assumed appropriate posts, defining policies and criteria in setting appropriate remuneration for the Board of Directors and other posts.

In order that the Nomination and Remuneration Committee attained high efficiency and transparency, the Nomination and Remuneration Committee had adhered to good corporate governance and compliance codes prescribed by the Securities and Exchange Commission, Thailand. The Nomination and Remuneration Committee had convened 2 meetings; the important substance may be summarized below:

#### 1. Defining and Revising policy, criteria, and procedures

The Nomination and Remuneration Committee had revised guidelines, policies, criteria and procedures in nominating of Board of Directors, subcommittees and the respective compensations. Such policies covered - the appointments and composition, incompatibility characteristics of the boards, term in office, duty and responsibilities, criteria in recruiting board of directors and subcommittees, criteria in consideration of compensation, the meeting and reporting. Whereas the above-mentioned policies, criteria, procedures are correct, complete and had been granted approval by the Board of Directors.

#### 2. Proposing qualified person(s) to assume director(s)

The Nomination and Remuneration Committee had recruited and proposed qualified candidates to be new director-by tabling to the Board of Directors who would forward to the Annual General Meeting of Shareholders for approval. In the process, the Nomination and Remuneration Committee would first consider candidates proposed by shareholders (if any); the Nomination and Remuneration Committee had strictly adhered to prescribed principles, criteria, and procedures, weighing on candidates – qualification, knowledge, experience and past records that compliance to policy and strategy of the Company. The Nomination and Remuneration Committee closely monitored the recruitment process to ensure transparency.

### 3. Remuneration Process

The Nomination and Remuneration Committee had considered and proposed to the Board of Directors - the remuneration of the Board of Directors (compensation, meeting fees, and other benefits) by comparing with other entities with the same size and in the same industry. After approval of the Board of Directors, such proposal was forwarded to the Annual General Meeting of Shareholders for final approval.

### 4. Providing suggestions and recommendations

The Nomination and Remuneration Committee provided suggestions, recommendations and, clarified to the annual general meeting regarding the remuneration of the Board of Directors and related Committees. The Nomination and Remuneration Committee had provided an opinion on recruiting qualified candidates to assume new director(s).

### 5. Evaluating the performance of Board of Directors and related board committees

The Nomination and Remuneration Committee annually laid down measures, criteria, procedures to assess the performance of the Board of Directors and related committees - whole and individual. The Nomination and Remuneration Committee had forwarded to the Board of Directors the performance summary reports with recommendations for performance enhancement.

The Nomination and Remuneration Committee is certain that it has fully executed duties and responsibilities assigned by the Board of Directors. The Nomination and Remuneration Committee ensured that the Board of Directors and related committees were well qualified, high efficiency as prescribed in the entity's policies and strategy. In exercising its duties, the Board of Directors adhered to business ethics, in supportive of good governance and observed relevant regulatory requirements notification of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

## 8.4 Report of the Risk Management and Sustainable Development Committee 2024

The Risk Management and Sustainable Development Committee of Stecon Group Public Company Limited consists of 3 members as follows:

Name - Surname	Position	Number of meetings attended
Mr. Apivut Thongkam	<ul style="list-style-type: none"> <li>Chairman of the Risk Management and Sustainable Development Committee</li> <li>Director</li> </ul>	2/2
Mr. Pakpoom Srichamni	<ul style="list-style-type: none"> <li>Member of the Risk Management and Sustainable Development Committee</li> <li>Director</li> <li>Chairman of the Board of Executive Directors</li> <li>Group Chief Executive Officer and President</li> </ul>	2/2
Mr. Jarunat Jiraratsatit	<ul style="list-style-type: none"> <li>Member of the Risk Management and Sustainable Development Committee</li> <li>Director</li> <li>Executive Director</li> </ul>	2/2

The Board of Directors has assigned the Risk Management and Sustainable Development Committee to oversee risk management policies, ensuring comprehensive risk oversight aligned with the company's objectives, key goals, strategies, and acceptable risk levels. This serves as a framework for risk management practices across the organization, ensuring a unified direction. The committee also supervises the company's sustainable business development, establishing policies and guidelines for good corporate governance and sustainability management while taking into account environmental, social, economic, and corporate governance factors, as well as climate change. This comprises activities linked to stakeholder engagement, society, communities, the environment, and other relevant policies or practices that will support the company's operations in accordance with corporate governance principles that are applicable for the company's and its subsidiaries' businesses.

In 2024, Stecon Group Public Company Limited successfully completed a share exchange on October 21, 2024, with a vision focusing on investing in infrastructure businesses or high-potential ventures to deliver sustainable returns to stakeholders. This represents a new chapter of business challenges, requiring careful governance and strategic planning. Therefore, risk management and sustainable business development are key approaches in driving the organization toward achieving its business objectives.

For the operations in risk management and sustainable development under the supervision of the Risk Management and Sustainable Development Committee in the past year, it can be summarized as follows:

#### **Risk Management**

1. Review, consider, and approve the company's risk management policy and risk management framework, including the acceptable level of risk, to ensure that they are appropriate and effective in line with the business context, strategies, and operational plans before presenting to the Board of Directors for approval.
2. Evaluate and approve the company's risk assessment results, as well as the approaches, measures, and organizational risk management plans, which include strategic, operational, financial, compliance, ESG-related risks, and emerging risks among others. This is to ensure that the company has adequate and appropriate risk management before reporting to the Board of Directors.
3. Regularly monitor the overall risk status and risk management action plans to mitigate risks and consider these factors in the allocation of resources and various operations to ensure alignment with business activities. This is to ensure that the risks that arise are adequately and appropriately managed.
4. Review, consider, and approve the business continuity management plan to ensure its suitability before presenting to the Board of Directors.
5. Promote a corporate culture in risk management (Risk Culture) by overseeing, providing guidance, and ensuring that management raises awareness and enhances understanding of risk management across the company.

### Sustainable Development

1. Review, consider, and approve the policy on good corporate governance, business ethics, and the policies and practices for sustainability management, which include stakeholder engagement, society, communities, the environment, and climate change, as well as other policies or practices that will support the company's operations in accordance with governance principles. Ensuring they are suitable for the company and its subsidiaries before presenting them to the Board of Directors for approval.
2. Review, consider, and approve the main objectives for the company's sustainable business development across three dimensions: good corporate governance, social responsibility, and environmental sustainability, along with the related action plans before presenting to the Board of Directors for approval.
3. Supervise and regularly monitor the company's sustainable business development activities across three dimensions: good corporate governance, social responsibility, and environmental sustainability. Additionally, provide guidance and foster ESG DNA across all levels of the organization to ensure the achievement of sustainability objectives.

For the operational results in 2024, the company received the following awards and rankings in sustainability and good corporate governance as follows:

1. The Company received a Level AA rating at the SET ESG Ratings of 2024 from the Stock Exchange of Thailand.
2. The Company was classed at the level of Excellence in the Corporate Governance Report of Thai Listed Companies of 2024 (CGR 2024) by the Thai Institute of Directors.

The Risk Management and Sustainable Development Committee has fully performed its assigned duties by the Board of Directors to the best of their ability, while continuously striving to enhance risk management and sustainable development in line with the new business context. This aims to strengthen investors, shareholders, and stakeholders' confidence, reinforcing the company's long-term stability and sustainability.



Mr. Apivut Thongkam

Chairman of the Risk Management and Sustainable Development Committee







## 9. Internal Control and Connected Transactions

### 9.1 Internal Control

#### (1) Summary of Opinions of the Board of Directors and the Audit Committee

At the 6/2024 Meeting of the Audit Committee held on December 12, 2024, an annual evaluation of adequacy of the internal control system was performed in accordance with the evaluation form published by the Securities and Exchange Commission. The evaluation results are summarized in five components as follows:

##### 1) Internal Control

1. The Company has defined the Code of Conduct, which require its management and employees to perform their duties in good faith and refrain from seeking personal gains or carrying out any actions that may result in conflicts of interest with business, trade partner, or stakeholder of the Company. Any person violating such a requirement shall be subject to punishment.
2. The Company has constantly engaged in organizational restructuring by dividing into clear departments/ sections/ offices to support construction units located in Thailand and other countries and enable them to work more efficiently.
3. The Company has developed policies, notifications and work procedures in writing to cover all kinds of transactions, especially financial transactions, procurement of goods and services, and management of works. Furthermore, a manual on each area of work has been developed, reviewed, and updated on a regular basis to achieve maximum benefits and be used as a tool and guideline to perform duties and prevent corruption.
4. The Board of Directors and the Board of Executive Directors have supervised and determined the goals and business plans of the Company as well as acknowledged action plans, annual budget, and operational goals of each department/section, which have been prepared in writing.
5. The Board of Directors and the Board of Executive Directors have reviewed the Company's goals and business plans as well as the annual budget, policies, operational goals of each department/ section and found that the Company's employees have enough knowledge and competency required to achieve such goals. The Boards have analyzed the incentives or remuneration provided to the employees and found that they are reasonable and suitable in accordance with the present economic situation.

##### 2) Risk Assessment

1. The Company has analyzed events and factors resulting in risks by evaluating the opportunity for the risks. Then, the Company eliminates risks on a case by case basis before reporting to the Audit Committee for the utmost benefit of the Company.
2. The Company has monitored events and amended any acts that may cause risks, especially by making amendments in accordance with recommendations given in various audit reports. Moreover, measures to prevent risks are developed and taken to minimize damage to the Company.
3. The Company has organized a management meeting to give a report on progress, problems, obstacles and corrective actions carried out on a monthly basis as well as results of the corrective actions in accordance with different audit reports within designated period of time to eliminate/reduce risks and enable the Company to achieve the milestones established.

For all construction sites of the Company, there is a risk management committee of the unit. Overseeing risk management risk identification and having an impact assessment and the likelihood of the identified risks to prioritize risks, a risk management report is prepared at least twice a year.

### 3) Control Activities

1. The Company has clearly determined the scope of authority and duties of the management as well as maximum amounts of money that each level of management can approve in writing.
2. Duties of personnel of the Company have been clearly segregated as follows:
  - (a) A duty to approve.
  - (b) A duty to record accounting items and other information.
  - (c) A duty to safeguard and clearly separate assets for reciprocal audits under the internal control principle.
3. The Company has established procedures for approving related or connected transactions. The conflict of interest policy An audit unit is assigned to inspect the related or connected transactions and report to the Audit Committee on a regular basis.
4. The Company does not allow any person who might gains benefits to approve a transaction that may give rise to a conflict of interest.
5. In making a decision to execute any transactions, the Company usually focuses on long-term benefit. In case of any transactions that may give rise to a conflict of interest, it is necessary to submit such transactions to the Board of Directors and the Audit Committee for approval or endorsement.

### 4) Information and Communication

1. The Company has assigned the Company Secretary to prepare documents, information and details regarding important meeting agendas for the Board of Directors for making a decision in advance. If additional information is subsequently available, the Company will send such additional information to the Board of Directors prior to the meeting date.
2. The Company has sent a notice of Board of Directors' meeting together with supporting documents for the meeting to all directors at least 7 days prior to the scheduled meeting date in order for the directors to be clearly informed of the matters to be discussed at the meeting.
3. The Company has prepared minutes of all Board of Directors' meetings by recording details that are essence of the meetings. During each meeting, there is an agenda to approve the minutes of the previous meeting to give the Board of Directors an opportunity to make amendments or additions to the minutes of the meeting freely.
4. The Company stores its accounting documents and reports systematically by their categories. If the office space is not appropriate, the Company will keep it in standard boxes and assign the Bangpakong Center. The Company has never been notified by any auditors of any defects on this matter.
5. The Company has adopted accounting policies based on the International Accounting Standards and / or financial reporting standards with the most recent accounting policies. The accounting documents have been audited and approved by certified public accountants of EY Office Limited.

6. The Company gives precedence to information technology and communications systems by providing support and encouraging constant system improvement in order to ensure efficient joint operations of the Head Office and construction sites. There is a security policy for information technology systems to ensure proper usage of IT systems and prevent problems that might affect or cause damage to the operations, either by internal or external factors. The practices will enable the Company to achieve its objectives. Additionally, risks have been evaluated. IT risk management and prevention have been determined, based on international standards of IT safety, IT Governance, and the Company's good corporate governance practices.

### 5) Monitoring Activities

1. The Company has determined and submitted the annual goals and business plans to the Board of Directors for consideration. A report on progress and comparisons between operational results and the goals is given to the Board of Directors on a regular basis.
2. The Company requires that each department/bureau have daily, weekly and monthly performance monitoring in various formats with "Goal Setting and Metrics (OKR)" and present the progress at management meetings and employee meetings at each level to acknowledge and implement the goals according to the established business plans.
3. The Company has an Internal Audit Section to supervise and be responsible for the internal audit work. To constantly provide reasonable assurance of internal control that:
  - (a) Operations of all units are efficient, cost - effective, and capable of meeting objectives.
  - (b) Financial reports are reliable and prepared in a timely manner.
  - (c) Operations are in compliance with laws, notifications, and regulations of the Company.
  - (d) Access to assets, including databases in the information system, must be permitted by the management and/or authorized persons. Furthermore, the Internal Audit Section will provide advice and recommendations on control self-assessment to related units.
4. The Company requires that the Internal Audit Section is an independent unit reporting directly to the Audit Committee. The Internal Audit Section is able to operate independently in accordance with the international audit standards and is required to report the auditing results to the Audit Committee, President, and the audited units.
5. When a material defect is detected and/or the audit report indicates recommendations and/or areas of improvements, the audited unit shall carry out corrective actions and prepare and submit a report on results of such corrective actions to the Internal Audit Section within one month from the date of receipt of the audit report.
6. The Company must report the progress on corrective activities carried out to the Board of Directors/ the Audit Committee. The Internal Audit Section will follow up the corrective actions and collect data on such corrective actions from the audited unit to prepare a report regarding the follow-up of the corrective actions and submit the same to the Audit Committee and the President to further present to the Board of Directors for approval.
7. Management of the Company is responsible for formulating plans and procedures, managing the Company's affairs in accordance with the policies established by the Company, monitoring the operations of different departments/sections, and holding the management committee meeting at

least once or twice a month with secretary of the management committee recording and preparing minutes of meetings. The management shall record problems and obstacles arising, such as corruption, illegal acts, and unusual practices, which may affect the Company's reputation and financial position. All of the reports of the management committee shall be presented to the management committee meeting for acknowledgement. Furthermore, there is the Internal Audit Section responsible for reporting unusual circumstances (Red Flag) directly to the Audit Committee/Board of Directors.

In addition, the external auditor, E Y Co., Ltd., attended the meetings. The Audit Committee has evaluated sufficiency of the above five components of internal control. It can be concluded that the Company's internal control Most of them have adequate and appropriate internal controls.

### (2) Opinions of the Audit Committee

Internal control system assessment The Audit Committee has an opinion that the Company has sufficient and appropriate as an external auditor

### (3) Internal Audit Manager is an employee of the Company

At the 1/2542 Audit Committee Meeting held on 23<sup>rd</sup> June 1999, Mr. Chirapat Srivardhana was appointed as the Internal Audit Section Manager since he had 30 years of experiences in performing the audits of related businesses, attended in internal audit training courses such as Control Self-Assessment Facilitation Techniques for Auditors, IIA'S Endorsed Internal Auditing Program (EIAP-1), and Corporate Governance for Executives 3/2015 and IT Governance and Cyber Resilience Program (ITG 15/2020) Furthermore, he participated in the Global Assembly and International Conference held from 7-11 July, 2023, in Amsterdam, Netherlands, and the International Conference on Internal Auditing (IC2024) in Washington, D.C., USA, from 15-16 July, 2024. With his understanding of the company's activities and operations, therefore it is considered appropriate to perform such duties appropriately and adequately.

## 9.2 Connected Transactions

The Stecon Group Public Company Limited ("the Company") and the following subsidiaries and joint ventures ("the Subsidiaries") (collectively as "the Group") which are all incorporated in Thailand:

### 1. Related transactions with other than joint ventures

Company Name	Business	Relationship
1. Sino-Thai Engineering and Construction Public Company Limited	Business: Provision of construction services	<ul style="list-style-type: none"> <li>The Company holds 90.60% of shares in Sino-Thai Engineering and Construction Public Company Limited</li> <li>There are 3 co-director, including:               <ol style="list-style-type: none"> <li>1. Mr. Pakpoom Srichamni</li> <li>2. Mrs. Jaikaew Tejapijaya</li> <li>3. Mr. Jarunat Jiraratsatit</li> </ol> </li> </ul>
2. Stecon Logistics & Transportation Co., Ltd.	Business: Investing in businesses related to transportation infrastructure	<ul style="list-style-type: none"> <li>The Company holds 100.00% of shares in Stecon Logistics &amp; Transportation Co., Ltd. There are 2 co-director, including:               <ol style="list-style-type: none"> <li>1. Mr. Pakpoom Srichamni</li> <li>2. Mrs. Jaikaew Tejapijaya</li> <li>3. Mr. Jarunat Jiraratsatit</li> </ol> </li> </ul>

2. The Company has transaction with persons who may have a conflict of interest for fiscal years 2024 and 2023 are as follows.

Company Name	Related Transactions	Gross Value (Baht) As of December 31 <sup>st</sup> , 2024	Gross Value (Baht) As of December 31 <sup>st</sup> , 2023	Reason for Transactions
1. Sino-Thai Engineering and Construction Public Company Limited	1.1 Investment on the part of shareholders	17,902,082,017	-	• Buys ordinary shares of Sino-Thai Engineering and Construction Public Company Limited Totaling 1,519,080,193 shares with a par value of baht 1 per share which the Company acquired 100 baht per share, totaling 1,519,080,193 baht
	1.2 Advanced received from STEC	21,741,356	-	
2. Stecon Logistics & Transportation Co., Ltd.	2.1 Investment on the part of shareholders	9,980	9,980	• Buys ordinary shares of Stecon Logistics & Transportation Co., Ltd. Totaling 998 shares with a par value of baht 10 per share and 100 percent paid-up share capital, totaling 9,980 baht.
	2.2 Trade accounts and notes receivable	6,379,164	-	

### General Policy on Related transactions of the Company

#### Policy on Pricing

The value of related transactions shall be in accordance with the market price or competitive prices of non-related parties.

#### Reasonability of Transactions

Related transactions shall be made on the basis of necessity and reasonability and for the maximum benefits of the Company, and the said transactions existed because the Company has operated its businesses with subsidiaries, affiliated companies, and related companies in the normal course of businesses. Transactions include construction service provision, purchase of equipment and other services; conditions of related transactions shall be prescribed in accordance with the general commercial conditions and with the market prices or competitive prices of non-related parties.

#### Procedures of Related Transaction Approval

According to the Company's policy, the procedures of related transactions made with parties in conflict have to be verified and approved in conformance with the Company rule and regulation.



**Policy or Trends on Related Transactions**

The Company shall have its related transactions with particular companies involved, as may be necessary and only in accordance with the normal course of business operations such as sale/purchase of construction materials, construction work, office building lease, etc., and such related transactions may exist in the future, according to normal course of business operations of the Company. The Company has its policy to make related transactions with parties in conflict by comparing prices and quality of operations for the maximum benefit of the Company, and at the most proper price. The Company shall treat the parties in conflict similarly to other entrepreneurs. The Company shall prescribe the terms and conditions of such related transactions in accordance with the normal course of business operations; and prices shall be compared with prices of the third parties; moreover, it shall be considered according to the proper procedures of approval and in accordance with the Company's Rules and Regulations in all respects.

## 10. Reports on the Responsibilities of the Board of Directors on Financial Reports

The Board of Directors of Stecon Group Public Company Limited has carried out actions in accordance with the Company's Articles of Association on the presentation of Balance Sheets and Income Statement ending December 31, 2024, which has already been audited by the Auditor. These actions are in accordance with the prescribed period of twelve months cycle which was within the period before the end of the Company's accounting period. The Company Board of Directors hereby warrants that the financial reports expressed in the 2024 Annual Reports are true and fairness, having correct, complete, and adequate accounting data. The Company's Board of Directors has already reviewed and deemed the reports to be presentable and requested they be submitted expeditiously to the shareholders.

The Company's Board of Directors is of the view that the Company has duly exercised proper accounting procedures, kept constant practice, and has taken reasonable care in completing the Company's financial statements on time. The Balance Sheets ending December 31, 2024, Income Statement, Statements of Changes in Shareholders' Equity, and Cash Flow Statements ending December 31, 2024, of both the Company's and Consolidated Financial Statements of the Company's Subsidiaries are reasonably correct and completed in accordance with Generally Accepted Accounting Principles.

The Company's Board of Directors is confident that it has verified the Company's important data and information in all respects and has paid close attention to all details regarding the financial reporting of the Company.

For and on behalf of the Company:



(Mr. Pakpoom Srichamni)

Group Chief Executive Officer and President

## 11. Independent Auditor's Report To the Shareholders of Stecon Group Public Company Limited

### Opinion

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

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Stecon Group Public Company Limited and its subsidiaries and of Stecon Group Public Company Limited as at 31 December 2024, 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.

### Emphasis of Matter

I draw attention to Note 1.2 to the financial statements, on 29 October 2024, the Company's shares were listed on the Stock Exchange of Thailand in place of Sino-Thai Engineering and Construction Public Company Limited's shares, which were delisted from the Stock Exchange of Thailand on the same date and Note 2.2 to the financial statements, which related to the basis for consolidated financial statements in relation to the shareholding and management restructuring plan of the Group. My opinion is not modified in respect of this matter.

### 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 revenue from and provision for losses on construction projects***

The Group recognised revenue from construction contracts based on the percentage of completion estimated by their engineers. The Group's policies on revenue recognition and provision for losses on construction projects are disclosed in Note 4 and Note 5 to the financial statements. Because the amount of revenue from construction contracts recognised by the Group in the consolidated income statement is significant, and the process of measurement, determination of appropriate timing of recognition, and the estimation of possible losses are areas requiring management to exercise significant judgment to assess the percentage of completion and measure possible losses, I have identified revenue recognition and estimation of possible losses from construction contracts to be areas significantly impacting the financial statements.

I examined recognition of revenue from construction contracts and provision for losses on construction projects by:

- Inquiring with the responsible management and understanding of the process by which the Group estimates the percentage of completion and allowance for losses on construction projects.
- Assessing and testing the system of internal controls related to the methods used by management to monitor percentage of completion of construction projects and provision for losses on such projects and determine of such figures.
- Testing the internal controls related to purchases and hiring, and the recognition of costs of construction projects.
- Selecting sample construction contracts and reading them to consider the relevant terms.
- Evaluating the knowledge and capability of engineers, testing the estimates of percentage of completion, and carrying out construction site visits together with the engineers.
- Reviewing the provisions for losses on construction projects, through consideration of the progress of construction, actual costs, and changes in the prices of materials and labour.
- Analysis of the gross profit margin.

### ***Measurement of investment properties***

As disclosed in Note 4 and Note 15 to the financial statements, the Group recognised investment properties at the fair value determined by an independent appraiser, and recognised changes in the fair value in the income statement. As at 31 December 2024, the Group's balance of investment properties is significant. The measurement of fair value was based on the assumptions and judgement of both the management and an independent appraiser.

I assessed the knowledge, ability and independence of the independent appraiser, read the appraisal report, made inquiries with the independent appraiser and the management and analysed the relevant data

related to public information in order to assess the valuation method and assumptions used in determining the fair value. In addition, I tested the calculation of fair value and considered the completeness and accuracy of the disclosures made in notes to the financial statements.

#### **Other Information**

Management is responsible for the other information. The other information comprises 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.



Certified Public Accountant (Thailand) No. 9452

EY Office Limited

Bangkok: 28 February 2025

## Statement of financial position

(Unit: Baht)

	Note	After restructuring	Before restructuring		
		Consolidated financial statements		Separate financial statements	
		2024	2023 (Restated)	2024	2023
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents		2,569,894,399	4,242,250,911	1,906,373	10,000
Trade and other receivables - current portion	7	3,902,148,180	2,569,664,692	-	-
Contract assets	8	7,656,726,211	7,816,722,408	-	-
Short-term loans to related parties	6	132,000,000	70,000,000	-	-
Short-term loans to other companies	9	21,343,851	6,679,635	-	-
Inventories and construction supplies		764,746,265	249,601,719	-	-
Costs to fulfil contracts with customers		7,347,921	8,176,359	-	-
Advances to subcontractors		2,458,836,915	3,016,678,761	-	-
Condominium units for sales	10	281,455,476	440,365,717	-	-
Current tax assets		632,376,741	389,654,160	33	-
Other current financial assets	11	854,931,494	1,067,686,994	-	-
Other current assets		799,827,923	758,692,379	56,632	-
<b>Total current assets</b>		<b>20,081,635,376</b>	<b>20,636,173,735</b>	<b>1,963,038</b>	<b>10,000</b>
<b>Non-current assets</b>					
Restricted bank deposit		1,687,933	-	-	-
Other non-current financial assets	12	13,291,782,494	10,123,477,600	-	-
Investments in subsidiaries	13	-	-	17,902,091,997	-
Investments in associates	14	6,159,183,548	6,249,846,311	-	-
Trade and other receivables - due over one year		18,336,894	53,569,024	-	-
Loans to related parties	6	1,284,470,850	589,766,550	-	-
Investment properties	15	5,061,431,155	4,968,347,426	-	-
Property, plant and equipment	16	5,230,577,516	4,707,128,637	4,442,660	-
Rights to distribute treated water	17	302,826,109	-	-	-
Other non-current assets		84,440,306	121,141,016	-	-
<b>Total non-current assets</b>		<b>31,434,736,805</b>	<b>26,813,276,564</b>	<b>17,906,534,657</b>	<b>-</b>
<b>Total assets</b>		<b>51,516,372,181</b>	<b>47,449,450,299</b>	<b>17,908,497,695</b>	<b>10,000</b>

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

## Statement of financial position (continued)

(Unit: Baht)

		After restructuring	Before restructuring		
		Consolidated financial statements		Separate financial statements	
Note		2024	2023 (Restated)	2024	2023
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Short-term loans from financial institutions	18	6,574,006,701	4,300,000,000	-	-
Trade and other payables	19	9,605,647,059	8,725,386,161	22,772,247	53,075
Contract liabilities	8	9,371,329,541	9,780,640,495	-	-
Retention for construction		2,642,227,638	2,737,532,565	-	-
Short-term loans from related persons and parties	6	346,900,000	445,000,000	-	-
Current portion of long-term liabilities					
Long-term loans from financial institutions	21	145,880,155	117,000,000	-	-
Lease liabilities	22	188,506,860	219,524,164	969,938	-
Provision for loss of construction project	20	479,202,441	-	-	-
Other current liabilities		801,877,831	372,578,880	1,445,895	-
<b>Total current liabilities</b>		<b>30,155,578,226</b>	<b>26,697,662,265</b>	<b>25,188,080</b>	<b>53,075</b>
<b>Non-current liabilities</b>					
Long-term liabilities - net of current portion					
Long-term loans from financial institutions	21	437,633,845	-	-	-
Lease liabilities	22	171,946,637	264,909,515	2,702,641	-
Provision for long-term employee benefits	23	370,247,638	347,890,054	-	-
Deferred tax liabilities	28	2,535,289,292	2,056,714,851	-	-
Other non-current liabilities		2,475,051	10,194,571	-	-
<b>Total non-current liabilities</b>		<b>3,517,592,463</b>	<b>2,679,708,991</b>	<b>2,702,641</b>	<b>-</b>
<b>Total liabilities</b>		<b>33,673,170,689</b>	<b>29,377,371,256</b>	<b>27,890,721</b>	<b>53,075</b>

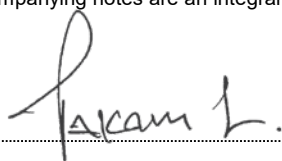
The accompanying notes are an integral part of the financial statements.

## Statement of financial position (continued)

(Unit: Baht)

		After restructuring	Before restructuring		
		Consolidated financial statements		Separate financial statements	
Note		2024	2023 (Restated)	2024	2023
<b>Shareholders' equity</b>					
<b>Share capital</b>					
	24				
Registered					
1,525,106,540 ordinary shares of Baht 1 each					
(2023: 10,000 ordinary shares of Baht 1 each)					
		1,525,106,540	1,525,116,540	1,525,106,540	10,000
Issued and fully paid					
1,519,080,193 ordinary shares of Baht 1 each					
(2023: 10,000 ordinary shares of Baht 1 each)					
		1,519,080,193	1,519,090,193	1,519,080,193	10,000
Share premium	24	2,088,769,449	2,088,769,449	16,383,001,824	-
Retained earnings (Deficits)					
Appropriated - statutory reserve					
	25	151,908,019	151,908,019	-	-
Unappropriated					
		6,595,257,906	9,180,512,743	(21,475,043)	(53,075)
Other components of shareholders' equity		7,056,095,295	4,691,040,279	-	-
Equity attributable to owners of the Company		17,411,110,862	17,631,320,683	17,880,606,974	(43,075)
Non-controlling interests of the subsidiaries		432,090,630	440,758,360	-	-
<b>Total shareholders' equity</b>		<b>17,843,201,492</b>	<b>18,072,079,043</b>	<b>17,880,606,974</b>	<b>(43,075)</b>
<b>Total liabilities and shareholders' equity</b>		<b>51,516,372,181</b>	<b>47,449,450,299</b>	<b>17,908,497,695</b>	<b>10,000</b>

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



Director



# Income statement

(Unit: Baht)

		After restructuring	Before restructuring		
		<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
				For the period	
				For the	as from
				year ended	27 December 2023
				31 December	to 31 December
	Note	2024	2023	2024	2023
			(Restated)		
<b>Revenues</b>					
Revenues from construction contracts		29,929,548,618	29,527,240,703	-	-
Rental income		75,343,683	70,769,507	-	-
Gain from fair value adjustment of investment properties	15	93,083,729	23,361,600	-	-
Dividend income	12	203,768,750	149,801,750	-	-
Other income		103,604,189	70,325,446	-	-
<b>Total revenues</b>		<b>30,405,348,969</b>	<b>29,841,499,006</b>	<b>-</b>	<b>-</b>
<b>Expenses</b>					
Cost of construction		30,102,037,821	28,280,280,084	-	-
Cost of rental		21,348,986	18,934,616	-	-
Administrative expenses		845,977,421	834,419,940	21,359,942	53,075
Allowance for expected credit losses of financial assets	7	1,012,589,359	-	-	-
Reduction of cost of condominium units for sales to net realisable value	10	169,906,740	-	-	-
<b>Total expenses</b>		<b>32,151,860,327</b>	<b>29,133,634,640</b>	<b>21,359,942</b>	<b>53,075</b>
<b>Operating profit (loss)</b>		<b>(1,746,511,358)</b>	<b>707,864,366</b>	<b>(21,359,942)</b>	<b>(53,075)</b>
Share of loss from investments in associates	14	(584,456,514)	(69,565,795)	-	-
Finance income		33,311,579	42,032,967	3,282	-
Finance cost	26	(158,211,811)	(43,117,730)	(65,308)	-
<b>Profit (loss) before income tax expenses</b>		<b>(2,455,868,104)</b>	<b>637,213,808</b>	<b>(21,421,968)</b>	<b>(53,075)</b>
Income tax benefit (expenses)	28	67,739,059	(101,647,032)	-	-
<b>Profit (loss) for the year</b>		<b>(2,388,129,045)</b>	<b>535,566,776</b>	<b>(21,421,968)</b>	<b>(53,075)</b>
<b>Profit (loss) attributable to:</b>					
Equity holders of the Company		(2,357,394,204)	525,580,090	(21,421,968)	(53,075)
Non-controlling interests of the subsidiaries		(30,734,841)	9,986,686		
		<b>(2,388,129,045)</b>	<b>535,566,776</b>		
<b>Earnings per share</b>					
29					
Basic earnings per share					
Profit (loss) attributable to equity holders of the Company		(1.55)	0.35	(0.07)	(5.31)

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



## Statement of comprehensive income

(Unit: Baht)

		After restructuring	Before restructuring		
		Consolidated financial statements		Separate financial statements	
				For the year ended 31 December	For the period as from 27 December 2023 to 31 December
	Note	2024	2023	2024	2023
			(Restated)		
Profit (loss) for the year		(2,388,129,045)	535,566,776	(21,421,968)	(53,075)
Other comprehensive income:					
Other comprehensive income to be reclassified to profit or loss in subsequent periods					
Share of comprehensive income in associate	14	(99,206,248)	5,475,658	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods - net of income tax		(99,206,248)	5,475,658	-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods					
Gain (loss) on changes in value of investments in equity designated at fair value through other comprehensive income		3,091,940,000	(2,487,768,000)	-	-
Income tax effect	28	(618,388,000)	497,553,600	-	-
Actuarial gain	23	-	29,313,294	-	-
Income tax effect	28	-	(5,862,659)	-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		2,473,552,000	(1,966,763,765)	-	-
Other comprehensive income for the year		2,374,345,752	(1,961,288,107)	-	-
Total comprehensive income for the year		(13,783,293)	(1,425,721,331)	(21,421,968)	(53,075)
Total comprehensive income attributable to:					
Equity holders of the Company		7,660,812	(1,427,836,373)	(21,421,968)	(53,075)
Non-controlling interests of the subsidiaries		(21,444,105)	2,115,042		
		(13,783,293)	(1,425,721,331)		

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

# Statement of changes in shareholders' equity

(Unit: Baht)

Consolidated financial statements - Before restructuring										
(Restated)										
Equity attributable to owners of the Company										
Other components of equity										
Other comprehensive income										
Issued and fully paid-up share capital	Share premium	Retained earnings Appropriated - statutory reserve	Unappropriated	Surplus on changes in value of investments	Share of comprehensive income in associates	Total other components of shareholders' equity	Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity	
Balance as at 1 January 2023	-	-	-	-	-	-	-	-	-	-
Effect of restructuring plan (Note 2.2)	1,519,080,193	2,088,769,449	151,908,019	9,087,263,078	6,780,395,129	(112,580,415)	6,667,814,714	19,514,835,453	374,451,061	19,889,286,514
Balance as at 1 January 2023 - as restated	1,519,080,193	2,088,769,449	151,908,019	9,087,263,078	6,780,395,129	(112,580,415)	6,667,814,714	19,514,835,453	374,451,061	19,889,286,514
Issued share capital (Note 24)	10,000	-	-	-	-	-	10,000	-	-	10,000
Profit for the year	-	-	-	525,580,090	-	-	525,580,090	9,986,686	535,566,776	
Other comprehensive income for the year	-	-	-	23,357,972	(1,982,228,456)	5,454,021	(1,976,774,435)	(1,953,416,463)	(7,871,644)	(1,961,288,107)
Total comprehensive income for the year	-	-	-	548,938,062	(1,982,228,456)	5,454,021	(1,976,774,435)	(1,427,836,373)	2,115,042	(1,425,721,331)
The subsidiary's issuance of ordinary shares	-	-	-	-	-	-	-	66,000,020	66,000,020	
The subsidiary paid dividend (Note 30)	-	-	-	(455,688,397)	-	-	(455,688,397)	(1,807,763)	(457,496,160)	
Balance as at 31 December 2023	1,519,090,193	2,088,769,449	151,908,019	9,180,512,743	4,798,166,673	(107,126,394)	4,691,040,279	17,631,320,683	440,758,360	18,072,079,043

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

(Unit: Baht)

Consolidated financial statements - After restructuring										
Equity attributable to owners of the Company										
Other components of equity										
Other comprehensive income										
Issued and fully paid-up share capital	Share premium	Retained earnings Appropriated - statutory reserve	Unappropriated	Surplus on changes in value of investments	Share of comprehensive income in associates	Total other components of shareholders' equity	Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total shareholders' equity	
Balance as at 1 January 2024	1,519,090,193	2,088,769,449	151,908,019	9,180,512,743	4,798,166,673	(107,126,394)	4,691,040,279	17,631,320,683	440,758,360	18,072,079,043
Decrease share capital (Note 24)	(10,000)	-	-	-	-	-	(10,000)	-	-	(10,000)
Loss for the year	-	-	-	(2,357,394,204)	-	-	(2,357,394,204)	(30,734,841)	(2,388,129,045)	
Other comprehensive income for the year	-	-	-	2,463,869,258	(98,814,242)	2,365,055,016	2,365,055,016	9,290,736	2,374,345,752	
Total comprehensive income for the year	-	-	-	(2,357,394,204)	2,463,869,258	(98,814,242)	2,365,055,016	7,660,812	(21,444,105)	(13,783,293)
Increase in non-controlling interests of a subsidiary from investment in a subsidiaries	-	-	-	-	-	-	-	13,679,502	13,679,502	
The subsidiaries issuance of ordinary shares	-	-	-	-	-	-	-	820	820	
The subsidiary paid dividend (Note 30)	-	-	-	(227,860,633)	-	-	(227,860,633)	(903,947)	(228,764,580)	
Balance as at 31 December 2024	1,519,080,193	2,088,769,449	151,908,019	6,595,257,906	7,262,035,931	(205,940,636)	7,056,095,295	17,411,110,862	432,090,630	17,843,201,492

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

## Statement of changes in shareholders' equity (continued)

(Unit: Baht)

	Separate financial statements		
	Issued and fully paid-up share capital	Share premium	Deficit
			Total shareholders' equity
<b>Balance as at 27 December 2023</b>	-	-	-
Issued share capital (Note 24)	10,000	-	10,000
Loss for the period	-	-	(53,075)
Other comprehensive income for the period	-	-	-
Total comprehensive income for the period	-	-	(53,075)
<b>Balance as at 31 December 2023</b>	10,000	-	(43,075)
<b>Balance as at 1 January 2024</b>	10,000	-	(43,075)
Issued share capital (Note 24)	1,519,080,193	16,383,001,824	17,902,082,017
Decrease share capital (Note 24)	(10,000)	-	(10,000)
Loss for the year	-	-	(21,421,968)
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	-	-	(21,421,968)
<b>Balance as at 31 December 2024</b>	1,519,080,193	16,383,001,824	(21,475,043)

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

## Cash flow statement

(Unit: Baht)

	After restructuring	Before restructuring		
	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
			For the year ended 31 December	For the period as from 27 December 2023 to 31 December
	2024	2023 (Restated)	2024	2023
<b>Cash flows from operating activities</b>				
Profit (loss) before tax	(2,455,868,104)	637,213,808	(21,421,968)	(53,075)
Adjustments to reconcile profit (loss) before tax to net cash provided by (paid from) operating activities:				
Depreciation	755,463,393	805,129,290	443,778	-
Allowance for expected credit losses	1,012,589,359	-	-	-
Reduce cost to net realisable value of condominium units for sales	169,906,740	-	-	-
Gain from disposal of equipment	(32,561,319)	(33,744,385)	-	-
Increase in fair value of investment properties	(93,083,729)	(23,361,600)	-	-
Increase in provision for loss of construction project	479,202,441	-	-	-
Provision for long-term employee benefits	64,523,432	40,954,328	-	-
Share of loss from investments in associates	584,456,514	69,565,795	-	-
Dividend received from other long-term investments	(203,768,750)	(149,801,750)	-	-
Gain on changes in value of other current financial assets at fair value	(2,753,626)	(681,471)	-	-
Finance income	(33,311,579)	(42,032,967)	(3,282)	-
Finance cost	158,211,811	43,117,730	65,308	-
Profit (loss) from operating activities before changes in operating assets and liabilities	403,006,583	1,346,358,778	(20,916,164)	(53,075)
Operating assets (increase) decrease				
Trade and other receivables	(2,306,516,855)	(1,014,454,815)	-	-
Contract assets	157,754,539	448,601,857	-	-
Inventories and construction supplies	(515,144,546)	(196,073,515)	-	-
Costs to fulfil contracts with customers	828,438	7,582,955	-	-
Advances to subcontractors	557,841,846	(357,833,297)	-	-
Condominium units for sales	(10,996,499)	(88,851,297)	-	-
Other current assets	(3,674,952)	(329,341,360)	(56,632)	-
Other non-current assets	60,287,417	(25,447,105)	-	-
Operating liabilities increase (decrease)				
Trade and other payables	689,167,358	626,624,590	22,719,172	53,075
Contract liabilities	(409,310,954)	(6,612,455,399)	-	-
Retention for construction	(95,304,927)	353,218,638	-	-
Other current liabilities	424,331,178	113,918,205	1,445,895	-
Cash paid for long-term employee benefits	(42,165,798)	(26,856,292)	-	-
Other non-current liabilities	(7,719,520)	(1,485,503)	-	-
Cash from (used in) operating activities	(1,097,616,692)	(5,756,493,560)	3,192,271	-
Cash received from withholding tax refundable	357,065,742	468,170,682	-	-
Cash paid for income tax	(704,451,241)	(558,826,378)	(33)	-
<b>Net cash from (used in) operating activities</b>	<b>(1,445,002,191)</b>	<b>(5,847,149,256)</b>	<b>3,192,238</b>	<b>-</b>

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

## Cash flow statement (continued)

(Unit: Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
			For the year ended 31 December	For the period as from 27 December 2023 to 31 December
	2024	2023 (Restated)	2024	2023
<b>Cash flows from investing activities</b>				
Decrease in other current financial assets	215,509,126	237,147,785	-	-
Increase in short-term loans to related parties	(62,000,000)	(70,000,000)	-	-
(Increase) decrease in short-term loans to other companies	(14,664,216)	15,310,927	-	-
Increase in long-term loans to related parties	(694,704,300)	(466,885,050)	-	-
Increase in other non-current financial assets	(76,364,894)	-	-	-
Cash paid for share capital of subsidiaries	(317,048,619)	-	(9,980)	-
Cash paid for share capital of associates	(593,000,000)	(525,000,000)	-	-
Acquisition and cash paid to settle payables from purchases of equipment	(1,064,955,907)	(448,651,289)	(821,017)	-
Proceeds from sales of equipment	114,933,249	64,733,910	-	-
Dividend received from investment in associate	-	25,197,300	-	-
Dividend received from other long-term investments	203,768,750	149,801,750	-	-
Interest received	37,134,035	40,047,551	3,282	-
<b>Net cash used in investing activities</b>	<b>(2,251,392,776)</b>	<b>(978,297,116)</b>	<b>(827,715)</b>	<b>-</b>
<b>Cash flows from financing activities</b>				
Increase in short-term loans from financial institutions	2,274,006,701	4,300,000,000	-	-
Increase (decrease) in short-term loans from related persons and parties	(98,100,000)	445,000,000	-	-
Cash received from long-term loans from financial institutions	583,514,000	722,000,000	-	-
Repayment of long-term loans from financial institutions	(117,000,000)	(605,000,000)	-	-
Payment of principal portion of lease liabilities	(236,363,781)	(352,717,482)	(392,842)	-
Cash received from issue share capital	-	10,000	-	10,000
Cash payment from capital reduction	(10,000)	-	(10,000)	-
Dividend paid of subsidiary	(228,764,580)	(457,496,160)	-	-
Interest paid	(153,244,705)	(42,888,214)	(65,308)	-
Cash received from non-controlling interests for issuance of ordinary shares of subsidiaries	820	66,000,020	-	-
<b>Net cash from (used in) financing activities</b>	<b>2,024,038,455</b>	<b>4,074,908,164</b>	<b>(468,150)</b>	<b>10,000</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>(1,672,356,512)</b>	<b>(2,750,538,208)</b>	<b>1,896,373</b>	<b>10,000</b>
Cash and cash equivalents at beginning of year	4,242,250,911	6,992,789,119	10,000	-
<b>Cash and cash equivalents at end of year</b>	<b>2,569,894,399</b>	<b>4,242,250,911</b>	<b>1,906,373</b>	<b>10,000</b>
	-	-	-	-
<b>Supplement cash flows information</b>				
Non-cash items				
Payable of acquisition of equipment	82,669,787	25,656,180	-	-
Increase of equipment under lease agreements	112,383,599	137,201,554	4,065,421	-
Issued share capital in exchange for investment in subsidiary	-	-	17,902,082,017	-

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



**Stecon Group Public Company Limited and its subsidiaries****Notes to financial statements****For the year ended 31 December 2024****1. General information****1.1 Corporate information**

Stecon Group Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company is principally engaged in the business of investing. The registered office of the Company is 32/59-32/60, Sino-Thai Tower, Sukhumvit 21 Road, Klongtoey-Nua, Wattana, Bangkok.

**1.2 The shareholding and management restructuring plan of the Group**

On 29 March 2024, the Annual General Meeting of the Company’s shareholders passed resolution approving the listing of the Company’s securities on the Stock Exchange of Thailand (“the SET”) in place of Sino-Thai Engineering and Construction Public Company Limited (“STEC”) securities which will be delisted from the SET on the same day.

Subsequently, the Company make a tender offer for all STEC securities. The Company is to issue and offer new ordinary shares to be exchanged at a one-to-one ratio, whereby one ordinary share of the Company will be swapped for each ordinary share of STEC. The tender offer period was set for 45 business days, starting from 19 August 2024 to 21 October 2024, which has now concluded. During this period, the shareholders of STEC accepted the tender offer for a total of 1,519,080,193 shares, accounting for 99.60 percent of STEC’s issued and paid-up shares. As a result, the tender offer was successfully completed, and STEC has currently become a subsidiary of the Company. The Company registered the amendment of the paid-up capital with the Ministry of Commerce on 24 October 2024.

On 29 October 2024, the Company’s shares were listed on the SET in place of the STEC’s shares, which were delisted from the SET on the same date.

**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

As described in Note 1.2 to the financial statements, the Company has implemented the shareholding and management restructuring plan of the Group. The financial statements for the year 2024 and the year 2023 presented as comparative information have been prepared by presenting the consolidated statements of financial position as at 31 December 2024 and 2023, the consolidated statements of income and comprehensive income, changes in shareholders' equity and cash flows for the years ended 31 December 2024 and 2023 and the notes to the financial statements. These financial statements have been prepared as if the restructuring plan had taken place since the beginning of the year in the financial statements presented as comparative information.

- a) The consolidated financial statements include the financial statements of Stecon Group Public Company Limited ("the Company") and the following subsidiaries and joint ventures ("the Subsidiaries") (collectively as "the Group") which are all incorporated in Thailand:

Company's name	Nature of business	Percentage of shareholding	
		<u>2024</u>	<u>2023<sup>(1)</sup></u>
		Percent	Percent
<b><u>Subsidiaries directly owned by the Company</u></b>			
Sino-Thai Engineering and Construction Public Company Limited	Provision of construction services	99.60	99.60
Stecon Logistics & Transportation Company Limited	Investing in businesses related to transportation infrastructure	100.00	-
<b><u>Subsidiaries indirectly owned by the Company</u></b>			
<b>Held by Sino-Thai Engineering and Construction Public Company Limited</b>			
HTR Corporation Limited	Office building rental	80.90	80.90
Nouvelle Property Company Limited	Real estate development	100.00	100.00
Wisdom Services Company Limited	Distribution and rental of machinery and construction equipment	100.00	100.00
STECON POWER Company Limited	Investing in utilities and power businesses	100.00	100.00
Stecx Ventures Company Limited (Formerly known as “Sino-Thai Holding Company Limited”)	Investment in other companies	100.00	100.00

Company's name	Nature of business	Percentage of shareholding	
		2024	2023 <sup>(1)</sup>
		Percent	Percent
SNT Concrete Solution Company Limited	Manufacture and distribution of concrete	100.00	100.00
S.A. Joint Venture	Construction (ceased its operation)	80.00	80.00
STEC - AS - 3 Joint Venture	Construction	70.00	70.00
ST-SG Joint Venture	Construction	100.00	100.00
<b>Held by HTR Corporation Limited</b>			
Patumwan Real Estate Company Limited	Provision of document storage service	80.90	80.90
Kijpracha Tanee Company Limited	Real estate development	80.90	80.90
<b>Held by STECON POWER Company Limited</b>			
DC Power BN1 Company Limited	Rental of data center	60.00	60.00
Mars Water Supply Company Limited	Production and sales of treated water through the water supply system	51.00	-
Green Waste Energy Solutions Company Limited	Production and distribution of electricity	100.00	-
Synergy Tech Waste Company Limited	Production and distribution of electricity	100.00	-
<b>Held by Sino-Thai Engineering and Construction Public Company Limited and Green Waste Energy Company Limited</b>			
Arin Clean Power Company Limited (Held by 25 percent and 75 percent, respectively)	Production and distribution of electricity	100.00	-
<b>Held by Sino-Thai Engineering and Construction Public Company Limited and Synergy Tech Waste Company Limited</b>			
Alan Clean Power Company Limited (Held by 25 percent and 75 percent, respectively)	Production and distribution of electricity	100.00	-

<sup>(1)</sup> The Company prepared the financial statements as though it held those investments proportionately since the beginning of 2023.

- b) The Company is deemed to have control over an investee or subsidiaries or joint ventures 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, being 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 subsidiaries that are not held by the Company and are presented separately in the consolidated income statement, the consolidated comprehensive income and within equity in the consolidated statement of financial position.

2.3 The separate financial statements present investments in subsidiaries and associates under the cost method.

2.4 The Group has interests in joint operations which are joint arrangements whereby the Group has rights to assets and obligations relating to the joint arrangements and are all incorporated in Thailand and are engaged in the provision of construction services. The Group recognises its shares of assets, liabilities, revenue and expenses of the joint operations, in proportion to its interest, in the consolidated financial statements from the date that joint control commences until the date that joint control ceases, the details as follows:

Company's name	Nature of business	Interests in joint operations	
		<u>2024</u> Percent	<u>2023</u> Percent
<b>Joint operations by Sino-Thai Engineering and Construction Public Company Limited</b>			
CKST Joint venture	Construction of MRT	40	40
STTP Joint venture	Construction of railway	100	100
CKST-DC2 Joint venture	Construction of railway	41	41
CKST-DC3 Joint venture	Construction of railway	39	39
CKST-PL Joint Venture	Construction of MRT	45	45
CKST-OR Joint Venture	Construction of MRT	49	-
ST-TC Joint Venture	Construction of building	70	-

In November 2024, CKST-OR Joint Venture entered into the agreement, as the contractor, the contract agreement for civil works of MRT Orange Line Project, Bang Khun Non-Min Buri (Suwinthawong) Section, West Section, Bang Khun Non-Thailand Cultural Centre Section. CKST-OR Joint Venture is a joint arrangement which is treated as a joint operation between Sino-Thai Engineering and Construction Public Company Limited (“STEC”) and CH. Karnchang Public Company Limited, with STEC having an interest in the joint operation of 49 percent according to the joint venture agreement.

In December 2024, ST-TC Joint Venture entered into the agreement, as the contractor, the contract agreement for construction, procurement and installation training center of Metropolitan Electricity Authority Bang Phli District. ST-TC Joint Venture is a joint arrangement which is treated as a joint operation between STEC and Transcode Company Limited, with STEC having an interest in the joint operation of 70 percent according to the joint venture agreement.

### **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 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

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

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

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

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



**4. Accounting policies****4.1 Revenues recognition****a) Revenues from construction contracts**

The Group has determined that its construction contracts generally have one performance obligation. The Group recognises construction revenue over time where the stage of completion is measured using an output method, based on information provided by project engineers or project managers.

The likelihood of contract variations claims and liquidated damages, delays in delivery or contractual penalties are taken into account in determining the revenue to be recognised, such that revenue is only recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

When the value and stage of completion of the contract cannot be reasonably measured, revenue is recognised only to the extent of contract costs incurred that are expected to be recovered.

**b) Revenues from sales of condominium units**

Revenues from sales of condominium units are recognised as revenue when the ownership is transferred to the buyer.

**c) Finance income**

Interest income is recognised on an accrual basis based on the effective interest rate.

**d) Dividends**

Dividends are recognised when the right to receive the dividends is established.

**4.2 Expenses****a) Costs of construction**

Costs of construction services consist of costs of materials, labour, sub-contractors, services and other expenses.

Costs of construction are recognised in accordance with satisfied performance obligations in the contract when incurred. Provision for anticipated losses on projects is made in the accounts in full when the possibility of loss is ascertained.

**b) Cost of sales of condominium units**

In determining the cost of condominium units sold, the anticipated total development costs (after recognising the costs incurred to date) are attributed to units already sold on the basis of the salable area and then recognised as costs in the income statement according to the recorded sales.

Development costs of condominium units for sales are stated at cost, consisting of the cost of land, construction costs, interest and other related costs.

**c) Finance cost**

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

**4.3 Balances of contracts with customers**

*Contract assets*

A contract asset is the excess of cumulative revenue earned over the billings to date. Allowance for impairment loss is provided for the estimated losses that may be incurred in customer collection. Contract assets are transferred to receivables when the rights become unconditional.

*Contract liabilities*

A contract liability is recognised when the billings to date exceed the cumulative revenue earned and the Group has an obligation to transfer services to a customer. Contract liabilities are recognised as revenue when the Group fulfils their performance obligations under the contracts.

**4.4 Costs to fulfil contracts with customers**

The Group recognises costs to fulfil a customer contract as an asset, provided that the costs generate or enhance resources of the entity that will be used in satisfying performance obligations in the future and the costs are expected to be recovered. The asset recognised is amortised to expenses on a systematic basis that is consistent with the pattern of revenue recognition. An impairment loss is recognised to the extent that the carrying amount of an asset recognised exceeds the remaining amount of consideration that the entity expects to receive less direct costs.

**4.5 Inventories and construction supplies**

Inventories and construction supplies are valued at the lower of cost (under the weighted average method) or net realisable value.

Construction supplies are charged to construction costs whenever consumed.

**4.6 Cash and cash equivalents**

Cash and cash equivalents consist of cash in hand and cash at banks and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

**4.7 Investments in subsidiaries, associates and joint arrangements**

- a) Investments in subsidiaries and associates are accounted for in the separate financial statements using the cost method net of allowance for impairment loss (if any).
- b) Investments in associates are accounted for in the consolidated financial statements using the equity method.
- c) The joint arrangements which assessed as joint operations, the Group recognises its shares of all assets, liabilities, revenue and expenses of the joint operation in the consolidated financial statements, in proportion to its interest.

**4.8 Investment properties**

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value. Any gains or losses arising from changes in the value of investment properties are recognised in the income statement when incurred.

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in the income statement in the period when the asset is derecognised.

**4.9 Property, plant and equipment/Depreciation**

Land is stated at cost. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of buildings and equipment is calculated by reference to their costs, on the straight-line basis over the following estimated useful lives:

Buildings and building improvements	-	20	years
Leasehold improvements	-	10	years
Machinery and equipment	-	5 - 20	years
Furniture, fixtures and office equipment	-	3 - 7	years
Motor vehicles	-	5 - 10	years

Depreciation is included in the income statement.

No depreciation is provided on land, land improvements and assets under construction.

An item of property, plant 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 the income statement when the asset is derecognised.

#### 4.10 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

#### 4.11 Rights to distribute treated water

Rights to distribute treated water are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Rights to distribute treated water are amortised on the straight-line basis over the useful life of the treated water purchase agreement for a period of 25 years, starting from the first date of distribute treated water, and tested for impairment whenever there is an indication that the rights to distribute treated water may be impaired. The amortisation period and the amortisation method of such rights to distribute treated water are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

#### 4.12 Leases

##### **The Group as a lessee**

The Group recognises right-of-use assets and leases liabilities for all leases at the date the underlying asset is available for use (the commencement date). The Group recognises as rental expenses on a straight-line basis over the lease term for a lease term less than 12 months or a lease of low-value assets.

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

Right-of-use assets are measured at cost, less accumulated depreciation, any impairment losses, and adjusted for any remeasurement of lease liabilities (if any). The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs, and lease payments made on or before the commencement date of the lease.

Depreciation of right-of-use assets is calculated by reference to their costs on the straight-line basis over the lease term or their estimated useful lives in case of the ownership of the leased asset is transferred to the Group at the end of the lease term.

Land and land improvements	-	Lease term
Office space	-	Lease term
Machinery and equipment	-	5 years
Motor vehicles	-	5 years

Right-of-use assets are presented as a part of property, plant and equipment in the statement of financial position.

### **Lease liabilities**

Lease liabilities are measured at the present value of the lease payments to be made over the lease term and discounted 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, reduced for the lease payments made and is remeasured if there is a change in the lease term.

### **The Group as a lessor**

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset to a lessee. Lease receivables from operating leases is recognised as income in profit or loss on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying assets and recognised as an expense over the lease term on the same basis as the lease income.

## **4.13 Related party transactions**

Related parties comprise enterprises and individuals 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 which directly or indirectly own a voting interest in the Group that give them significant influence over the Group, key management personnel, directors, and officers with authority in the planning and direction of the operation of the Group.

## **4.14 Foreign currencies**

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in the income statement.



#### 4.15 Impairment of non-financial assets

At the end of each reporting period, the Group performs impairment reviews in respect of the property, plant and equipment and rights to distribute treated water 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.

An impairment loss is recognised in the income statement.

#### 4.16 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 and other long-term employee benefits*

##### Defined contribution plans

The Group and their 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 contributions of the Group are recognised as expenses when incurred.

##### Defined benefit plans and other long-term employee benefits

The Group has obligations in respect of the severance payments it must make to employees upon retirement under labor law. the Group treats these severance payment obligations as a defined benefit plan. In addition, the Group provides other long-term employee benefit plan, namely long service awards.

The obligation under the defined benefit plan and other long-term employee benefit plans is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in the statement of comprehensive income and actuarial gains and losses arising from other long-term employee benefits are recognised immediately in the income statement.

#### 4.17 Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provision for losses on construction projects is made in the accounts in full when the possibility of loss is ascertained.

#### 4.18 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 it recognises 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 reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Group records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

#### 4.19 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, trade 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 and balance of contracts with customers.

##### **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 designated at FVOCI (equity instruments)***

Upon initial recognition, the Group can elect to irrevocably classify its equity investments which are not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.

Gains and losses recognised in other comprehensive income on these financial assets are never recycled to profit or loss.

Dividends are presented as dividend income in the income statement, except when the dividends clearly represent a recovery of part of the cost of the financial asset, in which case, the gains are recognised in other comprehensive income.

Equity instruments designated at FVOCI are not subject to impairment assessment.

***Financial assets at FVTPL***

Unit trust of open-ended fund and derivatives 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.

**Classification and measurement of financial liabilities**

Except for derivative 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 expire. 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**

The Group recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. It is based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment.

## 4.20 Derivatives and hedge accounting

The Group uses derivatives, such as forward currency contracts to hedge its foreign currency risks.

Derivatives are initially recognised at fair value on the date of the derivative contract and are subsequently remeasured at fair value. They are carried as financial assets or financial liabilities depending on the fair value of the derivatives. Subsequent changes in fair value are recognised in profit or loss.

### *Hedge accounting for cash flow hedges*

The associates consider if hedge accounting criteria are met, for cash flow hedges, a change in fair value of the effective portion of the hedging instrument is recognised in other comprehensive income, while a change in fair value of the ineffective portion of the hedging instruments is recognised in profit or loss.

## 4.21 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 applies a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the 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 determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.



**5. Significant accounting 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 judgments and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgments and estimates are as follows.

**Construction contracts**

The Group recognises revenue from construction contracts over time taking into account the stage of completion. The management has exercised judgement in measuring the progress towards satisfaction of the performance obligation, with reference to information provided by project engineers or project managers and relying on their expertise and past experience.

**Provision for losses on construction projects**

Management applies judgment in estimating the loss they expect to be realised on each construction projects, based on estimates of anticipated costs that take into account the progress of the project and actual costs incurred to date, together with fluctuations in costs of construction materials, labour and the current situation.

**Recording of investments in associates**

Management has determined that the Subsidiary has significant transactions with, has to provide financial support to, and has representation on the boards of directors of the following companies:-

- Eastern Bangkok Monorail Company Limited and Northern Bangkok Monorail Company Limited, even though its shareholdings and voting rights are at only 15 percent.
- BGSR 6 Company Limited and BGSR 81 Company Limited, even though its shareholdings and voting rights are at only 10 percent.

The investments in the above companies are therefore presented as investments in associates under the equity method in the consolidated financial statements.

### **Joint arrangements**

Management applies judgement to determine the type of joint arrangement, based on consideration of the rights and obligations arising from the arrangement. On this basis, the management of the Group has determined that the Group has 7 joint venture agreements that are joint operations (2023: 5 joint venture agreements).

### **Allowance for expected credit losses of trade receivables and contract assets**

In determining an allowance for expected credit losses of trade receivables and contract assets, 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.

### **Investment properties**

The Group presents investment properties at the fair value estimated by an independent appraiser, and recognises changes in the fair value in the income statement. The independent appraiser valued an investment property of condominium for rent using the income approach. The key assumptions used in estimating the fair value include yield rate, long-term vacancy rate and long-term growth in real rental rates.

### **Litigation**

The Group has contingent liabilities as a result of litigation. The management has used judgment to assess of the results of the litigation and believes that no loss will be resulted. Therefore no contingent liabilities are recorded as at the end of reporting period.

## 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)

	After restructuring	Before restructuring			
	Consolidated		Separate		
	financial statements		financial statements		
				For the period	
				as from	
	For the years ended		For the year	27 December	
	31 December		ended	2023 to	
	2024	2023	31 December	31 December	Transfer Pricing Policy
	2024	2023	2024	2023	
<b>Transactions with associate companies</b>					
Revenues from construction contracts	1,857	6,393	-	-	Based on contracts
Interest income	-	5	-	-	Based on loan agreements
<b>Transactions with related companies</b>					
Revenues from construction contracts	821	483	-	-	Based on contracts
Machinery and equipment rental income	17	3	-	-	Agreed between the parties
Sales of machinery and equipment	20	4	-	-	Based on contracts and agreed between the parties
Interest income	1	-	-	-	Based on loan agreements
Cost of construction	197	216	-	-	Closed to prices charged by third parties and based on contracts
Project management fee	95	70	-	-	Based on contracts
Rental of machinery and equipment	-	1	-	-	Closed to prices charged by third parties and based on contracts

As at 31 December 2024 and 2023, the balance of the accounts between the Group and those related companies were as follows:

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<b><u>Assets</u></b>				
<b><u>Trade receivables - related parties (Note 7)</u></b>				
Joint arrangement	132,314	15,304	-	-
Joint ventures	13,756	13,756	-	-
Related companies (related by common directors)	22,356	20,104	-	-
Total	168,426	49,164	-	-
Less: Allowance for expected credit losses	(32,734)	(32,734)	-	-
Net	135,692	16,430	-	-
<b><u>Advances - related parties (Note 7)</u></b>				
Joint arrangement	355	-	-	-
Joint venture	130	130	-	-
Other joint operator	195	492	-	-
Related companies (related by common directors)	3	-	-	-
Total	683	622	-	-
<b><u>Unbilled receivables</u></b>				
Associated companies	267,312	807,087	-	-
Joint arrangement	204,733	52,311	-	-
Total	472,045	859,398	-	-
<b><u>Retention receivables</u></b>				
Associated companies	25,104	40,815	-	-
<b><u>Advances to subcontractor</u></b>				
Other joint operator	8,969	11,058	-	-
<b><u>Liabilities</u></b>				
<b><u>Trade payables - related parties (Note 19)</u></b>				
Other joint operators	153,668	47,328	-	-
Related company (related by common directors)	21	1,146	-	-
Total	153,689	48,474	-	-

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
<b><u>Amounts due to related party (Note 19)</u></b>				
Subsidiary	-	-	21,741	-
<b><u>Construction revenue received in advance</u></b>				
Associated companies	768,646	1,082,579	-	-
Joint arrangement	44,802	104,794	-	-
Total	813,448	1,187,373	-	-
<b><u>Advances received from construction contracts</u></b>				
Associated companies	198	13,817	-	-
Joint arrangement	282,238	297,153	-	-
Total	282,436	310,970	-	-
<b><u>Retention for construction</u></b>				
Other joint operator	8,901	6,657	-	-

**Loans to related parties**

As at 31 December 2024 and 2023, the balances of loans to related parties and the movements were as follows:

**Short-term loans to related parties**

(Unit: Thousand Baht)

		Consolidated financial statements			
Short-term loans to	Relationship	31 December 2023 - Before restructuring	Increase during the year	Decrease during the year	31 December 2024 - After restructuring
CKST-DC2 Joint Venture	Joint arrangement	40,000	24,000	(16,000)	48,000
CKST-DC3 Joint Venture	Joint arrangement	30,000	54,000	-	84,000
Total		70,000	78,000	(16,000)	132,000

Short-term loans to CKST-DC2 Joint Venture and CKST-DC3 Joint Venture represents in the form of a promissory note. The loans carry interest at fixed deposit rate of 12 months and repayment is at call.

Long-term loans to related parties

(Unit: Thousand Baht)

		Consolidated financial statements			
		31 December			31 December
		2023 - Before	Increase	Decrease	2024 - After
Long-term loans to	Relationship	restructuring	during the year	during the year	restructuring
Northern Bangkok Monorail					
Company Limited	Associate	449,517	449,154	-	898,671
Eastern Bangkok Monorail					
Company Limited	Associate	140,250	245,550	-	385,800
Total		589,767	694,704	-	1,284,471

The Company provided loan facilities of Baht 1,090 million and 547 million to Northern Bangkok Monorail Company Limited and Eastern Bangkok Monorail Company Limited, respectively. The loans carry interest at a fixed rate specified in the loan agreements and repayment is at call. However, the Company does not expect to call the loans in the foreseeable future and therefore presents these loans as a non-current asset in the statement of financial position.



**Short-term loans from related persons and parties**

As at 31 December 2024 and 2023, the balances of short-term loans from related persons and parties and the movements were as follows:

(Unit: Thousand Baht)

		Consolidated financial statements			
		31 December			31 December
		2023 - Before	Increase	Decrease	2024 - After
Short-term loans from	Relationship	restructuring	during the year	during the year	restructuring
U-Tapao International					
Aviation Company Limited	Associate	445,000	425,000	(528,000)	342,000
C123Construction	Related				
Company Limited	company	-	3,400	-	3,400
Director	Related				
	person	-	1,500	-	1,500
Total		445,000	429,900	(528,000)	346,900

Loans from related persons and parties carry interest at a fixed rate specified in the loan agreements.

**Directors and management's benefits**

For the year 2024, the Group had short-term employee benefits of their directors and management totaling Baht 44 million (2023: Baht 66 million) (Separate financial statements: Baht 10 million (2023: Nil)).

**Guarantee obligations with related parties**

The Group has outstanding guarantee obligations with its related parties, as described in Note 14 to the financial statements.

## 7. Trade and other receivables

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
<u>Trade receivables - unrelated parties</u>		
Aged on the basis of due dates		
Not yet due	2,632,117	1,818,728
Past due		
Up to 3 months	730,204	540,583
3 - 6 months	798,859	45,735
6 - 12 months	465,128	11,680
Over 12 months	200,120	195,597
Total	4,826,428	2,612,323
Less: Allowance for expected credit losses	(1,060,655)	(59,710)
Total trade receivables - unrelated parties, net	3,765,773	2,552,613
<u>Trade receivables - related parties (Note 6)</u>		
Aged on the basis of due dates		
Not yet due	79,028	13,554
Past due		
Up to 3 months	56,664	2,876
Over 12 months	32,734	32,734
Total	168,426	49,164
Less: Allowance for expected credit losses	(32,734)	(32,734)
Total trade receivables - related parties, net	135,692	16,430
Total trade receivables - net	3,901,465	2,569,043
<u>Other receivables</u>		
Advances - related parties (Note 6)	683	622
Total other receivables	683	622
Total trade and other receivables - net	3,902,148	2,569,665

Set out below is the movements in the allowance for expected credit losses of trade and other receivables.

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
Beginning balance	92,444	90,946
Provision for expected credit losses	1,010,348	-
Amount written off	(12,829)	(11,332)
Transferred from amount due over one year	3,426	12,830
Ending balance	1,093,389	92,444

During the current year, the management of the Group has considered the situation of the delayed payment from a customer of the Group. As at 31 December 2024, the outstanding balances of trade receivables amounting to Baht 1,010 million and the outstanding balances of unbilled receivables (Note 8) amounting to Baht 2 million. The Group has recognised fully impairment losses on this customer in the consolidated statements of income.

## 8. Contract assets/Contract liabilities

### 8.1 Contract balances

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
Contract assets		
Unbilled receivables - net	6,669,659	6,774,532
Retention receivables	987,067	1,042,190
Total contract assets	7,656,726	7,816,722
Contract liabilities		
Construction revenue received in advance	(3,077,032)	(3,806,832)
Advances received from customers	(6,294,298)	(5,973,808)
Total contract liabilities	(9,371,330)	(9,780,640)

## 8.2 Unbilled receivables

As at 31 December 2024, the balance of unbilled receivables of Baht 6,670 million (2023: Baht 6,775 million) was expected to be billed within one year.

## 8.3 Revenue recognised in relation to contract balances

During the year 2024, the Group recognised contract liabilities at the beginning of the year of Baht 6,168 million (2023: Baht 10,778 million) as revenue.

## 8.4 Revenue to be recognised for the remaining performance obligations

As at 31 December 2024, the Group expected to recognise revenue totaling Baht 87,269 million (2023: Baht 69,212 million) in the future in respect of performance obligations under contracts with customers that have not been satisfied or partially unsatisfied. The Group expects to satisfy these performance obligations within 6 years.

## 9. Short-term loans to other companies

The balances represent factoring receivables of a subsidiary from unrelated companies which are due for repayment within one year. These loans carry interest at the rates from 11.0 - 12.0 percent per annum (2023: 11.0 - 12.0 percent per annum).

## 10. Condominium units for sales

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
Condominium units for sales	451,362	440,366
Less: Reduce cost to net realisable value	(169,907)	-
Condominium units for sales - net	281,455	440,366

During the current year, the subsidiary reduced cost of condominium units for sales by Baht 170 million, to reflect the net realisable value.

## 11. Other current financial assets

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
<b>Debt instruments at amortised cost</b>		
Fixed deposits with maturity over 3 months	10,000	10,000
Corporate bonds	211,514	195,415
<b>Debt instruments measured at fair value through profit or loss</b>		
Unit trusts of open-ended fund	633,417	862,272
<b>Total other current financial assets</b>	<b>854,931</b>	<b>1,067,687</b>

Investments in unit trusts of open-ended fund are stated at fair value using inputs of level 2 which is use of other observable inputs for such assets or liabilities, whether directly or indirectly. Such fair value of investments in unit trusts has been determined by using the net asset value.

## 12. Other non-current financial assets

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
<b>Debt instruments at amortised cost</b>		
Corporate bonds	66,131	-
<b>Debt instruments measured at fair value through profit or loss</b>		
Unit trusts of open-ended fund	10,234	-
<b>Equity instruments designated at FVOCI</b>		
Listed equity instruments	13,206,517	10,113,978
Units of property fund	8,900	9,500
<b>Total other non-current financial assets</b>	<b>13,291,782</b>	<b>10,123,478</b>

Equity instruments designated at FVOCI which the Group considers these investments to be strategic in nature.

During the year 2024, the Group received dividends from equity instruments designated at FVOCI, which still existed at the reporting date, in the amount of Baht 204 million (2023: Baht 150 million).

Investments in listed equity and units of property fund are stated at fair value using inputs of level 1 which is use of quoted market prices in an observable active market for such assets or liabilities.

Investments in unit trusts of open-ended fund are stated at fair value using inputs of level 2 which is use of other observable inputs for such assets or liabilities, whether directly or indirectly. Such fair value of investments in unit trusts has been determined by using the net asset value.

### 13. Investments in subsidiaries

13.1 Details of investments in subsidiaries as presented in separate financial statements are as follows:

Company's name	Paid-up capital		Cost	
	2024	2023	2024	2023
Sino-Thai Engineering and Construction Public Company Limited	1,525,107	1,525,107	17,902,082	-
Stecon Logistics & Transportation Company Limited	10	-	10	-
Total			17,902,092	-

13.2 Movements of the investments in subsidiaries directly owned by the Company during the year are summarised below.

#### Sino-Thai Engineering and Construction Public Company Limited ("STEC")

As described in Note 1.2 to the financial statements, after the completion of the restructuring plan, the Company has recognised investment in STEC amounting to Baht 17,902 million in the separate financial statement, calculated based on the proportion of the net book value of STEC' shareholders equity which presented in the separate financial statement as at the date of restructuring.



Stecon Logistics & Transportation Company Limited

On 4 March 2024, the Extraordinary General Meetings of the Company's shareholders passed a special resolution approving the establish of Stecon Logistics & Transportation Company Limited. The registered share capital of the newly established company is Baht 10,000 (1,000 ordinary shares with a par value of Baht 10 each). The Company fully made payment of Baht 10,000 for the share capital and registered the establishment of the subsidiary with the Ministry of Commerce on 17 June 2024.

13.3 Movements of the investments in subsidiaries indirectly owned by the Company during the year are summarised below.

Stecx Ventures Company Limited ("STECX")

On 20 March 2024, the Extraordinary General Meetings of STECX shareholders passed special resolutions approving the following matters:

- a) Approving the change of the company's name with the Ministry of Commerce from "Sino-Thai Holding Company Limited" to "Stecx Ventures Company Limited"
- b) Approving the increase in its registered capital of Baht 70 million, through the issuance of 700,000 ordinary shares of Baht 100 each, with 25 percent called-up share capital

STEC has invested in the increased shares capital of Baht 17.5 million to maintain its existing shareholding in the subsidiary.

Subsequently, STECX call up of another 50 percent of the 700,000 ordinary shares of Baht 100 each. STEC paid the called-up share capital of Baht 35 million in November 2024.

STECON POWER Company Limited ("STECP")

On 16 August 2024, the Extraordinary General Meetings of STECP shareholders passed special resolutions approving the increase in its registered capital of Baht 325 million, through the issuance of 3.25 million ordinary shares of Baht 100 each, with 25 percent called-up share capital. STEC has invested in the increased shares capital of Baht 81.25 million to maintain its existing shareholding in the subsidiary.

Subsequently, STECP call up of another 75 percent of the 3.25 million ordinary shares of Baht 100 each. STEC paid the called-up share capital of Baht 243.75 million in October 2024.

Mars Water Supply Company Limited ("MARS")

On 2 October 2024, STECP acquired 765,000 ordinary shares from the existing shareholders of MARS, representing 51 percent of the shareholding percentage, for a total of Baht 317 million. MARS is principally engaged in the supply and distribution of water through the water supply system.

Management of the Group determined that the acquisition of the investment in MARS was an asset acquisition. The difference between the value of investment in MARS and the carrying value of the Group's proportionate share of the identifiable net assets of the acquiree, amounting to Baht 303 million, was therefore recorded as part of the rights to distribute treated water in the consolidated statement of financial position.

#### Green Waste Energy Solutions Company Limited

On 14 November 2024, the Board of Directors' Meeting of STECP passed a resolution to establish Green Waste Energy Solutions Company Limited for investing in power businesses. The registered share capital of the newly established company is Baht 1 million (10,000 ordinary shares with a par value of Baht 100 each). STECP fully made payment of Baht 1 million for the share capital and registered the establishment with the Ministry of Commerce on 4 December 2024.

#### Synergy Tech Waste Company Limited

On 14 November 2024, the Board of Directors' Meeting of STECP passed a resolution to establish Synergy Tech Waste Company Limited for investing in power businesses. The registered share capital of the newly established company is Baht 1 million (10,000 ordinary shares with a par value of Baht 100 each). STECP fully made payment of Baht 1 million for the share capital and registered the establishment with the Ministry of Commerce on 4 December 2024.

#### Arin Clean Power Company Limited

On 14 November 2024, the Board of Directors' Meeting of STECP passed a resolution to establish Arin Clean Power Company Limited for provision of services for energy businesses. The registered share capital of the newly established company is Baht 1 million (10,000 ordinary shares with a par value of Baht 100 each). Green Waste Energy Solutions Company Limited and STEC fully made payment of Baht 0.75 million and Baht 0.25 million for the share capital, respectively, and registered the establishment with the Ministry of Commerce on 11 December 2024.

#### Alan Clean Power Company Limited

On 14 November 2024, the Board of Directors' Meeting of STECP passed a resolution to establish Alan Clean Power Company Limited for provision of services for energy businesses. The registered share capital of the newly established company is Baht 1 million (10,000 ordinary shares with a par value of Baht 100 each). Synergy Tech Waste Company Limited and STEC fully made payment of Baht 0.75 million and Baht 0.25 million for the share capital, respectively, and registered the establishment with the Ministry of Commerce on 11 December 2024.

## 14. Investments in associates

## 14.1 Details of associates domiciled in Thailand:

(Unit: Thousand Baht)

				After restructuring	Before restructuring		
				Consolidated financial statements		Separate financial statements	
Company's name	Nature of business	Shareholding percentage		Carrying amounts based on equity method		Cost	
		2024	2023	2024	2023	2024	2023
<b><u>Associates indirectly owned by the Company</u></b>							
<b>Held by Sino-Thai Engineering and Construction Public Company Limited</b>							
DKK Sino-Thai Engineering Company Limited	Installation of telecommunication and transmission line installation (Registered its dissolution)	35	35	27,921	27,921	-	-
Eastern Bangkok Monorail Company Limited	Mass transit business	15	15	1,973,760	2,284,082	-	-
Northern Bangkok Monorail Company Limited	Mass transit business	15	15	2,064,101	2,401,166	-	-
U-Tapao International Aviation Company Limited	Airport operations	20	20	1,835,045	1,338,242	-	-
BGSR 6 Company Limited	Management of express ways	10	10	125,803	104,865	-	-
BGSR 81 Company Limited	Management of express ways	10	10	126,234	89,175	-	-
UTB Company Limited	Management of airport city	20	20	1,488	1,778	-	-
<b>Held by Stecx Ventures Company Limited</b>							
SITEM ST Engineering and Services Company Limited	Maintenance and building engineering system management	30	30	4,832	2,617	-	-
Total				6,159,184	6,249,846	-	-

Eastern Bangkok Monorail Company Limited (“Eastern”) and Northern Bangkok Monorail Company Limited (“Northern”)

The subsidiary pledged all of its shares in Eastern and Northern as collateral for their loans from banks.

In addition, the subsidiary has entered into agreements to provide financial support to Eastern and Northern in the form of loans or guarantees, in proportion to its shareholdings. As at 31 December 2024, the subsidiary has provided loan to Northern, as described in the Note 6 to the financial statements.

U-Tapao International Aviation Company Limited (“U-Tapao”)

During the current year, U-Tapao called-up an additional 25 percent of its share capital, amounting to Baht 525 million (21 million ordinary shares with a par value of Baht 100 each). The subsidiary paid the called-up share capital in August 2024.

The subsidiary used letter of guarantee facilities of Baht 900 million provided by a commercial bank to issue a letter of guarantee for U-Tapao, to guarantee compliance with the joint venture contract for the U-Tapao International Airport and Eastern Aviation City Development Project. In addition, the subsidiary provided a guarantee of up to Baht 5,889 million to the Eastern Economic Corridor Office for any damages in excess of the amount of the bank guarantee.

BGSR 6 Company Limited (“BGSR 6”) and BGSR 81 Company Limited (“BGSR 81”)

In September 2024, the subsidiary made an additional investment in ordinary shares of BGSR 6 and BGSR 81 to maintain its existing shareholding, totaled Baht 25.5 million (10 million ordinary shares with a par value of Baht 10 each, with 25.5 percent paid-up share capital) and Baht 42.5 million (8.5 million ordinary shares with a par value of Baht 10 each, with 50.0 percent paid-up share capital), respectively.

The subsidiary pledged all of its shares in BGSR 6 and BGSR 81 as collateral for their loans from banks.

In addition, the subsidiary has entered into agreements to provide financial support to BGSR 6 and BGSR 81 in the form of loans or guarantees, in proportion to its shareholdings. As at 31 December 2024 these were no loan provided by the subsidiary to both companies.

## 14.2 Share of comprehensive income

During the years, the Group has recognised its share of profit (loss) and other comprehensive income from investments in associates in the consolidated financial statements as follows:

Company's name	Consolidated financial statements			
	After	Before	After	Before
	restructuring	restructuring	restructuring	restructuring
	Share of gain (loss) from investments in an associate for the years ended 31 December		Shares of other comprehensive income from investments in an associate for the years ended 31 December	
	2024	2023	2024	2023
<b><u>Associate indirectly owned by the Company</u></b>				
<b>Held by Sino-Thai Engineering and Construction Public Company Limited</b>				
DKK Sino-Thai Engineering Company Limited	-	(17,910)	-	-
Eastern Bangkok Monorail Company Limited	(262,385)	(85,552)	(47,937)	865
Northern Bangkok Monorail Company Limited	(285,796)	49,253	(51,269)	4,611
U-Tapao International Aviation Company Limited	(28,197)	(26,407)	-	-
BGSR 6 Company Limited	(4,563)	5,398	-	-
BGSR 81 Company Limited	(5,440)	4,736	-	-
UTB Company Limited	(290)	(203)	-	-
<b>Held by Stecx Ventures Company Limited</b>				
SITEM ST Engineering and Services Company Limited	2,214	1,119	-	-
<b>Total</b>	<b>(584,457)</b>	<b>(69,566)</b>	<b>(99,206)</b>	<b>5,476</b>

### 14.3 Summarised financial information about material associates

#### Summarised information about financial position as at 31 December

(Unit: Million Baht)

	Eastern Bangkok Monorail Company Limited		Northern Bangkok Monorail Company Limited		U-Tapao International Aviation Company Limited		BGSR 6 Company Limited		BGSR 81 Company Limited	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Current assets	2,991	2,763	2,461	2,310	2,455	3,907	211	48	451	195
Non-current assets	43,092	44,813	50,442	50,752	7,300	3,226	3,869	2,890	3,608	2,606
Current liabilities	(2,302)	(2,290)	(2,261)	(2,828)	(565)	(432)	(181)	(270)	(285)	(322)
Non-current liabilities	(30,622)	(30,059)	(36,881)	(34,226)	(13)	(10)	(2,641)	(1,619)	(2,512)	(1,587)
<b>Net assets</b>	13,159	15,227	13,761	16,008	9,177	6,691	1,258	1,049	1,262	892
Shareholding percentage (%)	15	15	15	15	20	20	10	10	10	10
<b>Carrying amounts of associates based on equity method</b>	1,974	2,284	2,064	2,401	1,835	1,338	126	105	126	89

#### Summarised information about income and comprehensive income for the year ended 31 December

(Unit: Million Baht)

	Eastern Bangkok Monorail Company Limited		Northern Bangkok Monorail Company Limited		U-Tapao International Aviation Company Limited		BGSR 6 Company Limited		BGSR 81 Company Limited	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Revenue	1,413	2,817	2,530	4,927	47	36	993	1,451	1,012	1,312
Profit (loss) for the year	(1,749)	(570)	(1,905)	328	(141)	(132)	(22)	24	(28)	21
Other comprehensive income	(320)	6	(342)	31	-	-	-	-	-	-
Total comprehensive income	(2,069)	(564)	(2,247)	359	(141)	(132)	(22)	24	(28)	21



**15. Investment properties**

(Unit: Thousand Baht)

	Consolidated financial statements			
	Land	Office building for rent	Condominium units	Total
<b>1 January 2023</b>	4,188,862	708,222	47,901	4,944,985
Gain from fair value adjustment	23,362	-	-	23,362
<b>31 December 2023</b>	4,212,224	708,222	47,901	4,968,347
Gain (loss) from fair value adjustment	99,120	(6,036)	-	93,084
<b>31 December 2024</b>	4,311,344	702,186	47,901	5,061,431
Basis of valuation	Market Approach	Income Approach	Market Approach	

Investment properties are stated at fair value using inputs of level 3.

Key assumptions used in the valuation of office building for rent are summarised below:

	Consolidated financial statement	Result to fair value where as an increase in assumption value
Occupancy rate (%)	90 - 95	Increase in fair value
Discount rate (%)	11	Decrease in fair value
Rental rate (Baht per square metre per month)	532 - 644	Increase in fair value

**16. Property, plant and equipment**

(Unit: Thousand Baht)

	After restructuring	Before restructuring	Separate financial statements	
	Consolidated financial statements		2024	2023
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Net book value:				
Property, plant and equipment	4,683,275	3,950,850	497	-
Right-of-use assets (Note 22)	547,303	756,279	3,946	-
Total	5,230,578	4,707,129	4,443	-

Movements of property, plant and equipment for the years ended 31 December 2024 and 2023 are summarised as follows:

## 16. Property, plant and equipment (continued)

(Unit: Thousand Baht)

	Consolidated financial statements							
	Land and land improvements	Buildings and building improvements	Leasehold improvements	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Assets under construction	Total
<b>Cost:</b>								
1 January 2023	787,595	831,542	110,682	6,325,040	526,013	612,842	574,942	9,768,656
Additions	-	-	-	106,690	34,414	979	325,312	467,395
Disposals	-	-	-	(257,435)	(12,849)	(31,913)	-	(302,197)
Transfer in (out)	-	-	673	16,956	350	-	(17,979)	-
Transfer from right-of-use assets (Note 22)	-	-	-	897,141	-	82,143	-	979,284
31 December 2023	787,595	831,542	111,355	7,088,392	547,928	664,051	882,275	10,913,138
<b>Accumulated depreciation:</b>								
1 January 2023	-	375,603	98,502	4,859,321	450,010	543,624	-	6,327,060
Depreciation	-	25,513	5,576	517,134	38,630	26,450	-	613,303
Disposals/Write-off	-	-	-	(227,764)	(12,182)	(31,387)	-	(271,333)
Transfer from right-of-use assets (Note 22)	-	-	-	259,588	-	33,670	-	293,258
31 December 2023	-	401,116	104,078	5,408,279	476,458	572,357	-	6,962,288
<b>Net book value:</b>								
31 December 2023	787,595	430,426	7,277	1,680,113	71,470	91,694	882,275	3,950,850
<b>Depreciation for the year:</b>								
2023 (Baht 590 million included in cost, and the balance in administrative expenses)								613,303

	Consolidated financial statements							
	Land and land improvements	Buildings and building improvements	Leasehold improvements	Machinery and equipment	Furniture, fixtures and office equipment	Motor vehicles	Assets under construction	Total
<b>Cost:</b>								
1 January 2024	787,595	831,542	111,355	7,088,392	547,928	664,051	882,275	10,913,138
Additions	-	-	-	205,066	82,734	3,862	834,151	1,125,813
Acquisition of subsidiary	-	-	-	-	-	-	126,931	126,931
Disposals/Write-off	-	-	-	(535,593)	(24,071)	(3,476)	-	(563,140)
Transfer in (out)	-	-	6,687	125,308	380	-	(132,375)	-
Transfer from right-of-use assets (Note 22)	-	-	-	213,046	-	20,390	-	233,436
31 December 2024	787,595	831,542	118,042	7,096,219	606,971	684,827	1,710,982	11,836,178
<b>Accumulated depreciation:</b>								
1 January 2024	-	401,116	104,078	5,408,279	476,458	572,357	-	6,962,288
Depreciation	-	25,513	5,726	513,305	36,447	27,669	-	608,660
Disposals/Write-off	-	-	-	(454,997)	(23,556)	(3,357)	-	(481,910)
Transfer from right-of-use assets (Note 22)	-	-	-	55,877	-	7,988	-	63,865
31 December 2024	-	426,629	109,804	5,522,464	489,349	604,657	-	7,152,903
<b>Net book value:</b>								
31 December 2024	787,595	404,913	8,238	1,573,755	117,622	80,170	1,710,982	4,683,275
<b>Depreciation for the year:</b>								
2024 (Baht 587 million included in cost, and the balance in administrative expenses)								608,660

## 16. Property, plant and equipment (continued)

	(Unit: Thousand Baht)
	Separate financial statements
	Furniture, fixtures and office equipment
<b>Cost</b>	
1 January 2024	-
Additions	536
31 December 2024	536
<b>Accumulated depreciation</b>	
1 January 2024	-
Depreciation for the year	39
31 December 2024	39
<b>Net book value</b>	
1 January 2024	-
31 December 2024	497
<b>Depreciation for the year ended</b>	
31 December 2024 (Included in administrative expenses)	39

As at 31 December 2024, the Group's certain plant and equipment items had been fully depreciated but were still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 2,893 million (2023: Baht 2,348 million).

## 17. Rights to distribute treated water

	(Unit: Thousand Baht)
	Consolidated financial statements
<b>Cost</b>	
1 January 2024	-
Acquisition of subsidiary (Note 13)	302,826
31 December 2024	302,826
<b>Accumulated depreciation</b>	
1 January 2024	-
Depreciation for the year	-
31 December 2024	-
<b>Net book value</b>	
1 January 2024	-
31 December 2024	302,826

## 18. Short-term loans from financial institutions

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
Promissory note	5,900,000	4,300,000
Trust receipts	674,007	-
Total	6,574,007	4,300,000

Promissory note is to be repaid within 3 - 6 months, carries interest at a fixed rate as stipulated in the agreement and is unsecured.

**19. Trade and other payables**

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Trade payables - related parties (Note 6)	153,689	48,474	-	-
Trade payables - unrelated parties	5,202,983	5,949,222	-	-
Unbilled payables	3,924,928	2,548,512	-	-
Amounts due to related party (Note 6)	-	-	21,741	-
Other payables - unrelated parties	247,678	66,378	3	-
Accrued expenses	76,369	112,800	1,028	53
Total trade and other payables	<u>9,605,647</u>	<u>8,725,386</u>	<u>22,772</u>	<u>53</u>

**20. Provision for loss of construction projects**

(Unit: Thousand Baht)

	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
Provision for loss of construction projects at beginning of year	-	-
Add: Recorded during the year	479,202	-
Provision for loss of construction projects at end of year	<u>479,202</u>	<u>-</u>

### Sewerage Tunnel, Bung Nong Bon project

On 26 February 2022, the collapse of a bridge over Khlong Khlet in the vicinity of Udom Suk Road resulted in damage to the construction of the Sewerage Tunnel, Bung Nong Bon project. After conducting a preliminary survey of the damage, the Group submitted a letter to the owner requesting opinions on the root cause of the soil collapse and potential solutions. It was mutually agreed that a joint committee be established to further evaluate and investigate such matter. The joint committee consists of the owner, the Group and a team of engineering consultants. On 14 December 2022, the Group received a letter from the owner confirming that the Group had complied with standard practices and theoretical principles and that the incident was force majeure, and the Group was asked to consider the solution together with the engineering consultants.

During the current year, the Group and the engineering consultants have concluded the solution and submitted it to the owner, who granted approval on 21 November 2024. After the solution was approved, the Group performed a detailed review of its project costs. As a result of the review, the Group noted that there would be losses on this project and recorded the full amounts of these losses in the consolidated income statement for the year 2024. The Group has insurance coverage for such construction project and currently in the process of negotiating a claim for compensation with the insurance company.

## 21. Long-term loans from financial institutions

As at 31 December 2024 and 2023, the balances of the long-term loans from financial institutions are as follows:

			(Unit: Thousand Baht)	
			After	Before
			restructuring	restructuring
Loan	Interest rate (Percent per annum)	Repayment schedule	Consolidated financial statements	
			<u>2024</u>	<u>2023</u>
1	Prime Rate - margin	Repayable in quarterly installments, and the final installment is due in November 2031	487,000	-
2	MLR - margin	Repayment is to be made each time the joint arrangements collection of revenue from construction projects at rate specified in the loan agreements and the final payment is due within 36 months	96,514	117,000
Total			583,514	117,000
Less: Current portion			(145,880)	(117,000)
Long-term loans from financial institutions - net of current portion			437,634	-



Movements of the long-term loans from financial institutions account during the years ended 31 December 2024 and 2023 are summarised below.

	(Unit: Thousand Baht)	
	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
Balance at beginning of year	117,000	-
Add: Borrowing during the year	583,514	722,000
Less: Repayment during the year	(117,000)	(605,000)
Balance at end of year	583,514	117,000

Loans 2) are secured by the transfer of rights over collection of revenue from construction projects of the joint arrangements.

The loan agreements contain several covenants which, among other things, require the Group to maintain debt-to-equity ratio, debt service coverage ratio and shareholding in companies at the rate prescribed in the agreements.

As at 31 December 2024, the long-term credit facilities of Group which have not yet been drawn down of Baht 3,953 million.

## 22. Leases

### 22.1 The Group as a lessee

The Group has lease contracts for various items of property, plant, and equipment used in its operations. Leases generally have lease terms between 1 - 6 years.

#### a) Right-of-use assets

Movements of right-of-use assets for the years ended 31 December 2024 and 2023 are summarised below:

(Unit: Thousand Baht)

	Consolidated financial statements				
	Land and land improvements	Office space	Machinery and equipment	Motor vehicles	Total
1 January 2023	49,682	412	1,071,735	374,743	1,496,572
Additions	25,748	-	-	111,936	137,684
Depreciation for the year	(23,464)	(206)	(49,833)	(118,323)	(191,826)
Disposals/write-off during the year	-	-	(125)	-	(125)
Transfer to property, plant and equipment (Note 16)	-	-	(637,553)	(48,473)	(686,026)
31 December 2023	51,966	206	384,224	319,883	756,279
Additions	2,546	2,211	21,436	82,347	108,540
Depreciation for the year	(19,583)	(1,900)	(22,268)	(103,052)	(146,803)
Disposals/write-off during the year	-	-	-	(1,142)	(1,142)
Transfer to property, plant and equipment (Note 16)	-	-	(157,169)	(12,402)	(169,571)
31 December 2024	34,929	517	226,223	285,634	547,303

(Unit: Thousand Baht)

	Separate financial statements
	Motor vehicles
1 January 2024	-
Additions	4,350
Depreciation for the year	(404)
31 December 2024	3,946

**b) Lease liabilities**

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Lease liabilities	375,921	505,081	3,949	-
Less: Deferred interest expenses	(15,467)	(20,647)	(276)	-
Total	360,454	484,434	3,673	-
Less: Portion due within one year	(188,507)	(219,524)	(970)	-
Lease liabilities - net of current portion	<u>171,947</u>	<u>264,910</u>	<u>2,703</u>	<u>-</u>

A maturity analysis of lease payments is disclosed in note 34 to the financial statements under the liquidity risk.

**c) Expenses relating to leases that are recognised in profit or loss**

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	For the years ended 31 December		For the year ended 31 December	For the period as from 27 December 2023 to 31 December
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Depreciation expense of right-of-use assets	146,803	191,826	404	-
Interest expense on lease liabilities	12,228	17,665	65	-
Expense relating to short-term leases	219,324	160,898	-	-
Expense relating to leases of low-value assets	69,376	65,667	-	-
Expense relating to variable lease payments that do not depend on an index or a rate	<u>331,760</u>	<u>483,604</u>	<u>-</u>	<u>-</u>

**d) Others**

The Group has total cash outflows for leases for the year ended 31 December 2024 of Baht 857 million (2023: Baht 1,063 million), including the cash outflow related to short-term lease, leases of low-value assets and variable lease payments that do not depend on an index or a rate.

**22.2 Group as a lessor**

The Group has entered into operating leases for its investment property portfolio consisting of office building for rent (Note 15) of the lease terms are between 1 - 3 years.

The Group has future minimum rentals receivable under operating leases as at 31 December 2024 and 2023 as follows:

		(Unit: Thousand Baht)	
		After	Before
		restructuring	restructuring
		Consolidated	
		financial statements	
		<u>2024</u>	<u>2023</u>
Within 1 year		42,991	50,783
Over 1 and up to 3 years		31,499	39,421
Total		74,490	90,204

**23. Provision for long-term employee benefits**

Provision for long-term employee benefits which is compensations on employees' retirement and long service awards, are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements					
	Post-employment benefits		Other long-term employee benefits		Total	
	2024	2023	2024	2023	2024	2023
<b>Provision for long-term employee benefits at beginning of year</b>	300,813	323,340	47,077	39,765	347,890	363,105
Included in the income statements:						
Current service cost	50,665	25,315	5,116	4,725	55,781	30,040
Interest cost	7,652	4,083	1,090	405	8,742	4,488
Actuarial loss	-	-	-	6,426	-	6,426
Included in other comprehensive income:						
Actuarial (gain) loss arising from						
Financial assumptions changes	-	(46,821)	-	-	-	(46,821)
Experience adjustments	-	17,508	-	-	-	17,508
Benefits paid during the year	(36,079)	(22,612)	(6,086)	(4,244)	(42,165)	(26,856)
<b>Provision for long-term employee benefits at end of year</b>	<b>323,051</b>	<b>300,813</b>	<b>47,197</b>	<b>47,077</b>	<b>370,248</b>	<b>347,890</b>

The Group expects to pay Baht 26 million (2023: Baht 21 million) of long-term employee benefits during the next year.

As at 31 December 2024, the weighted average duration of the liabilities for long-term employee benefit of the Group were 16 years (2023: 16 years).

Principal actuarial assumptions at the valuation date are as follows:

	After restructuring	Before restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
	(% per annum)	(% per annum)
Discount rate	3.1	3.1
Future salary increase rate (depending on age)	3.0 - 6.0	3.0 - 6.0
Staff turnover rate	0.0 - 20.0	0.0 - 20.0

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2024 and 2023 are summarised below:

	(Unit: Million Baht)			
	After restructuring		Before restructuring	
	Consolidated financial statements			
	<u>2024</u>		<u>2023</u>	
	<u>Increase 1%</u>	<u>Decrease 1%</u>	<u>Increase 1%</u>	<u>Decrease 1%</u>
Discount rate	(28)	33	(28)	32
Salary increase rate	32	(28)	28	(25)
Staff turnover rate	(1)	1	(1)	1



**24. Share capital**

On 25 December 2023, the Annual General Meeting of the Company's shareholders passed a resolution to approve the establishment of the Company by issuing 10,000 ordinary shares of Baht 1 each, totaling Baht 10,000. The Company registered the establishment with the Ministry of Commerce on 27 December 2023 and received payment for the share capital in December.

On 4 March 2024, the Extraordinary General Meetings of the Company's shareholders passed a special resolution approving an increase in the registered share capital from Baht 10,000 to Baht 1,525,116,540 through the issuance of 1,525,106,540 ordinary shares of Baht 1 each, totaling Baht 1,525,106,540. The purpose of share capital increase is to support a tender offer for the shares of Sino-Thai Engineering and Construction Public Company Limited ("STEC"), which subject to payment in the form of the ordinary shares of the Company in exchange for STEC's ordinary shares according to the shareholding and management restructuring plan of the Group. The Company registered the increase in its registered share capital with the Ministry of Commerce on 7 March 2024.

On 22 October 2024, the Company exchanged its 1,519,080,193 registered ordinary shares at a par value of Baht 1 each, totaling Baht 1,519,080,193 with ordinary shares of STEC in accordance with the shareholding and management restructuring plan of the Group. The Company registered the share exchange under the assumption that it had received the payment for the share capital increase with the Ministry of Commerce on 24 October 2024.

On 6 November 2024, the Company decreased its initial registered share capital by Baht 10,000 in accordance with the resolution of Extraordinary General Meetings of the Company's shareholders No.1/2024, from Baht 1,525,116,540 (1,525,116,540 ordinary shares with a par value of Baht 1 each) to Baht 1,525,106,540 (1,525,106,540 ordinary shares with a par value of Baht 1 each).

Subsequently, the Company decreased its paid-up share capital by Baht 10,000 from Baht 1,519,090,193 (1,519,090,193 ordinary shares with a par value of Baht 1 each) to Baht 1,519,080,193 (1,519,080,193 ordinary shares with a par value of Baht 1 each). The Company registered the decrease in its paid-up share capital with the Ministry of Commerce on 6 November 2024.

During the year ended 31 December 2024 and for the period as from 27 December 2023 to 31 December 2023, movements in its registered and paid-up share capital are as follows:

	Number of shares (Thousand Shares)	Ordinary shares (Thousand Baht)	Premium on share capital (Thousand Baht)
<b>Registered:</b>			
As at 27 December 2023	-	-	-
Registered the establishment of the Company	10	10	-
As at 31 December 2023	10	10	-
Issued share capital during the year	1,525,107	1,525,107	-
Decrease share capital during the year	(10)	(10)	-
As at 31 December 2024	1,525,107	1,525,107	-
<b>Issued and fully paid-up:</b>			
As at 27 December 2023	-	-	-
Registered the establishment of the Company	10	10	-
As at 31 December 2023	10	10	-
Issued share capital in exchange for STEC's ordinary shares during the year	1,519,080	1,519,080	16,383,002
Decrease share capital during the year	(10)	(10)	-
As at 31 December 2024	1,519,080	1,519,080	16,383,002

## 25. 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 income 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.

**26. Finance cost**

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	For the years ended 31 December		For the year ended	For the period as from 27 December 2023 to 31 December
	2024	2023	2024	2023
Interest expenses on borrowings	154,017	34,800	-	-
Interest expenses on lease liabilities	4,195	8,318	65	-
Total	158,212	43,118	65	-

**27. Expenses by nature**

Significant expenses by nature are as follows:

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	For the years ended 31 December		For the year ended	For the period as from 27 December 2023 to 31 December
	2024	2023	2024	2023
Salary and wages of employees and temporary staffs	3,703,382	4,062,948	-	-
Depreciation	755,463	805,129	444	-
Rental expenses from operating lease agreements	671,680	743,365	-	-
Construction materials and subcontractors	23,540,884	21,835,012	-	-

## 28. Income tax

Income tax expenses for the years ended 31 December 2024 and 2023 are made up as follows:

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated		Separate	
	financial statements		financial statements	
				For the period as from
	For the years ended		For the year	27 December
	31 December		ended	2023 to
	2024	2023	31 December	31 December
	2024	2023	2024	2023
<b>Current income tax:</b>				
Current income tax charge	72,075	230,839	-	-
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	(139,814)	(129,192)	-	-
<b>Income tax expenses (benefit) reported in the statement of income</b>	<b>(67,739)</b>	<b>101,647</b>	<b>-</b>	<b>-</b>

The amounts of income tax relating to each component in the statements of comprehensive income for the years ended 31 December 2024 and 2023 are as follows:

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated		Separate	
	financial statements		financial statements	
				For the period as from
	For the years ended		For the year	27 December
	31 December		ended	2023 to
	2024	2023	31 December	31 December
	2024	2023	2024	2023
<b>Deferred tax relating to:</b>				
Gain (loss) on investments in equity designated at fair value through other comprehensive income	618,388	(497,554)	-	-
Actuarial gain	-	5,863	-	-

The reconciliation between accounting profit (loss) and income tax expense is shown below.

(Unit: Thousand Baht)

	After restructuring	Before restructuring		
	Consolidated		Separate	
	financial statements		financial statements	
				For the period as from
	For the years ended		For the year	27 December
	31 December		ended	2023 to
	2024	2023	31 December	31 December
	2024	2023	2024	2023
Accounting profit (loss) before tax	(2,455,868)	637,214	(21,422)	(53)
Applicable tax rate (percent)	20	20	20	20
Accounting profit (loss) before tax multiplied by income tax rate	(491,174)	127,442	(4,284)	(11)
Effects of reversal of tax loss recognised in the past	52,090	-	-	-
Unrecognised tax losses that is used to reduce current tax expense	(2,364)	(9,085)	-	-
Tax losses for the period which deferred tax assets have not been recognised	38,856	3,195	4,180	11
Unrecognised deferred tax on temporary differences	202,518	-	-	-
Tax effect of income and expense that are not taxable income or not deductible in determining taxable profit	132,335	(19,905)	104	-
Income tax expense (benefit) reported in the statement of income	(67,739)	101,647	-	-

The components of deferred tax assets and deferred tax liabilities are as follows:

(Unit: Thousand Baht)		
	Statements of financial position	
	After	Before
	restructuring	restructuring
Consolidated financial statements		
	<u>2024</u>	<u>2023</u>
<b>Deferred tax assets</b>		
Allowance for expected credit losses	1,873	4,439
Effect on elimination of intercompany transaction	20,622	11,427
Provision for loss of projects	95,840	-
Estimated expenses for construction projects	57,141	-
Provision for long-term employee benefits	74,050	69,578
Unused tax loss	47,773	52,092
Other	2,662	5,793
<b>Total</b>	<b>299,961</b>	<b>143,329</b>
<b>Deferred tax liabilities</b>		
Revaluations of investment properties to fair value	696,409	677,220
Gain on investments in equity designated at fair value through other comprehensive income	1,982,128	1,363,740
Lease	156,392	158,520
Others	321	564
<b>Total</b>	<b>2,835,250</b>	<b>2,200,044</b>
<b>Total deferred tax liabilities - net</b>	<b>2,535,289</b>	<b>2,056,715</b>

As at 31 December 2024, the Group has deductible temporary differences and unused tax losses totaling Baht 1,542 million (2023: Baht 84 million), on which deferred tax assets have not been recognised as the Group believes that they might not be used to offset taxable income in the future or that future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.

The unused tax losses amounting to Baht 529 million will expire by 2029.



**29. Earnings per share**

Basic earnings per share is calculated by dividing profit (loss) for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

The following table sets forth the computation of basic earnings per share:

	After restructuring	Before restructuring		
	Consolidated		Separate	
	financial statements		financial statements	
				For the period as from
	For the years ended		For the year	27 December
	31 December		ended	2023 to
	2024	2023	31 December	31 December
	2024	2023	2024	2023
Profit (loss) for the years attributable to shareholders of the Company (Thousand Baht)	(2,357,394)	525,580	(21,422)	(53)
Weighted average number of ordinary shares (Thousand shares)	1,519,089	1,519,080	286,393	10
Profit (loss) per share (Baht)	(1.55)	0.35	(0.07)	(5.31)

**30. Dividends**

Sino-Thai Engineering and Construction Public Company Limited made dividend payment to former shareholders before the completion of the shareholding and management restructuring plan. The details of dividend payments are summarised below.

	Approved by	Dividends	Dividend per share
		(Million Baht)	(Baht)
Final dividends for 2022	Annual General Meeting of the shareholders on 28 April 2023	457	0.30
Total dividends for 2023		457	
Final dividends for 2023	Annual General Meeting of the shareholders on 26 April 2024	229	0.15
Total dividends for 2024		229	

### 31. Segment information

Operating segment information is reported in a manner consistent with the internal reports of the Group that are regularly reviewed by the Managing Director who is the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

The operations of the Group principally involve construction services, office building rental, machinery and construction equipment rental and property development, and are mostly carried on in the single geographic area of Thailand. There were no material activities pertaining to the office building rental, machinery and construction equipment rental and property development segments. For this reason, financial information has not been presented by industry segment. All of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.

#### Major customers

During the year 2024, the Group recognised construction income from 2 major customers in total amount of Baht 7,034 million (2023: 3 major customers in total amount of Baht 10,119 million).

### 32. Provident fund

The Group and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The Group and employees contributed to the fund on a monthly basis at the rate of 3 - 5 percent of basic salaries. The fund, which is managed by Tisco Asset Management Company Limited, will be paid to employees upon termination in accordance with the fund rules. The contributions for the year 2024 amounting to approximately Baht 34 million (2023: Baht 32 million) were recognised as expenses.

### 33. Commitments and contingent liabilities

#### 33.1 Capital commitments

As at 31 December 2024 and 2023, the Group had capital commitments relating to acquisition of machinery and construction equipment as follows:

(Unit: Million)

Foreign currency	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>

**33.2 Project construction cost commitments**

As at 31 December 2024 and 2023, the Group had commitments related to agreements of project construct costs as follows:

(Unit: Million)

Foreign currency	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Baht	22,461	28,533	-	-
Japanese Yen	1	54	-	-
Euro	3	-	-	-

The Group will make payment of these commitment upon delivery of the relevant goods or services.

**33.3 Guarantees**

As at 31 December 2024 and 2023, there were outstanding bank guarantees issued by banks on behalf of the Group as detail below.

(Unit: Million Baht)

	After restructuring	Before restructuring		
	Consolidated financial statements		Separate financial statements	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Performance bonds	20,630	20,354	-	-
Advance and retention bonds	15,973	12,326	-	-
Others	2,214	3,350	-	-
Total	38,817	36,030	-	-

### 33.4 Litigation

The subsidiary was sued for compensation totaling approximately Baht 1,006 million (2023: Baht 114 million). In most of such cases the Subsidiaries is accused of breaches of hire of work contracts. The cases are still being considered by the court. The Group's management and the Group's legal advisors believe that the outcome of these cases will be favorable to the Group therefore no provision for liability has been set aside in the accounts.

## 34. Financial instruments

### 34.1 Derivatives liabilities not designated as hedging instruments

	(Unit: Thousand Baht)	
	After	Before
	restructuring	restructuring
	Consolidated financial statements	
	<u>2024</u>	<u>2023</u>
<b>Foreign exchange forward contracts</b>		
Derivative liabilities	5,485	-

All derivatives were measured at fair value in level 2.

### 34.2 Financial risk management objectives and policies

The Group's financial instruments principally comprise cash and cash equivalents, trade accounts receivable, contract assets, loans to related parties, investments, trade and other payables, retention for construction, loans from financial institutions and lease liabilities. 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 trade accounts receivable contract assets, loans to related parties, deposits with banks and financial institutions. The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

**Trade receivables and contract assets**

The Group manages risk by applying appropriate credit policies and procedures and does not expect to incur significant financial losses. Moreover, most trade receivables are large state and private enterprises and the Group closely monitors collections from customers.

At the end of each reporting period the Group determines expected credit losses based on aging of groups of receivables with similar credit risk profiles or based on estimates of the cash flows the Group expects to receive, discounted using the effective interest rate.

**Cash deposits**

The Group's credit risk associated with cash deposits is low because the Company's policy is that credit limits assigned to each counterparty are to be determined and approved by the Group's Board of Directors and the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

**Foreign currency risk**

The Group's main exposure to foreign exchange risk relates to purchases of construction machinery, materials and equipment denominated in foreign currency. The Group manages the risk mostly by making purchases through local distributors and by entering into forward foreign currency contracts, most of which have terms no longer than one year.

As at 31 December 2024 and 2023, the balances of financial assets and liabilities denominated in foreign currencies of the Group are summarised below.

Foreign currency	Consolidated financial statements					
	Financial assets		Financial liabilities		Average exchange rate	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	(Million)	(Million)	(Million)	(Million)	(Baht per 1 of currency unit)	
Japanese Yen	-	-	30	-	0.22	0.24

As at 31 December 2024, foreign exchange contracts outstanding of the Group are summarised below.

Foreign currency	Consolidated financial statements	
	Bought amount	Contractual exchange rate
	(Million)	of bought amount
		(Baht per 1 foreign currency unit)
US dollar	3	35.59 - 35.60

### Interest rate risk

The Group's main exposures to interest rate risk relate to deposits at bank, loans to related parties, loans from financial institutions and lease liabilities. However, the Group manages the risk by entering into contracts with fixed interest rate that are closed to the market rate. The Group's current exposure to interest rate risk is low and future changes in interest rate would not have a significant impact.

### Liquidity risk

The Group has a policy to carefully manage liquidity and to accept projects accepted must be paid in advance. The Group manages liquidity risk by utilising bank overdrafts, bank loans and lease liabilities. Management assess the risk related to the Group's ability to settle its liabilities as low, since the Group has adequate access to a range of funding sources and is able to roll over liabilities coming due in the next 12 months.

The table below summarises the maturity profile of the Group's non-derivative financial liabilities as at 31 December 2024 and 2023 based on contractual undiscounted cash flows:

(Unit: Million Baht)

Consolidated financial statements -  
After restructuring

	As at 31 December 2024		
	Less than 1 year	1 - 5 years	Total
<b>Non-derivatives</b>			
Short-term loans from financial institutions	6,574	-	6,574
Trade and other payables	9,606	-	9,606
Retention for construction	2,642	-	2,642
Short-term loans from related person and parties	347	-	347
Lease liabilities	197	179	376
Long-term loans from financial institutions	146	438	584
<b>Total non-derivatives</b>	<b>19,512</b>	<b>617</b>	<b>20,129</b>



(Unit: Million Baht)

## Consolidated financial statements -

## Before restructuring

As at 31 December 2023

	Less than		
	1 year	1 - 5 years	Total
<b>Non-derivatives</b>			
Short-term loans from financial institutions	4,300	-	4,300
Trade and other payables	8,725	-	8,725
Retention for construction	2,738	-	2,738
Short-term loan from related party	445	-	445
Lease liabilities	219	265	484
Long-term loans from financial institutions	117	-	117
<b>Total non-derivatives</b>	<b>16,544</b>	<b>265</b>	<b>16,809</b>

(Unit: Million Baht)

## Separate financial statements

As at 31 December 2024

	Less than		
	1 year	1 - 5 years	Total
<b>Non-derivatives</b>			
Trade and other payables	23	-	23
Lease liabilities	1	3	4
<b>Total non-derivatives</b>	<b>24</b>	<b>3</b>	<b>27</b>

**34.3 Fair values of financial instruments**

Since the majority of the Group's financial instruments are short-term in nature or carrying interest at rates closed to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

**35. Capital management**

The primary objectives of the Group capital management is to ensure that it has an appropriate financing structure and preserves the ability to continue its business as a going concern.

As at 31 December 2024, the Group's debt-to-equity ratio was 1.887:1 and the Company's debt-to-equity ratio was 0.002:1.

**36. Event after the reporting period**

- 36.1 On 21 January 2025, the Company enter into an agreement with HTR Corporation Limited to acquire 0.1 million ordinary shares of Patumwan Real Estate Company Limited, representing 100 percent of the total shares, at book value price.
- 36.2 On 31 January 2025, the Company enter into an agreement with Sino-Thai Engineering and Construction Public Company Limited to acquire 4.25 million ordinary shares of STECON POWER Company Limited and 0.75 million ordinary shares of Stecx Ventures Company Limited, respectively, representing 100 percent of the total shares, at book value price.
- 36.3 On 27 February 2025, the Board of Directors' Meeting of Sino-Thai Engineering and Construction Public Company Limited approved a payment of interim dividend for the year 2025 of Baht 1 per share, a total of Baht 1,525 million.

**37. Approval of financial statements**

These financial statements were authorised for issue by the Company's authorised director on 28 February 2025.

**Mr. Pakpoom Srichamni**

- Group Chief Executive Officer and President
- Chairman of the Board of Executive Directors
- Member of the Risk Management and Sustainable Development Committee
- Director

**Mrs. Jaikaew Tejapijaya**

- Chief Finance Officer
- Member of the Nomination and Remuneration Committee
- Executive Director
- Director

**Mr. Ekachai Nitasanajarukul**

- Chief Strategy and New Business Officer

**Ms. Siya Tansamrit**

- Deputy Chief Strategy and New Business

**Mr. Suradej Kayanpianparakit**

- Head of Risk Management and Sustainability Department

**Mr. Rungroj Naknual**

- Head of Investor Relations and Corporate Communication Department

## Accounting and Finance and Company Secretary



**Ms. Thichaya Vasuthararatch**

- Head of Company Secretary Department



**Mr. Chirapat Srivardhana**

- Head of Internal Audit Section



**Ms. Kornpapah Smithlapakul**

- Head of Financial Strategy and Investment Section



**Mr. Sivis Anantakul**

- Investor Investor Relations Section



**Ms. Supavaravee Rukkulchon**

- Head of People Strategy and Change Management Section

## Mr. Pakpoom Srichamni

- Group Chief Executive Officer and President
- Chairman of the Board of Executive Directors
- Member of the Risk Management and Sustainable Development Committee
- Director



**Shareholding in The Company:** None

**Age** 63 years

**Appointed date as a Group Chief Executive Officer / President:** February 16, 2024

**Appointed date as a Chairman of the Board of Executive Directors:** February 16, 2024

**Appointed date as a Member of the Risk Management and Sustainable Development Committee:** February 16, 2024

**Appointed date as a Director:** December 27, 2023

### Education

- Executive Management with Business Development and Investment Class No. 3, Institute of Business and Industrial Development
- The Program for Senior Executives on Justice Administration Class 19, National Justice Academy
- Capital Market for Executives Class No. 18 (CMA18), Capital Market Academy
- SPP Certificate Class. 2554 (NDC 54), National Defence College of Thailand
- Certificate, Management of Government and Private Sectors, King Prajadhipok's Institute
- MBA Thammasat University
- Bachelor of Engineering (Civil Engineering), Kasetsart University

### Experience:

- Senior Executive Vice President Operation Division, Sino-Thai Engineering and Construction Plc.
- Senior Vice President Operation Division, Sino-Thai Engineering and Construction Plc.
- Director, Senior Executive Vice President Operation Division, Sino-Thai Engineering and Construction Plc.
- President, Sino-Thai Engineering and Construction Plc.
- Chairman of the Board, STECON Power Co., Ltd.
- Chairman of the Board, HTR Co., Ltd.
- Chairman of the Board, SITEM ST Engineering and Service Co., Ltd.
- Chairman of the Board, STECX Ventures Co., Ltd.
- Chairman of the Board, SNT Concrete Solution Co., Ltd.
- Chairman of the Board, Wisdom Services Co., Ltd.
- Chairman of the Board, DC Power BN1 Co., Ltd.
- Director, Eastern Bangkok Monorail Co., Ltd.
- Director, Northern Bangkok Monorail Co., Ltd.
- Director, Patumwan Real Estate Co., Ltd.

- Director, Kijpracha Tanee Co., Ltd.
- Director and Executive Director, U-TAPAO International Aviation Co., Ltd.
- Director, BGSR 6 Co., Ltd.
- Director, BGSR 81 Co., Ltd.
- Advisor to Chairman of Thai Contractors Association Under H.M. The King's Patronage
- Director, UTB Co., Ltd.
- Director, UTA Land 1 Co., Ltd.
- Director, STECON Logistics & Transportation Co., Ltd

### Other position in listed company in SET:

- None

### Other positions in non-listed companies:

- Chairman of the Board, HTR Co., Ltd.
- Chairman of the Board, STECON Power Co., Ltd.
- Chairman of the Board, STECX Ventures Co., Ltd.
- Chairman of the Board, DC Power BN1 Co., Ltd.
- Director, SITEM ST Engineering and Service Co., Ltd.
- Director, Patumwan Real Estate Co., Ltd.
- Director, Kijpracha Tanee Co., Ltd.
- Director, Eastern Bangkok Monorail Co., Ltd.
- Director, Northern Bangkok Monorail Co., Ltd.
- Director and Executive Director, U-TAPAO International Aviation Co., Ltd.
- Director, UTB Co., Ltd.
- Director, UTA Land 1 Co., Ltd.
- Director, BGSR 6 Co., Ltd.
- Director, BGSR 81 Co., Ltd.
- Director, STECON Logistics & Transportation Co., Ltd
- Advisor to Chairman of Thai Contractors Association Under H.M. The King's Patronage

### Completed programs by Thai Institute of Directors (IOD):

- 2006 - Director Accreditation Program Class No. 52
- 2012 - Director Certification Program Class No. 161
- 2023 - Role of Chairman Program Class No. 55
- 2024 - Business and Legal Issues for Directors and Executives Program

### Completed programs by The Securities and Exchange Commission (SEC):

- 2023 - Roles and duties of directors and executives of listed companies

### Family relationship:

- None

## Mrs. Jaikaew Tejapijaya

- Chief Finance Officer
- Executive Director
- Member of the Nomination and Remuneration Committee
- Director



**Shareholding in The Company:** None

**Age** 57 years

**Appointed date as a Chief Accounting and Finance Officer:** February 16, 2024

**Appointed date as an Executive Director:** December 27, 2023

**Appointed date as a Member of the Nomination and Remuneration Committee:** February 16, 2024

**Appointed date as a Director:** December 27, 2023

### Education

- MBA, The National Institute of Development Administration
- B. Business Administration, Thammasat University
- Certified Public Accountant

### Experience

- Director, Executive Director, Member of the Nomination and Remuneration Committee, Management Committee and Senior Executive Vice President Financial and Administration Division, Sino -Thai Engineering and Construction Plc.
- Executive Director, Management Committee and Senior Executive Vice President Financial and Administration Division, Sino -Thai Engineering and Construction Plc.
- Management Committee and Senior Executive Vice President Financial and Administration Division, Sino -Thai Engineering and Construction Plc.
- Management Committee and Senior Vice President - Accounting & Financial, Sino -Thai Engineering and Construction Plc.
- Vice President Accounting Department, Sino -Thai Engineering and Construction Plc.

### Other position in listed company in SET:

- Director, Thai Solar Energy Plc.

### Other positions in non-listed companies:

- Director, Sino -Thai Engineering and Construction Plc.
- Director, Wisdom Services Co., Ltd.
- Director, SNT Concrete Solution Co., Ltd.
- Director, STECON Power Co., Ltd.
- Director, STECX Ventures Co., Ltd.
- Director, U-TAPAO International Aviation Co., Ltd.
- Director, UTB Co., Ltd.
- Director, UTA Land 1 Co., Ltd.
- Director, UTA Land 2 Co., Ltd.
- Director, UTA Land 3 Co., Ltd.
- Director, UTA Land 4 Co., Ltd.
- Director, UTA Land 5 Co., Ltd.
- Director, HTR Co., Ltd.
- Director, Patumwan Real Estate Co., Ltd.
- Director, Kijpracha Tanee Co., Ltd.
- Director, Nouvelle Property Co., Ltd.
- Director, STECON Logistics & Transportation Co., Ltd.

### Completed programs by Thai Institute of Directors (IOD):

- 2022 - Director Certification Program Class No. 329
- 2023 - Risk Management Program for Corporate Leaders (RCL 32/2023)
- 2024 - Business and Legal Issues for Directors and Executives Program

### Completed programs by The Securities and Exchange Commission (SEC):

- 2023 – Roles and duties of directors and executives of listed companies

### Family relationship:

- None



**Mr. Ekachai Nitasanajakul**

- Chief Strategy and New Business Officer



**Shareholding in The Company:** None

**Age** 43 years

**Appointed date as Chief Strategy and New Business Officer:** 6 January 2025

**Education**

- BBA, Finance and Banking; Assumption University

**Experience**

- Head of Corporate and Business Finance, Central Retail Corporation Plc.
- Chief Financial Officer, COL Plc.
- Chief Financial Officer, Robinson Plc.
- Vice President, Corporate Finance, Central Department Store Group
- Vice President, M&A, Central Group
- Associate Director, Private Market Investments, Government Pension Fund
- Associate, Investment Banking, Phatra Securities Plc.
- Associate, Transaction Services, PricewaterhouseCoopers

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- None

**Completed programs by The Securities and Exchange Commission (SEC):**

- Financial Advisor Course

**Family relationship:**

- None

### Ms. Siya Tansamrit

- Deputy Chief Strategy and New Business Officer



**Shareholding in The Company:** None

**Age** 36 years

**Appointed date as Deputy Chief Strategy and New Business Officer:** 12 December 2024

**Education**

- MSc Accounting & Finance; London School of Economics and Political Science
- BSc Business Management; King's College London

**Experience**

- Engagement Manager; McKinsey & Company
- Global Markets Business Manager; Citibank Thailand
- Management Associate; Citibank Thailand
- Consultant; Deloitte Thailand

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- None

**Completed programs by The Securities and Exchange Commission (SEC):**

- None

**Family relationship:**

- None

## Mr. Suradej Kayanpianparakit

- Head of Risk Management and Sustainability Department



**Shareholding in The Company:** None

**Age** 52 years

**Appointed date as a Head of Risk Management and Sustainability Department:** February 16, 2024

**Education:**

- Bachelor of Engineering, Electrical Power, King Mongkut's Institute of Technology Ladkrabang
- Master of Business Administration, The University of the Thai Chamber of Commerce

**Experience:**

- Vice President Risk Management and Sustainability Department, Sino -Thai Engineering and Construction Plc.
- Assistant Vice President Operation Control and Analysis Section, Sino -Thai Engineering and Construction Plc.
- Assistant Vice President Project Control & Analysis Section, Sino -Thai Engineering and Construction Plc.

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- 2023 - Risk Management Program for Corporate Leaders (RCL)

**Completed programs by The Securities and Exchange Commission (SEC):**

- None

**Family relationship:**

- None

## Mr. Rungroj Naknual

- Head of Investor Relations and Corporate Communication Department



**Shareholding in The Company:** None

**Age** 49 year

**Appointed date as Head of Investor Relations and Corporate Communication Department :**

December 12, 2024

### **Education**

- Bachelor of Laws, Bangkok University
- Mini MBA Program, Chulalongkorn University
- Naval War College Class 57

### **Experience**

- Assistant Vice President - Corporate Communications Section, Sino -Thai Engineering and Construction Plc.
- Vice President - Investor Relations and Corporate Communications Department, Sino -Thai Engineering and Construction Plc.
- Vice President - Investor Relations and Corporate Communications Department, Stecon Group Plc.

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- None

**Completed programs by The Securities and Exchange Commission (SEC):**

- None

**Family relationship:**

- None

## Ms. Thichaya Vasuthararatch

- Head of Company Secretary Department



**Shareholding in The Company:** None

**Age** 45 year

**Appointed date as Head of Company Secretary**

**Department:** December 12, 2024

**Company Secretary Department:**

December 13, 2024

### Education

- Bachelor of Communications Arts, Public Relations, University of Thai Chamber of Commerce

### Experience

- Company Secretary, Stecon Group Plc.
- Vice President, Company Secretary, Stecon Group Plc.
- Company Secretary and Executive Vice President, Office of Corporate Secretary, AIRA Capital Plc.
- Company Secretary, Office of Corporate Secretary, AIRA Capital Plc,
- Senior Vice President, Office of Corporate Secretary, AIRA Capital Plc.
- Company Secretary and Vice President, Office of Corporate Secretary, AIRA Property Plc.
- Company Secretary and Assistant Vice President, Office of Corporate Secretary, WP Energy Plc.
- Senior Stakeholder Officer, PT Az Zhara Plantation Co., Ltd, Indonesia
- Senior Compliance Officer, PTT Green Energy Co., Ltd. (Thailand)

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- 2022 Subsidiary Government Program (SGP) Class 3/2022
- 2012 Effective Minutes Taking (EMT) Class 22/2012
- 2010 Board Reporting Program (BRP) Class 2/2010
- 2010 Company Secretary Program (CSP) Class 34/2010

**Completed programs by The Securities and Exchange Commission (SEC):**

- None

**Family relationship:**

- None

## Mr. Chirapat Srivardhana

- Head of Internal Audit Section



**Shareholding in The Company:** None

**Age** 67 year

**Appointed date as Head of Internal Audit Section:**

February 16, 2024

### Education

- Mini-MBA, Thammasat University, September 30, 2007
- Organization Risk Management Program (ORMP-1), Sasin Graduate Institute of Business Administration, February 21, 2004
- Control Self-Assessment Facilitation Techniques for Auditors, The Institute of Internal Auditors of Thailand, September 6, 2003
- IIA'S Endorsed Internal Auditing Program (EIAP-1) Chulalongkorn University, September 4, 2000
- B.S. (Accounting), Kasetsart University, 1979

### Experience

- Assistant Vice President – Internal Audit Section, Sino -Thai Engineering and Construction Plc.
- Vice Chairman of The Institute of Internal Auditors of Thailand (IIAT)
- Vice Chairman of The Accounting Association of Kasetsart University
- Assistant Manager Control and Operation Siam Commercial Bank Plc. Chonburi Branch
- Internal Audit Supervisor of Siam Commercial Bank Plc.

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- IT Governance and Cyber Resilience Program (ITG 15/2020), Thai Institute of Directors Association, November 19 – 20, 2020
- Corporate Governance for Executives (CGE 3/2015), Thai Institute of Directors Association, March 2-3, 2015

**Completed programs/seminars conducted by The Institute of Internal Auditors (IIA Global)**

- International Conference Internal Auditing (IC2024), Washington, D.C., USA, July 15-16, 2024
- IIA Global Assembly and International Conference Amsterdam, Netherlands July 7-11, 2023

**Family relationship:**

- None



## Ms. Kornpapah Smithlapakul

- Head of Financial Strategy and Investments Section



**Shareholding in The Company:** None

**Age** 35 years

**Appointed date as Head of Financial Strategy and Investments Section:** 6 January 2025

### Education

- Master's Degree of Business Administration, Assumption University
- Bachelor's Degree of Business Administration (Major Finance and Banking), Assumption University

### Experience

- Assistant Vice President - Corporate Finance Director, Central Retail Corporation Plc.
- Assistant Vice President - Head of Financial Planning, COL Plc.
- Assistant to Chief Financial Officer, Robinson Plc.
- Assistant to Chief Financial Offer, Medical Worldtech Co., Ltd.
- Assistant Vice President - Investment Banking, TISCO Securities Co., Ltd.

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- None

**Completed programs by The Securities and Exchange Commission (SEC):**

- None

**Family relationship:**

- None

## Mr.Sivis Anantakul

- Head of Investor Relations Section



**Shareholding in The Company:** None

**Age** 44 year

**Appointed date as Head of Investor Relations**

**Section:** December 12, 2024

**Education**

- Master of Economics (Financial Economics), National Institute of Development Administration.
- Master of Science Tourism and Marketing Management, Bournemouth University, United Kingdom.
- Bachelor of Arts (Business Japanese), Assumption University.

**Experience:**

- Assistant Vice President Investor Relations section, Sino-Thai Engineering and Construction Plc.
- Investor Relations Senior Manager, The One Enterprise Plc.
- Investor Relations Senior Manager, Absolute Clean Energy Plc.

**Other position in listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- None

**Completed programs by The Securities and Exchange Commission (SEC):**

- 2024 Completed Programs by The Securities and Exchange Commission (SEC)

**Family relationship:**

- None

## Ms. Supavaravee Rukkulchon

- Head of People Strategy and Change Management Section



**Shareholding in The Company:** None

**Age** 32 year

**Appointed date as Head of People Strategy and Change Management Section.:** February 5, 2025

### Education

- Master of Arts in Social-Organizational Psychology; Columbia University
- Bachelor of Commerce in Economics; McGill University

### Experience:

- Consultant; McKinsey & Company
- Investor Relations Officer; PTT Oil and Retail Business Public Company Limited
- Business Analyst; PTT Oil and Retail Business Public Company Limited
- Human Resources and Organizational Development Officer; PTT Oil and Retail Business Public Company Limited
- Media Specialist; Ford Motor Company

**Other position in the listed company in SET:**

- None

**Other positions in non-listed companies:**

- None

**Completed programs by Thai Institute of Directors (IOD):**

- None

**Completed programs by The Securities and Exchange Commission (SEC):**

- None

**Family relationship:**

- None

## Details of Directors and Subsidiaries

Company name  List of Executives and Persons with Controlling Authority	Company		Subsidiary Company					
	Stecon Group	Sino-Thai Engineering & Construction Plc.	HTR Corporation Limited	Nouvelle Property Co., Ltd.	Wisdom Services Co.,Ltd.	STECON Power Co.,Ltd.	STECX Ventures Co., Ltd.	SNT Concrete Solution Co., Ltd.
Mr. Vallop Rungkijvorasathien	⌘							
Mr. Chamni Janchai	■							
Mr. Thanathip Vidhayasirinun	■							
Gen.Dr. Surapan Poomkaew	■							
Mr. Masthawin Charnvirakul	■							
Mr. Pakpoom Srichamni	■ ◆	⌘	⌘	■		⌘	⌘	
Mrs. Jaikaew Tejapijaya	■ ●	■ ●	■	■	■	■	■	■
Mr. Jarunat Jiraratsatit	■ ●	■ ◆		■	■	■	■	■
Police Colonel Pravesana Mulpramook	■							
Mrs. Monrudee Gettuphan	■							
Mr. Apivut Thongkam	■							
Miss. Rapeepan Luangaramrut	■							

Remark : ⌘ = Chairman, ■ = Director, ● = Executive Director, ◆ = Chairman of the Board of Executive Directors

## Details of Directors Subsidiaries

Company name  List of Executives and Persons with Controlling Authority	Subsidiary Company						
	DC POWER BN1 Co., Ltd.	STECON Logistics & Transportation Co.,Ltd	Mars Water Supply Co.,Ltd	Green Water Energy Solutions Co.,Ltd	Synergy Tech Waste Co.,Ltd	Arin Clean Power Co., Ltd	Alan Clean Power Co., Ltd
Mr. Vallop Rungkijvorasathien							
Mr. Chamni Janchai							
Mr. Thanathip Vidhayasirinun							
Gen.Dr. Surapan Poomkaew							
Mr. Masthawin Charnvirakul							
Mr. Pakpoom Srichamni	☸	■					
Mrs. Jaikaew Tejapijaya		■					
Mr. Jarunat Jiraratsatit	■	■	■	■	■	■	■
Police Colonel Pravesana Mulpramook							
Mrs. Monrudee Gettuphan"							
Mr. Apivut Thongkam							
Miss. Rapeepan Luangaramrut							

Remark : ☸ = Chairman, ■ = Director, ● = Executive Director, ◆ = Chairman of the Board of Executive Directors

## Details of Directors in Related Companies

Company name  List of Executives and Persons with Controlling Authority	Company							
	Stecon Group	Northern Bangkok Monorail Co., Ltd.	Eastern Bangkok Monorail Co., Ltd.	U-TAPAO International Aviation Co., Ltd.	BGSR 6 Co., Ltd.	BGSR 81 Co., Ltd.	UTB Co., Ltd.	SITEM ST Engineering and Services Co., Ltd.
Mr. Vallop Rungkijvorasathien	⌘							
Mr. Chamni Janchai	■							
Mr. Thanathip Vidhayasirinun	■							
Gen.Dr. Surapan Poomkaew	■							
Mr. Masthawin Charnvirakul	■							
Mr. Pakpoom Srichamni	■ ◆	■	■	■	■	■	■	■
Mrs. Jaikaew Tejapijaya	■ ●			■			■	
Mr. Jarunat Jiraratsatit	■ ●							■
Police Colonel Pravesana Mulpramook	■							
Mrs. Monrudee Gettuphan	■							
Mr. Apivut Thongkam	■							
Miss. Rapeepan Luangaramrut	■							

Remark: ⌘ = Chairman, ■ = Director, ● = Executive Director, ◆ = Chairman of the Board of Executive Directors



## Mr. Chirapat Srivardhana

- Head of Internal Audit Section



**Age** 67 year

### Education

- International Conference on Internal Auditing (IC2024), Washington, D.C., USA July 15-16, 2024
- IIA Global Assembly and International Conference Amsterdam, Netherlands July 7-11, 2023
- IT Governance and Cyber Resilience Program (ITG 15/2020), Thai Institute of Directors Association, November 19 - 20, 2020
- Corporate Governance for Executives (CGE 3/2015), Thai Institute of Directors Association, March 2-3, 2015
- Mini-MBA, Thammasat University, September 30, 2007
- Organization Risk Management Program (ORMP-1), Sasin Graduate Institute of Business Administration, February 21, 2004
- Control Self-Assessment Facilitation Techniques for Auditors, The Institute of Internal Auditors of Thailand, September 6, 2003
- IIA'S Endorsed Internal Auditing Program (EIAP-1) Chulalongkorn University, September 4, 2000
- B.S. (Accounting), Kasetsart University, 1979

### Experience

- Vice Chairman of The Institute of Internal Auditors of Thailand (IIAT)
- Vice Chairman of The Accounting Association of Kasetsart University
- Assistant Manager Control and Operation Siam Commercial Bank Plc. Chonburi Branch
- Internal Audit Supervisor of Siam Commercial Bank Plc.

### Responsibilities

- Secretary of The Audit Committee, Stecon Group Plc.
- Internal Audit Manager, Stecon Group Plc.

For further information about the business asset and details on asset valuation from section 1 business operations and performance is also presented in the sub item of business asset number (3) business asset.

**Asset Valuation Report No. GEN 12/002/67(R)(L)**

The Subject Property : Vacant land (Appraised only the land, excluding buildings. according to the wishes of the employer) 2 plots, The total land area is about 8-0-60.0 rai (or 3,260.0 square wa)

Location : Located on Rama 3 Road and next to the Chao Phraya River. in the local administrative area of Yan Nawa District Bang Phong Phang Subdistrict, Yan Nawa District, Bangkok

Our Ref.A.R.E.A GEN 12/002/67(R)(L)  
December 6, 2024

Managing Director  
Sino-Thai engineering & construction public company limited

Dear Sir,

I refer to your assignment for our company to appraise your property, details of which are below. Now, we are pleased to inform you that the appraisal has been completed and, hence, are taking this opportunity to send you this report. A summary of the valuation as follows:

The Subject Property: Vacant land (Appraised only the land, excluding buildings. according to the wishes of the employer) 2 plots, The total land area is about 8-0-60.0 rai (or 3,260.0 square wah).

Location : Located on Rama 3 Road and next to the Chao Phraya River. in the local administrative area of YanNawa District Bang Phong Phang Sub-district, YanNawa District, Bangkok.

Land Right Document: It has a land title deed no. 58776, 58777. total of 2 issues. The land owner is Sino-Thai Engineering and Construction Public Company Limited (บริษัท ซิโน-ไทย เอ็นจีเนียริง แอนด์ คอนสตรัคชั่น จำกัด (มหาชน))

Encumbrance : There are no registered obligations.

Land Expropriation : No eminent domain in this area affects the site.

Purpose of Valuation: to know the current asset value and used for reference for public purposes in the Stock Exchange of Thailand

Basis of Valuation : "Market Value" assessment

Valuation Assumption: There are conditions and restrictions according to Section 3.1, 3.3

Valuation Approach : Market Approach and Residual Approach (or Hypothetical Development Analysis).

Date of Valuation : December 3, 2024

The Market Value of the Subject Property is Thai Baht 1,271,400,000.00  
(One thousand two hundred Seven ty-one million four hundred thousand Baht only )

The Agency for Real Estate Affairs Co., Ltd. (<http://www.area.co.th>) and valuers are not involved in any benefit from the subject property and our careful action follows the regulations and professional morals of the Valuers' Association of Thailand.

Sincerely yours,

Sonon Pornchokchai PhD D ETARCT MRTCS

**Asset Valuation Report No. GEN 12/003/67(R)(L)**

The Subject Property : Land, 2 groups, total area of approximately 28 rai 53 square wa.

Location : Adjacent to Theparat Road and Soi Bangna-Trad 50 in Bangna Subdistrict,  
Bangna District, Bangkok

Our Ref.A.R.E.A GEN 12/003/67(R)(L)  
December 2, 2024

Managing Director  
Sino-Thai engineering & construction public company limited

Dear Sir,

I refer to your assignment for our company to appraise your property, details of which are below. Now, we are pleased to inform you that the appraisal has been completed and, hence, are taking this opportunity to send you this report. A summary of the valuation as follows:

- The Subject Property: Vacant land (Appraised only the land, excluding buildings. according to the wishes of the employer) 18 plots, The total land area is about 28-0-53.0 rai (or 11,253.0 square wah).
- Location : According to the details as follows:
- Group 1 : Located on Debaratana Road. in the local administrative area of Bangna District Bangna Sub-district, Bangkok.
  - Group 2 : Located on Soi Bangna-Trad 50 Debaratana Road. in the local administrative area of Bangna District Bangna Sub-district, Bangkok.
- Land Right Document: It has a land title deed no. 6029, 47128, 81542-81544, 81554-81557, 103632-103640. total of 18 issues. The land owner is Sino-Thai Engineering and Construction Public Company Limited (บริษัท ชีโน-ไทย เอ็นจิเนียริง แอนด์ คอนสตรัคชั่น จำกัด (มหาชน))
- Encumbrance : There are no registered obligations.
- Land Expropriation : No eminent domain in this area affects the site.
- Purpose of Valuation: to know the current asset value and used for reference for public purposes in the Stock Exchange of Thailand
- Basis of Valuation : "Market Value" assessment
- Valuation Assumption: There are conditions and restrictions according to Section 3.1, 3.3
- Valuation Approach : Market Approach and Residual Approach (or Hypothetical Development Analysis).
- Date of Valuation : December 2, 2024

The Market Value of the Subject Property is Thai Baht 1,914,812,000.00  
(One billion nine hundred and fourteen million eight hundred and twelve thousand baht only)

The Agency for Real Estate Affairs Co., Ltd. (<http://www.area.co.th>) and valuers are not involved in any benefit from the subject property and our careful action follows the regulations and professional morals of the Valuers' Association of Thailand.

Sincerely yours,

## Asset Valuation Report No. GEN 12/004/67(R)(L)

The Subject Property : Vacant land 6 plots, the total land area is approximately 54 rai 50.0 square wa (or 21,650.0 square wa).

Location : Adjacent to Khanong Phra Tai Road - Nong Sarai And next to an unidentified alley, Khanong Phra Subdistrict, Khanong Phra Subdistrict, Pak Chong District, Nakhon Ratchasima Province

Our Ref.A.R.E.A GEN 12/004/67(R)(L)  
December 13, 2023

Managing Director  
Sino-Thai engineering & construction public company limited

Dear Sir,

I refer to your assignment for our company to appraise your property, details of which are below. Now, we are pleased to inform you that the appraisal has been completed and, hence, are taking this opportunity to send you this report. A summary of the valuation as follows:

The Subject Property: Vacant land (Appraised only the land, excluding buildings. according to the wishes of the employer) 6 plots, The total land area is approximately 54 rai 50.0 square wa (or 21,650.0 square wa).

Location : Adjacent to Khanong Phra Tai Road - Nong Sarai And next to an unidentified alley, Khanong Phra Subdistrict, Khanong Phra Subdistrict, Pak Chong District, Nakhon Ratchasima Province

Land Right Document: It has a CERTIFICATE UTILISATION [NS. 3K.] no. 6748-6753. total of 6 issues. Current owner is Sino-Thai Engineering and Construction Public Company Limited (บริษัท ซิโน-ไทย เอ็นจีเนียริง แอนด์ คอนสตรัคชั่น จำกัด (มหาชน))

Encumbrance : There are no registered obligations.

Land Expropriation : No eminent domain in this area affects the site.

Purpose of Valuation: to know the current asset value and used for reference for public purposes in the Stock Exchange of Thailand

Basis of Valuation : "Market Value" assessment

Valuation Assumption: There are conditions and restrictions according to Section 6.2.

Valuation Approach : Market Approach

Date of Valuation : December 6, 2024

The Market Value of the Subject Property is Thai Baht 133,689,000.00  
(One hundred thirty -three million six hundred eighty -nine thousand baht)

The Agency for Real Estate Affairs Co., Ltd. (<http://www.area.co.th>) and valuers are not involved in any benefit from the subject property and our careful action follows the regulations and professional morals of the Valuers' Association of Thailand.

Sincerely yours,





# Good Corporate Governance

## 1. Purpose

Stecon Group Public Company Limited (the “Company”) recognizes the importance of good corporate governance and believes that Good corporate governance will help the Company’s management to be transparent, efficient as well as helps the Company to grow sustainably. Therefore, the Company considers to establish the principle of good corporate governance based on the Guideline for Good Corporate Governance for Listed Companies 2017 of the Securities and Exchange Commission (“SEC”) in order to serve as a guideline for the Board of Directors to supervise the business, ensure long-term good performance and credibility for shareholders and investors.

In this regard, the Company aims to operate its business efficiently, have ethic in operating business to be beneficial to society, develop or reduce negative impact on the environment and be able to adapt changing in business condition.

## 2. Code of Practice

The Board of Directors has placed great emphasis on compliance with the principles of good corporate governance that is covering the 8 principles of corporate governance as following

**Principle 1: Recognize the role and responsibility of the Board of Directors as an organizational leader who creates value for the business in a sustainable manner. (Establish clear Leadership role and responsibility of the Board)**

- 1.1 The Board of Directors should understand its role and be aware of its responsibility as leader who must supervise the organization to have good management which includes setting the objective and goal of the business, set strategy, working policy, allocation of important resource to achieve objective and target as well as monitoring, evaluation, and overseeing performance reporting.
- 1.2 Create value for the business in a sustainable manner. The Board of Directors must supervise the business to achieve its goal. It aims to make the business competitive in the business. It has good long-term performance under ethical business practice. Respect the right and responsibility of shareholders and stakeholders such as customer and business partner. In addition, It also helps organization to adapt changing in business condition.

However, The Board of Directors will adhere to the following principle in the supervision of the Company to lead and corporate governance result.

- 1.2.1 The Board of Directors will take into account ethic and social and environmental impact over other to financial performance.
- 1.2.2 The Board of Directors will create and drive a corporate culture that adheres to ethic. The Board of Directors will behave as an exemplary leader in corporate governance, adhere to corporate value and ethic, and strive to operate with integrity.
- 1.2.3 The Board of Directors will establish a policy for directors, executives and employees who represent the written principle and guideline such as the Code of Conduct and Business Ethic, etc.



- 1.2.4 The Board of Directors will supervise the communication so that the directors, all executives and employees understand that there is an adequate mechanism to facilitate the implementation of the above policy, follow up on the result of the implementation and review policy and practice on a regular basis.
- 1.3 The Board of Directors will perform its duty with caution, loyalty and ensure that the operation complies with the law, article of Association and resolutions of the shareholders' meeting as well as policy or guideline that have been determined as well as the approval process for important operation such as investment and other activities. Transactions that have a significant impact on the Company. Transactions with connected person, acquisition/disposal of assets, dividend payment, etc., in accordance with the law.
- 1.4 The Board of Directors should understand the scope of duty and responsibility. The Company also clearly defines the scope of duty and responsibility assigned to the Group Chief Executive Officer/President and the Management Department as well as monitors and supervises the Group Chief Executive Officer/President and the Company's management to perform assigned duty.
- 1.4.1 The Board of Directors will prepare a Charter of Board of Directors that specifies the duty and responsibility of the Board of Directors for reference in the performance of the duty of all directors and requires the Charter to be reviewed regularly at least once a year including the division of role and duty of the Board of Directors, the Chief Executive Officer/President and the Management Department regularly to be in line with the direction of the organization.
- 1.4.2 The Board of Directors will understand the scope of its duty and delegate the authority to manage the business to the management in writing including the authority for approving transaction. However, such assignment does not relieve the Board of Directors of its responsibility and the Board of Directors will continue to monitor the management to perform its assigned duty.
- However, the scope of duty of the Board of Directors, the Chief Executive Officer/President and the Management may be considered as following
- Matter to be supervised is matter that the Board of Directors to be mainly responsible for implementing appropriately. However, The Board of Directors may assign the management to propose matter for consideration which include the following matter
- Determination of objective and main objective in business operation.
  - Create an organizational culture that adheres to ethic and behave as a role model.
  - Ensure that the structure and practice of the Board of Directors is appropriate for the effective achievement of the main objective and objective of the Company's business.
  - Recruitment, development, determination of remuneration and evaluation of the performance of the Chief Executive Officer
  - Determine the remuneration structure as an incentive for personnel to perform in accordance with the objective and the main goal of the organization.

Matter to be handled together with the management is matter that the Board of Directors, the Executive Committee and the management consider together and the management proposes to the Board of Directors in order to get approval and report to the Board of Directors periodically as appropriate.

- a. Formulate and review strategy, target and annual plan.
- b. Adequate Assurance of the Adequacy of the Risk Management and Internal Control System
- c. Determination of executive authority appropriate to the responsibility of the management.
- d. Determination of the resource allocation framework. This includes policy and personnel management and development as well as information technology development plan.
- e. Monitoring and Evaluation of Performance
- f. Ensure that financial and non-financial disclosure are reliable.

Matter that the Board of Directors will not take action on is matter that the Board of Directors will supervise at the policy level. The Chief Executive Officer/President and the management team are assigned to be the main responsible for the operation, which consists of

- a. Execute in accordance with the strategy, policy and plan approved by the Board of Directors which the Board of Directors will leave to the management to be responsible for making decision to implement the policy framework. The Board of Directors will monitor the result without interfering with decision-making unless there is a necessary reason.
- b. Matter prohibited by the regulation such as approval of transaction in which directors have an interest, etc.

## **Principle 2 Define Objective that Promotes Sustainable Value Creation**

- 2.1 The Board of Directors will determine or ensure that the Company's main objective is for sustainability with consistent with creating value for the business, customer, business partner as well as other stakeholders and society as a whole.

2.1.1 The Board of Directors is responsible for ensuring that the Company has clear and appropriate objective. It can be used as the main idea to define a business model and communicate to everyone in the organization to drive in the same direction. The Board of Directors will be determined in the vision, mission, and corporate value or others similarly,

2.1.2 To achieve the main objective. The Board of Directors will determine a business model that can create value for both the Company, stakeholders and society as a whole.

- (1) The environment and changing in various factor including the appropriate use of innovation and technology to achieve competitiveness.
- (2) The need of customer and stakeholders are taken into account in determining the main objective by balancing each other.
- (3) Readiness and proficiency are assessed as well as competitiveness of the business
- (4) Purpose of establishing the Company
- (5) The Company's customer
- (6) Ability to make profit or compete by creating value for the Company and customer (Value Proposition).
- (7) The ability to exist for a long time (Sustainable) under both opportunity and risk that affect the business and stakeholders.

- 2.1.3 The Board of Directors will promote the value of the organization that reflect the characteristic of governance of good business such as accountability, integrity, transparency, consideration of social and environmental responsibilities, etc.
- 2.1.4 The Board of Directors will promote sustainable business development by conducting business that takes into account environmental, social, economic and good corporate governance including climate change for stable and sustainable business growth.
- 2.1.5 The Board of Directors will promote communication and strengthen the main objective and goal of the organization to be reflected in the decision and operation of personnel at all levels. Any decision will be based on the main objective and goal of the organization, taking into account the risk and impact that will occur to the organization, society, community, and the environment until it becomes a corporate culture.
- 2.2 The Board of Directors ensures that the objective, goal including medium-range strategy for the business is consistent with the main objective of the business under the appropriate and safe use of innovation and technology.
- 2.2.1 The Board of Directors will supervise the preparation of strategy and annual plan in accordance with the Company's main objective and take into account the current business environment as well as acceptable opportunity and risk. It must also encourage the formulation or review of objective, target and strategy for the medium term within 3-5 years. The annual strategy and roadmap take into account the impact over a longer period of time and are reasonably predictable.
- 2.2.2 In formulating strategy and annual plan, the Board of Directors will supervise the analysis of the environment. Factors and risks that may affect relevant stakeholders along the line of value chain including various risk factors that may affect the achievement of the main objective of the business. There should be a mechanism that truly understands the need of stakeholders.
- (1) Identify the method, process, engagement channel or communication channel between stakeholders and businesses are clear in order for businesses to access and receive information on the issues or need of each stakeholder group as accurately as possible.
  - (2) Identify the relevant stakeholders of the business, both inside and outside, both as individuals and group of individual, organization including employees, investor, customer, partner, community, society, environment government agencies, regulatory agencies, etc.
  - (3) Identify issue and expectation of stakeholders to analyze and organize such issue according to their importance and impact on both the business and stakeholders.
- 2.2.3 In formulating a strategy, the Board of Directors will supervise the promotion of innovation and adopt innovation as well as technology to build competitiveness and meet the need of stakeholders while still being based on social and environmental responsibility
- 2.2.4 The Board of Directors must set target that are appropriate to the business environment and the potential of the business. It will target both monetary and non-monetary targets. In addition, they will be aware of the risk of setting goal that may lead to illegal conduct or lack of ethics (Unethical Conduct).

2.2.5 The Board of Directors must supervise the transmission of objective through strategy and plan to the entire organization.

2.2.6 The Board of Directors must supervise the appropriate allocation of resource and operational control, monitor the implementation of the annual strategy and working plan, prepare an action plan, and identify the person in charge, budget according to the strategic plan and annual operation. Duration of operation meetings should be held to monitor the progress of the planned implementation as specified by the management as well as to monitor the performance in order to consider adjusting the plan to suit the situation.

### Principle 3: Strengthen Board Effectiveness

3.1 The Board of Directors will determine and review the structure of the Board of Directors in order to ensure that the Board of Directors has an independent and appropriate composition that is necessary to lead the organization to the set objective and target. The Board of Directors will ensure that the Board of Directors consists of directors with various qualification in terms of skill, experience, competency and specific attributes including gender and age that are necessary to achieve the organization's core objective and goal by preparing a table of the element of knowledge and expertise of the directors. (Skill Matrix) to ensure that the overall Board of Directors is qualified. It is able to understand and meet the need of stakeholders. In addition, there must be at least one non-executive director who has experience in the main business or industry in which the Company is operated.

3.1.1 The Board of Directors must consider the appropriate number of directors and be able to perform their duties effectively. The number of directors must be at least 5 and should not exceed 12 depending on the size, type and complexity of the business.

3.1.2 The Board of Directors must provide a proportionality between executive directors and non-executive directors that appropriately reflects the power of the balance of power.

- a. The number of non-executive directors who can independently give opinion on the work of the management will be in accordance with the rule of the SEC and the Securities and Exchange Commission
- b. Independent directors are qualified in accordance with the rule of the SEC and the Stock Exchange of Thailand and will ensure that independent directors are able to work effectively with all Board of Directors and express their opinions freely.

3.1.3 The Board of Directors must disclose the policy on determining the composition of the Board of Directors with diversity and information on directors such as age, gender, educational background, experience, proportion of shareholding, number of years as a director and serving as a director in other listed companies in the Annual Report and on the Company's website.

3.2 The Board of Directors must elect an appropriate person to be the Chairman of the Board and ensure that the composition and operation of the Board of Directors are conducive to the independent exercise of discretion.

- 3.2.1 The Chairman of the Board of Directors must be an independent director. If the Chairman of the Board of Directors is not an independent director, the Chairman of the Board of Directors must not be an independent director. The composition of the Board of Directors must consist of more than half of the independent directors or the appointment of one independent director to consider and determine the agenda of the Board of Directors in order to create a balance of power between the Board of Directors and management.
- 3.2.2 The Company must determine the power, duty and responsibility of the Chairman of the Board of Directors and the Group Chief Executive Officer/President to have clearly different responsibility and not to have unlimited power from any one person.
- 3.2.3 The Chairman of the Board of Directors plays a leading role in the Board of Directors at least the following matter must be covered:
- (1) Supervision, monitoring and oversight to ensure that the performance of the duty of the Board of Directors is effective and achieves the Company's main objective.
  - (2) Ensure that all directors participate in promoting an ethical corporate culture and good corporate governance.
  - (3) Setting the agenda of the Board of Directors by discussing with the Chief Executive Officer/President and taking measure to ensure that important matter is included in the agenda.
  - (4) Sufficient time is allocated for the management to propose matter and be enough for the directors to discuss important issues carefully, encouraging directors to exercise prudent discretion and give their opinions freely.
  - (5) Strengthening good relationship between executive and non-executive directors as well as between the Board of Directors and management.
- 3.2.4 The Board of Directors set a policy for Independent Directors to hold office for a continuous term of no more than 9 years from the date of their first appointment as Independent Director. In case that the Independent Director will be appointed to continue to hold the position. The Board of Directors will reasonably consider such necessity.
- 3.2.5 Ensure that important matters are carefully considered in detail. The Board of Directors has considered appointing 4 sub-committees to consider specific issues, screen information, and propose guidelines for consideration before proposing to the Board of Directors for further approval as following
- (1) Audit Committee
- The Audit Committee has the authority and duty to review the Company, be accurate and sufficient financial transaction and review the Company's internal control system and internal audit system to ensure that it is appropriate and effective. Consider the independence of the internal audit department as well as approving the appointment, transfer, and dismissal of the head of the internal audit department or any other agency responsible for internal audit. Review for the company Comply with the Securities and Exchange Act. The requirements of

the Stock Exchange of Thailand and laws related to the Company's business consider, select, propose the appointment of an independent person to act as the Company's auditor and propose the remuneration of such person. It is also to attend meeting with auditor, consider connected transaction or transaction that may have a conflict of interest in accordance with the law and regulation of the Stock Exchange of Thailand in order to ensure that such transactions are reasonable and in the best interests of the Company and any other actions taken by the Board of Directors of the Company assigned with the approval of the Audit Committee (structure, qualifications, appointments, term of office. The duty and responsibility of the Audit Committee shall be as prescribed in the Charter of the Audit Committee).

(2) Executive Committee

The Executive Committee has the authority and duty to jointly formulate guideline. The Board of Directors must consider suspending, canceling and approving expenditure, procurement and other operation in accordance with the authority delegated by the Board of Directors (structure, qualification, appointment, term of office, etc. The duty and responsibility of the Executive Committee will be as prescribed in the Charter of the Executive Committee).

(3) Nomination and Remuneration Committee

The Nomination and Remuneration Committee has the authority and duty to consider the criteria and format for the nomination and selection of personnel to be nominated as directors and sub-directors of the Company with transparency including consideration of remuneration for directors, Sub-committee members Group Chief Executive Officer/ President and Senior Executives with fairness. This is to ensure that the remuneration is at an appropriate level and competitive in the market in which the same business is engaged (structure, qualification, appointment, tenure of office, etc. The duty and responsibility of the Nomination and Remuneration Committee will be as prescribed in the Charter of the Nomination and Remuneration Committee).

(4) Risk Management and Sustainable Development Committee

The Risk Management and Sustainable Development Committee is responsible for formulating a risk management policy on overall risk management and cover the main risks in line with the objective, main objective, strategy and risk tolerance of the business. This is to provide an operational framework for the risk management process of everyone in the organization to be in the same direction in order to propose to the Board of Directors for consideration by ensuring that the Company and its subsidiaries identify risk by considering external and internal factor that may result in the Company and its subsidiaries not being able to achieve the set objective (structure, qualification, appointment, tenure, etc. The duty and responsibility of the Executive Committee will be in accordance with the Charter of the Risk Management and Sustainable Development Committee).

3.2.6 The Board of Directors must ensure that the disclosure of the role and duty of the Board of Directors and sub-committees, the number of meeting and the number of time that each director has attended the meeting in the past year as well as report on the performance of all sub-committees.



- 3.3 The Board of Directors will supervise the nomination and selection of directors with a transparent and clear process in order for the committee to have qualification that correspond to the established element.
- 3.3.1 The Board of Directors will establish a Nomination and Remuneration Committee. The members of the Nomination and Remuneration Committee must consist of more than 50% of the number of independent directors of the entire Nomination and Remuneration Committee and the Chairman of the Nomination and Remuneration Committee must be an independent director in order to be able to perform their duties and express their opinions freely.
- 3.3.2 The Nomination and Remuneration Committee will hold a meeting to consider the criteria and method for recruiting candidate in order to obtain qualified directors who will make the Board to have appropriate knowledge and expertise. The history of such person is also considered and the database of directors is considered, Director pool or Professional Search Firm, as the case may be, and propose opinions to the Board of Directors before presenting to the shareholders' meeting for further approval. In addition, shareholders should be provided with sufficient information about the nominee to make a decision.
- 3.3.3 The Nomination and Remuneration Committee will review the criteria and procedure for the nomination of directors to make recommendation to the Board of Directors before the nomination of directors whose term has expired. In case that the Nomination Committee nominates the same director. It should be taken into account that the performance of the duty of the directors includes:
- 3.3.4 In case that the Board of Directors has appointed any person as an advisor to the Nomination Committee, the information of the consultant should be disclosed in the Annual Report including independence or no conflict of interest.
- 3.4 In proposing remuneration to the Board of Directors for the approval of shareholders, the Board of Directors should consider that the structure and remuneration rate are appropriate to their responsibilities and motivate the Board of Directors to lead the organization in order to operate according to both short-term and long-term goals.
- 3.4.1 The Board of Directors will establish a Nomination and Remuneration Committee which has the element under Clause 3.3.1 to consider policy and criteria for determining remuneration.
- 3.4.2 The remuneration of directors must be in line with the Company's long-term strategy and goal, experience and obligation, the scope of roles and responsibilities (Accountability and Responsibility), as well as the expected benefits from each director. Directors of the Company who are assigned additional duties and responsibilities such as being members of sub-committees who should also receive appropriate additional remuneration by comparing remuneration with other companies in the same industry business model.
- 3.4.3 Shareholders must approve the structure and remuneration rate of directors. The Board of Directors is responsible for considering each form of remuneration to be appropriate. Both fixed remuneration (e.g. regular remuneration, meeting allowance, etc.) and remuneration based on the Company's performance (e.g. bonuses, gratuities, etc.) linked to the value that the Company creates for. However, it will not be at a level that is too high to cause a focus on short-term performance.

- 3.4.4 The Board of Directors will disclose the policy and criteria for determining the remuneration of directors that reflects the obligation, duty and responsibility of each person as well as the form and amount of remuneration. However, the amount of remuneration disclosed should include the remuneration received by each director as a director of the subsidiary.
- 3.4.5 In case that the Board of Directors has appointed any person to be an advisor to the Nomination and Remuneration Committee. The information of the consultant must be disclosed in the annual report, including independence or no conflict of interest.
- 3.5 Each Board of Directors shall be responsible for performing their duties in allocating adequate time.
- 3.5.1 The Board of Directors must ensure that there is a mechanism to support directors in order to understand their roles and duties.
- 3.5.2 The Board of Directors will determine the criteria for the holding of position in other companies. The performance of directors holding positions in other companies is considered in order to ensure that the directors can devote sufficient time to performing their duties in the Company. The number of listed companies in which each director will hold a position should be determined to be suitable for the nature or business conditions of the Company but not more than 5 companies in total. If the number of companies in which directors hold positions is excessive, the said criteria should be disclosed.
- 3.5.3 The Board of Directors will establish a system for reporting on the holding of other positions of directors and disclose it to be acknowledged.
- 3.5.4 In case that a director holds the position of director or executive or has a direct or indirect interest in other business that has a conflict or can use the Company's opportunity or information for his or her own benefit. The Board of Directors will ensure that the Company has adequate preventive measure and is notified to the shareholders acknowledge as appropriate.
- 3.5.5 Each director must attend not less than 75% of the total number of meeting of the Board of Directors held during the year unless there is necessary reason that make it impossible to attend the meeting.
- 3.6 The Board of Directors is responsible for ensuring that there is a framework and mechanism for supervising the policy and operation of subsidiaries and other businesses in which the Company invests in an understanding and accuracy at a level that is appropriate for each business including subsidiaries and other businesses in which the Company invests that it should be also correct understanding.
- 3.6.1 The Board of Directors will consider and determine investment policy and supervise the operation of subsidiaries and associated companies including:
- (1) Consideration of appointing a person to represent the Company as a director, executives or controlling person in subsidiaries and associated companies in proportion to their shareholding in each company to supervise subsidiaries and associated companies to proceed in accordance with the law, Good Corporate Governance Policy and Other Policies of the Company. Anyway, the appointment of the Company's representative as a director in each subsidiary and associate company must be considered and approved by the Board of Directors' meeting by taking into account the suitability of each company.

- (2) Determine necessary plan and action to ensure that subsidiaries and associates disclose information on operating result and financial position to the Company. The Company will take necessary action and monitor its subsidiaries and associates to have an adequate and appropriate information disclosure and internal control system for business operation.
- (3) Determine duty and responsibility of the Board of Directors and executives of subsidiaries and associated companies. In disclosing information about the Company's financial position and operating results, the Company will apply the relevant announcement of the Capital Market Supervisory Board and the Notification of the Stock Exchange Board as well as disclose and submit information on the interests of the Company and related person or transaction in a manner that may cause a conflict of interest to the Board of Directors and avoid transaction that may cause such conflict of interest.
- (4) Disclosure of information on financial position and performance of transaction with connected persons, acquisition or disposal of asset, other important transaction, capital increase, capital reduction, dissolution of subsidiaries, etc.

3.6.2 If the investment is significant in other businesses such as having a voting shareholding of 20% but not exceeding 50%, and the amount of investment or additional investment may be significant to the Company. If necessary, The Board of Directors will ensure the appointment of representatives of the Company with qualifications and experience which participate in the board of directors of the company at least in proportion to the investment or shareholding in the company, prepare or enter into a Shareholders Agreement or other agreement to clarify the authority to manage and participate in decision-making on important matters. Monitoring the Company's financial statements in accordance with standards and deadlines in accordance with the Company's investment policy in subsidiaries and associated companies.

3.7 The Board of Directors will conduct an annual evaluation of the performance of the Board's duties. Committee, sub-committees and individual directors to use the evaluation result to improve the performance of duty more effectively.

3.7.1 The Board of Directors and sub-committees will evaluate the performance at least once a year so that the Board of Directors can jointly consider the performance and problems for further improvement.

3.7.2 Performance Evaluation, the Company provides both group and individual evaluations by self-evaluation method including disclosure of criteria. The overall evaluation process and results are included in the Annual Report.

3.7.3 The Board of Directors may appoint an external consultant to assist in formulating guideline and suggesting issue in the evaluation of the performance of the Board of Directors at least once every 3 years on matter that the Board of Directors deems important and disclose such action in the Annual Report.

3.7.4 The results of the evaluation of the Board of Directors must be used to determine the suitability of the composition of the Board of Directors.

- 3.8 The Board of Directors is responsible for supervising each director about knowledge and understanding of role and duty. The Company also supports the Board of Directors of All of you are regularly promoted in skills and knowledge for the performance of the duty of the directors.
- 3.8.1 The Board of Directors must ensure that the new directors are introduced and have information that is useful for the performance of their duties including understanding of the objective, main objective, vision, mission, value of the organization as well as the nature of the business and business operation guideline of the business.
- 3.8.2 The Board of Directors ensure that the Directors receive training and develop the necessary knowledge continuously.
- 3.8.3 The Board of Directors will study and understand the law, rule, standard, risk and environment related to business operation as well as being regularly informed of up-to-date information.
- 3.8.4 The Board of Directors will disclose information on the continuous training and knowledge development of the Board of Directors in the Annual Report.
- 3.9 The Board of Directors is responsible for ensuring that the operation of the Board of Directors is smooth under the mechanism that the Company facilitates the directors to access the necessary information including the Company Secretary who has the necessary knowledge and experience to support the operation of the Board of Directors.
- 3.9.1 The Board of Directors will arrange the schedule of meeting and agenda of the Board of Directors in advance so that the Directors can arrange the time and attend the meeting.
- 3.9.2 The number of meetings of the Board of Directors will be considered to be appropriate to the obligation and responsibility of the Board of Directors and the nature of the Company's business operations at least once every 3 months.
- 3.9.3 The Board of Directors ensure that each director and management are free to propose matter that is beneficial to the Company into the agenda of meeting.
- 3.9.4 In calling a meeting of the Board of Directors, the Chairman of the Board of Directors or his or her assignee will send the invitation letter together with the agenda and supporting document to the directors at least 7 working days before the date of the meeting so that the directors have time to study in advance before attending the meeting except in case where it is urgently necessary to protect the rights or interests of the Company.
- 3.9.5 The Board of Directors must encourage the Group Chief Executive Officer/President to invite senior executives to attend the Board of Directors meeting to provide more detailed information as directly related to the issue and to provide an opportunity to get to know the senior management for the purpose of considering the succession plan.
- 3.9.6 The Board of Directors will have access to additional necessary information from the Group Chief Executive Officer/President, Company Secretary or other designated executives within the scope of the prescribed policy. The Board of Directors will provide independent opinion from external consultant or professional. This is considered as the Company's expense.

- 3.9.7 The Board of Directors will consider it as a policy for non-executive directors. The Company will have the opportunity to meet with each other as necessary to discuss various issues related to management of interest without the participation of the management at least once a year and the result of the meeting should be notified to the Board of Directors or the Group Chief Executive Officer/President.
- 3.9.8 The Board of Directors will determine the qualification and experience of the appropriate secretary to perform the duty of advising on various legal aspects and rule that the Board of Directors must know.
- 3.9.9 The Company Secretary will receive continuous training and knowledge development that will be useful for the performance of his duty and in the case of a Certified Programmer course, the Company Secretary will also attend such training.

#### Practice 4: Ensure Effective CEO and People Management

- 4.1 The Board of Directors will ensure the recruitment and development of Group Chief Executive Officer/President and senior executives with knowledge, skill and experience to be the main force in driving the organization towards its goal.
- 4.1.1 The Board of Directors will consider or assign the Nomination and Remuneration Committee to consider the criteria and procedure for recruiting suitable person to serve as Group Chief Executive Officer/President.
- 4.1.2 The Board of Directors will monitor and supervise the Group Chief Executive Officer/President to ensure that there are appropriate senior executives at least the Board of Directors or the Nomination and Remuneration Committee together with the Group Chief Executive Officer/President to consider the criteria and procedures for the nomination and appointment of individuals and to approve the person proposed by the Group Chief Executive Officer/President to be a senior executive.
- 4.1.3 To ensure business continuity, the Board of Directors will supervise the establishment of a succession plan in preparation for the succession of Group Chief Executive Officer/President, Senior Executive and the Group Chief Executive Officer/President as well as report the performance of the succession plan to the Board of Directors periodically at least once a year.
- 4.1.4 The Board of Directors will promote and support the Group Chief Executive Officer/President and Senior Executives to increase knowledge and experience that is useful for operation.
- 4.1.5 The Board of Directors will clearly determine the policy and procedure for serving as directors at other companies of the Group Chief Executive Officer/President and Senior Executives. Both the type of director position and the number of companies that can hold the position.
- 4.2 The Board of Directors will determine the appropriate remuneration structure and evaluation.
- 4.2.1 The Board of Directors will determine a remuneration structure in order to motivate the Group Chief Executive Officer/President and other personnel at all levels to perform their duties in accordance with the long-term interests of the business including
- (1) Consideration of the appropriateness of the proportion of remuneration to salary, short-term performance such as bonuses or long-term performance such as Employee Stock Ownership Plan

- (2) Determining policy on remuneration must take into account factor such as the level of remuneration that is higher than or equal to the estimated industry level and business result.
  - (3) Formulating policy on evaluation criteria and communicating them to be acknowledged.
- 4.2.2 The Board of Directors excluding executive directors must play a role in remuneration and Performance Evaluation of the Chief Executive Officer/President at least in the following matters
- (1) Approve the criteria for evaluating the performance of the Group Chief Executive Officer/President with performance evaluation criteria that motivate the Group Chief Executive Officer/President to manage the business in accordance with the main objectives. The Company will communicate to the Group Chief Executive Officer/President of the evaluation criteria in advance.
  - (2) Evaluate the performance of the Group Chief Executive Officer/President on an annual basis or assign the Nomination and Remuneration Committee to be the evaluator. The Chairman of the Board of Directors or Senior Director must communicate the result of the deliberations and development issues to the Chief Executive Officer/President of the Company. Acknowledgement
  - (3) Approve the annual remuneration of the Group Chief Executive Officer/President and to consider the evaluation of the performance of the Group Chief Executive Officer/President and other factors, including
- 4.2.3 The Board of Directors will consider the criteria and factor for evaluating the performance as well as approving the remuneration structure of senior executives and following up with the Group Chief Executive Officer/President in order to evaluate senior executives in accordance with the evaluation principles.
- 4.2.4 The Board of Directors will supervise the determination of criteria and factor for performance evaluation for the entire organization.
- 4.3 The Board of Directors must understand the structure and relationship of shareholders that may affect the management and operation of the business.
- 4.3.1 The Board of Directors will understand the structure and relationship of shareholders which may be in the form of agreement within the family business whether it is written or not. Shareholder agreement or policy of the parent company that affect the authority to control the management of the business.
- 4.3.2 The Board of Directors must ensure that the agreement under Clause 4.3.1 do not interfere with the performance of the duty of the Board of Directors such as the appointment of a suitable person to inherit the Company.
- 4.3.3 The Board of Directors will ensure the disclosure of information in accordance with various agreements that affect the control of the Company.
- 4.4 The Board of Directors will supervise the service and development of personnel to have an appropriate number, knowledge, skill, experience and motivation.



4.4.1 The Board of Directors must ensure that human resources are managed in accordance with the direction and strategy of the organization. Employees at all levels have the right knowledge, ability, motivation, and are treated fairly.

4.4.2 The Board of Directors must ensure the establishment of a provident fund or other mechanism have sufficient savings to support retirement as well as support employees to have knowledge and understanding of money management. Choosing an investment policy that is in line with your age range and risk tolerance.

#### **Practice 5: Nurture Innovation and Responsible Business**

5.1 The Board of Directors will prioritize and support the creation of new innovations that create value for the business, create benefit for customer or related parties and be socially and environmentally responsible.

5.1.1 The Board of Director will focus on creating a corporate culture that promotes innovation and ensure that management is part of the strategy review, planning, development, improvement and monitoring of performance

5.1.2 The Board of Directors will promote innovation to add value to the business in accordance with changing environmental factors. This may include defining a business model, perspective thinking on product design and development, research, improving operational process including cooperation with suppliers.

5.2 The Board of Directors will monitor and supervise the management of business operations in a socially responsible manner as reflected in the operational plan in order to ensure that all parties of the Company are operating in accordance with the objective and strategy of the business.

5.2.1 The Board of Directors must ensure that the Company conducts business ethically to be responsible for society and the environment. It does not violate the rights of stakeholders. All parts of the organization can achieve their objectives. The main goal of sustainability may be to formulate policy or guideline which should at least cover the following

- (1) Responsibility to Employees The Company will comply with relevant law and standard and treat employees fairly and respect human rights including fair determination of remuneration and other benefits and provision of benefits not less than or more than what is required by law, election of the Welfare Committee in the workplace maintaining occupational health and safety, providing training, developing potential, and promoting progress as well as providing opportunity for employees to develop their work skills in other areas.
- (2) Responsibility to customers by complying with relevant laws and standards, taking into account health, safety, fairness, retention of customer data, and monitoring and measuring customer satisfaction for the purpose of improving service, providing customer with information about service that is accurate, appropriate, complete and not misleading or taking advantage of customer misunderstanding.

- (3) Responsibility to suppliers through the procurement process and fair term and condition of contract or agreement. Helping to educate, develop the potential and enhance the capability of the Company's business partner and subsidiaries to meet the standard. Clarify and ensure that suppliers respect human rights and treat their workers fairly. Be responsible for society and the environment including monitoring and evaluating suppliers. Develop business operations between the two parties in a sustainable manner.
- (4) Community responsibility by applying business knowledge and experience to develop project that can create concrete benefits for the community.
- (5) Environmental Responsibility Supervise the Company and its subsidiaries to take care of environmental impact, climate change and strictly comply with relevant law and regulation.
- (6) Fair competition by conducting business in a transparent manner and not creating an unfair competitive advantage.
- (7) Anti-corruption by complying with relevant law and standard and requiring the Company to Publicly announce anti-corruption policy as well as encourage other companies and business partner to have and announce anti-corruption policy.

5.3 The Board of Directors will monitor and supervise the Company's management to allocate and manage resources efficiently and effectively. The impact and resources along the value chain must be taken into account in order to achieve the main objective and goal in the long term.

5.3.1 The Board of Directors will be aware of the need for resource and the use of each type of resource has an impact on each other.

5.3.2 The Board of Directors recognizes that different business models also have different impact on resource so when deciding on a business model, it should take into account the impact and value that will occur on resources. Responsible and create value for the business in a sustainable manner.

5.3.3 The Board of Directors will ensure that in achieving the main objective of the Company. The management team reviews, develops, supervises, and uses resource efficiently and effectively. It always takes into account changing in internal and external factor. The resources that businesses should consider should be at least 6 types: Financial Capital, Manufactured Capital, Intellectual Capital, Human Capital, Social and Relationship Capital, and Natural Capital.

5.4 The Board of Directors is responsible for providing an enterprise-level information technology governance and management framework that is in line with the needs of the business including ensuring the use of information technology to increase business opportunity and develop operation, risk management to enable the business to achieve its main objective.

5.4.1 The Board of Directors will establish a policy on the allocation and management of information technology resource which covers the allocation of sufficient resource for business operations and the formulation of guidelines to support the inability to allocate sufficient resources as prescribed.

5.4.2 The Board of Directors must ensure that the organization's risk management covers the management of information technology risk.

**Practice 6    Ensure that there is an appropriate risk management and internal control system. (Strengthen Effective Risk Management and Internal Control)**

- 6.1 The Board of Directors must ensure that the Company has a risk management and internal control system in place to effectively achieve its objectives and comply with relevant law and standard.
- 6.1.1 The Board of Directors will study and understand the significant risk of the business and approve the acceptable risk.
- 6.1.2 The Board of Directors will consider and approve the risk management policy in accordance with the objective, strategy and risk tolerance of the business in order to serve as an operational framework in the risk management process of everyone in the organization in the same direction. However, The Board of Directors will pay attention to early warning sign in order to ensure that the risk management policy is reviewed regularly such as once a year.
- 6.1.3 The Board of Directors must ensure that the Company identifies risk by considering both external and internal factor that may result in the Company. The main risk that the Board of Directors will focus on are strategic risk, financial risk, operational risk, compliance risk, and fraud risk, etc.
- 6.1.4 The Board of Directors will ensure that the Company has assessed the impact and opportunity that arise of the identified risk in order to prioritize risk and have appropriate risk management methods such as Taking, Treating, Terminating and Transferring.
- 6.1.5 The Board of Directors will assign the Audit Committee to review Clause 6.1.1 – 6.1.4 before proposing to the Board of Directors for consideration as appropriate for the business.
- 6.1.6 The Board of Directors will regularly monitor and evaluate the effectiveness of risk management.
- 6.1.7 The Board of Directors is responsible for ensuring that the business operation comply with relevant law and standard both domestically and internationally.
- 6.1.8 In case that the Company has a significant subsidiary or other business in which the Company invests (e.g., has a voting shareholding of 20% but not more than 50%), the Board of Directors will also take the result of the evaluation of the internal control system and risk management as part of the consideration under Clause 6.1.1 – 6.1.7.
- 6.2 The Board of Directors will establish an Audit Committee that can perform its duty efficiently and independently.
- 6.2.1 The Board of Directors will establish an Audit Committee consisting of at least 3 directors. All of them must be independent directors and have the qualification and duty in accordance with the rules of the SEC and the Stock Exchange.
- 6.2.2 The Board of Directors will determine the duty of the Audit Committee in writing in which has at least the following duty.
- (1) Review the Company's accuracy and completeness of financial reporting.
  - (2) Review the internal control system and internal audit system to ensure that the business has an appropriate and effective internal control system.
  - (3) Review the business to ensure compliance with relevant law and standard.

- (4) Consider the independence of the Internal Audit Department as well as approve the appointment and transfer, dismissal of the head of the internal audit department or any other agency responsible for internal audit.
- (5) Consider, select, and propose an independent person to act as an auditor. Consider and propose the remuneration of such person including a meeting with the auditor without the participation of the management at least once a year.
- (6) Consider connected transaction that may have a conflict of interest to ensure compliance with relevant law. The transaction is reasonable and in the best interest of the business.
- (7) Review the Company's internal procedure regarding whistleblowing, receiving complaint and operating in accordance with anti-corruption policy, relevant regulation and law and in accordance with international standard, modern and efficiency.

6.2.3 The Board of Directors must ensure that the Company provides mechanism or tool to enable the Audit Committee can access information necessary for the performance of its assigned duty. The Audit Committee may summon relevant person to provide information, consultation with the auditor or seeking an independent opinion from any other professional advisor for the consideration of the Audit Committee.

6.2.4 The Board of Directors will appoint an independent person or internal audit unit to be responsible for developing and reviewing the effectiveness of the risk management and internal control system as well as reporting to the Audit Committee and disclosing the review report in the Annual Report.

6.2.5 The Audit Committee must give an opinion on the adequacy of the risk management and internal control system and disclose it in the Annual Report.

6.3 The Board of Directors will monitor and manage any conflicts of interest that may arise between the Company and the management. The Board of Directors or shareholders must also prevent improper use of assets, the Company's information and opportunity and transaction with person connected to the Company in an improper manner.

6.3.1 The Board of Directors will supervise the establishment of an information security system including the establishment of policy and procedure for confidentiality, integrity and availability as well as the management of information that may be affected and market sensitive information. In addition, the Board of Directors will supervise the directors, senior executives and employees as well as related third parties such as legal advisor, financial advisor to comply with data security system.

6.3.2 The Board of Directors will ensure that the transaction is managed and monitored that may have conflicts of interest as well as guideline and procedure to ensure that such transaction is in accordance with the procedure and disclosure of information as required by law and are in the benefit of the Company and shareholders as a whole.

6.3.3 The Board of Directors will require directors to report their interests before the Board of Directors meeting and also record in the minutes of the Board of Directors' meeting including requesting not to attend the meeting on that agenda. The Board of Directors must ensure that directors with significant interests are excluded from participating in the deliberation meeting on the agenda.

- 6.4 The Board of Directors must supervise the establishment of clear anti-corruption policy and guideline as well as communicate at all levels of the organization and to outsiders to achieve practical implementation. It must to provide program or guideline to fight corruption. This includes supporting activity that promotes and instill compliance with relevant law and regulation for all employees.
- 6.5 The Board of Directors will supervise the Company to have a mechanism to receive complaint and take action in case of pointing out clue.
- 6.5.1 The Board of Directors will supervise the management mechanism and process, (Note, Monitor the progress of solving problem, report) complaints from stakeholders and ensure that there is a convenient channel for receiving complaint with more than one channel including disclosing the channels for receiving complaint on the website or annual report.
- 6.5.2 The Board of Directors must ensure that there are clear policy and guideline in case of a whistleblower that was required to complaint to the Company with proper channel or via the Chairman of the Audit Committee including the process of verifying information and action as well as reports to the Board of Directors
- 6.5.3 The Board of Directors must ensure that appropriate protection measures are provided to whistleblower who reports whistleblower with good intentions.

#### **Practice 7: Ensure Disclosure and Financial Integrity**

- 7.1 The Board of Directors is responsible for ensuring that the system for the preparation of financial report and disclosure of important information is accurate, adequate and timely, and in accordance with relevant rule, standard and guideline.
- 7.1.1 The Board of Directors will supervise the personnel involved in the preparation and disclosure of information. They have knowledge, skills, and experience that are suitable for their duties and responsibilities and have a sufficient number of such personnel including the Chief Executive Officer of Accounting and Finance, Bookkeepers, Internal Auditors, Company Secretaries and Investor Relation
- 7.1.2 In approving the disclosure of information, the Board of Directors will take into account relevant factors. In the case of a financial report at least the following factor will be considered.
- (1) Result of the assessment of the adequacy of the internal control system.
  - (2) The auditor's opinion on the financial report and the auditor's observations on the internal control system as well as the auditor's observations through other communication channels (if any).
  - (3) Opinion of the Audit Committee
  - (4) Consistency with the Company's objective, main objective, strategy, and policy.
- 7.1.3 The Board of Directors must ensure the disclosure of information including the financial statements and the Annual Report Form 56-1 One Report can adequately reflect the financial position and operating result as well as encourage the Company to prepare a Management Discussion and Analysis (MD&A) for the disclosure of the financial statement every quarter. This is to provide investors with information and a better understanding of the change that have occurred in the Company's financial position and operating performance each quarter in addition to the numerical information in the financial statements alone.

- 7.1.4 In case that any disclosure relates specifically to a particular director, the director will also ensure that the disclosure of his or her part is complete and accurate such as the information of the shareholders of his group and disclosure in relation to the Shareholders Agreement of the Group.
- 7.2 The Board of Directors will monitor the adequacy of financial liquidity and debt repayment capacity.
- 7.2.1 The Board of Directors must ensure that the management monitors and evaluates the financial position of the business and reports to the Board of Directors on a regular basis. The Board of Directors and management will work together to find a solution as soon as possible if there are signs of financial liquidity and debt repayment problem.
- 7.2.2 Approve any transaction or propose opinion to the shareholders' meeting for approval. The Board of Directors will ensure that such transactions will not affect the continuity of operation, financial liquidity or debt repayment capacity.
- 7.3 In case that the Company is facing financial difficulty or is likely to face difficulty. The Board of Directors must ensure that the Company has a plan to solve the problem or has another mechanism to solve the financial problem in order to take into account the rights of stakeholders.
- 7.3.1 In case the business is likely to be unable to pay debts or has financial problems. The Board of Directors must closely monitor and supervise business operation with caution and comply with the requirements regarding information disclosure.
- 7.3.2 The Board of Directors shall supervise the establishment of a plan to resolve financial problems. Taking into account fairness to stakeholders, including creditors, as well as monitoring the resolution of problems by having the management report on the status regularly.
- 7.3.3 The Board of Directors must ensure that any decision to resolve the Company's financial problems by any means must be reasonable.
- Examples of indication include:
- (1) Ongoing loss
  - (2) Low cash flow
  - (3) Incomplete financial information
  - (4) Lack of proper accounting system
  - (5) Lack of assessment of cash flow and budget.
  - (6) No business plan
  - (7) The increase in liability exceeded the asset segment
  - (8) Difficulty in draining inventory and debt collection
- 7.4 The Board of Directors will consider preparing a sustainability report as appropriate.
- 7.4.1 The Board of Directors will consider the appropriateness of disclosing information on compliance with the law, Compliance with Business Practice and Business Ethics, Anti-Corruption Policy, Treatment of employees and stakeholders including fair treatment and respect for human right as well as social and environmental responsibilities. Such information may be disclosed in the Annual Report or may be prepared in a separate volume as appropriate for the business.



- 7.4.2 The Board of Directors will ensure that the information disclosed is important and reflects practice that will lead to sustainable value creation for the business.
- 7.5 The Board of Directors must ensure that the management establishes a unit or is responsible for investor relations that is responsible for communicating with shareholders and other stakeholders such as investors and analysts in an appropriate, equitable and timely manner.
- 7.5.1 The Board of Directors will establish a Communication Policy and a Disclosure Policy in order to ensure that communication and disclosure of information to third parties is appropriate, equitable, and timely. Use the right channel. Protect confidential information and information that affects the price of securities as well as communicate to the entire organization in compliance with the policy.
- 7.5.2 The Board of Directors will appoint a person who is responsible for providing information to third parties. They must be suitable for performing their duties, understand the Company's business including its objective and main goal as well as be able to communicate well with the capital market such as the Chief Executive Officer/President. Chief Accounting and Finance Officer/ Executive Vice President and Investor Relations Manager, etc.
- 7.5.3 The Board of Directors will supervise the management to set the direction and support the work of investor relations such as providing information guidelines, the policy on managing information affecting securities price including clearly defining the duty and responsibility of investor relation in order to ensure effective communication and disclosure of information.
- 7.6 The Board of Directors should encourage the use of information technology in disseminating information.
- 7.6.1 In addition to disseminating information in accordance with the specified criteria and through the SET's channels, the Board of Directors will also consider the disclosure of information in both Thai and English through other channels such as the Company's website.
- (1) Vision and Value of the Company
  - (2) Nature of the Company's business
  - (3) List of the Board of Directors and Executives
  - (4) Financial statement and report on the financial position and operating result of both the current and previous year.
  - (5) 56-1 One Report form and Annual Report which can be downloaded
  - (6) Any other information or document presented by the Company to analysts, fund manager or other media
  - (7) Direct and indirect shareholding structure.
  - (8) Structure of the Group including subsidiaries and associates, Joint Venture and Special Purpose Enterprises/ Vehicles (SPEs/SPVs)
  - (9) Major shareholders, both direct and indirect, who hold 5% or more of the total outstanding shares and have voting rights.

- (10) Direct and indirect shareholding of directors, Major Shareholders, Senior Executives
- (11) Invitation to the Annual General Meeting and Extraordinary General Meeting of Shareholders
- (12) Articles of Association Memorandum of Association
- (13) The Company's Good Corporate Governance Policy, Anti-Corruption Policy, Risk management policy including various risk management method.
- (14) Charter or responsible duty, qualification and term of office of the Board of Directors including matters requiring approval from the Board of Directors, Charter, or responsible duty, qualification, and term of office of the Audit Committee; Executive Committee Nomination and Remuneration Committee
- (15) Business Conduct and Business Ethic for Employees and Directors of the Company including the Code of Conduct for Investor Relation
- (16) Contact information of the agency or complaint or the person in charge of investor relation and company secretary such as the name of the person who can provide information, phone number, email

**Principle 8: Ensure Engagement and Communication with Shareholders**

- 8.1 The Board of Directors will ensure that shareholders participate in making decision on important matter of the Company.
  - 8.1.1 The Board of Directors will ensure that important matter both those specified in the law and issues that may affect the direction of the business are considered and/or approved by the shareholders.
  - 8.1.2 The Board of Directors will support the participation of shareholders such as
    - (1) Determining the criteria for minority shareholders to propose an increase in the agenda of the meeting in advance of the date of the shareholders' meeting. The Board of Directors will consider including the matter proposed by the shareholders as the agenda of the meeting. The Board of Directors will notify the reason for the shareholders' meeting.
    - (2) Criteria for minority shareholders to nominate person to serve as directors. However, The Board of Directors will ensure that the rule is disclosed to shareholders in advance.
  - 8.1.3 The Board of Directors will ensure that the Invitation to the Shareholders' Meeting contains accurate information, completeness and sufficient for the exercise of shareholders' right.
  - 8.1.4 The Board of Directors will ensure that the invitation to the shareholders' meeting is sent together with relevant document. The Company must publish the notice on the Company's website and send the invitation letter to the shareholders at least 28 days in advance of the date of the meeting or within the period prescribed by relevant law or regulation.
  - 8.1.5 The Board of Directors will provide an opportunity for shareholders to submit question in advance of the meeting date. The criteria for submitting questions in advance are also published on the Company's website.

8.1.6 The Notice of the Shareholders' Meeting and related document will be prepared in English and published together with the Thai version.

- (1) Date, time and place of the shareholders' meeting
- (2) The agenda of the meeting which is stated as an agenda for acknowledgment or approval as well as a clear division of matters such as in the agenda related to directors. The election of directors has been separated and approval of directors' remuneration for each agenda.
- (3) Objective, reason and opinion of the Board of Directors on each proposed agenda, including
  - A. Dividend Payment Approval Agenda – Dividend Payment Policy, proposed dividend payment rate with reasons and supporting information. In case of proposing to refrain from paying dividends, the reason and supporting information will also be given.
  - B. Appointment of Directors – Specify the name, age, education and work history, number of listed companies and general companies holding the position of directors, criteria and procedure for recruitment. The type of directors proposed and in the case of the name of the former director to take office again. It needs to specify the information on attendance at the meeting in the past year and the date of appointment as a director of the Company.
  - C. Approval of Remuneration of Directors – Policy and criteria for determining the remuneration of each director and all form of remuneration for directors in both monetary and other benefits.
  - D. Appointment of the auditor – name of the auditor, affiliated company, work experience, independence of the auditor, audit fees and other service fees.
- (4) Letter of proxy in the form prescribed by the Ministry of Commerce
- (5) Other meeting information such as voting procedure, counting and notification of votes, the right of each type of stock to vote, information of independent directors proposed by the Company as proxies from shareholders document that shareholders must present before attending the meeting, supporting document for proxy and map of the meeting venue, etc.

8.2 The Board of Directors will ensure that the shareholders' meeting is neat, transparent, and efficient as well as facilitate shareholders to exercise their rights.

8.2.1 The Board of Directors will determine the date, time and place of the meeting, taking into account the convenience of the shareholders to attend the meeting such as the appropriate and sufficient meeting time for discussion, meeting venues that are convenient for transportation, etc.

8.2.2 The Board of Directors will ensure that no action is taken that restrict the opportunity to attend the meeting or create an undue burden on the shareholders such as not requiring the shareholders or proxies to bring more documents or proof of identity than prescribed in the guideline of the relevant regulatory authority.

8.2.3 The Board of Directors will promote the use of technology in the shareholders' meeting, Shareholders vote counting and display so that the meeting can be conducted quickly and accurately.



8.2.4 The Chairman of the Board of Directors will chair the shareholders' meeting. The Company is responsible for ensuring that the meeting complies with relevant law and regulation and the Company's Articles of Association, allocating appropriate time for each agenda item specified in the invitation letter and providing opportunity for shareholders to express their opinions and ask question to the meeting on matter related to the Company.

8.2.5 Be enable shareholders to participate in important decision. Directors as attendees and shareholders will not add unnecessarily unannounced agendas. In particular, it is important for shareholders to take time to study information before making a decision.

8.2.6 All directors and relevant executives will attend the meeting so that shareholders can ask questions on related issues.

8.2.7 Prior to the start of the Meeting, the Shareholders will be informed of the number and proportion of the shareholders who attend the meeting in person and of the shareholders who have delegated proxies, how to meet, votes and count votes.

8.2.8 In case that there are multiple items in any agenda. The chairman of the meeting will arrange a separate vote on each item such as Shareholders exercise the right to appoint directors individually in the term of appointment of directors.

8.2.9 The Board of Directors will encourage the use of ballot for important agenda and encourage an independent person to count or verify the votes at the meeting and disclose the result of the votes in favor, disagreed and abstained from voting on each agenda item to the meeting and recorded it in the minutes of the meeting.

8.3 The Board of Directors will ensure that the disclosure of the resolution of the meeting and the preparation of the minutes of the shareholders' meeting are accurate and complete.

8.3.1 The Board of Directors will supervise the Company, disclosure of the resolution of the shareholders' meeting and the result of the vote within the next business day through the news system of the Stock Exchange of Thailand and on the Company's website.


8.3.2 The Board of Directors will ensure that a copy of the minutes of the shareholders' meeting is sent to the SET within 14 days from the date of the shareholders' meeting.

8.3.3 The Board of Directors will ensure that the minutes of the shareholders' meeting are recorded at least as following

- (1) List of directors and executives attending the meeting and proportion of directors attending the meeting
- (2) How to vote and count votes Resolutions of the meeting and the result of the vote (in favor, disapproval, abstaining) of each agenda.
- (3) Question and answer at the meeting including the name and surname of the respondents

This Good Corporate Governance Policy was approved by the Board of Directors' Meeting No. 2/2024 on February 27<sup>th</sup>, 2024 and be effective from February 27<sup>th</sup>, 2024 onwards.

Promulgated on 27th February 2024



(Mr. Vallop Rungkijvorasathien)  
Chairman of the Board of Directors  
Stecon Group Public Company Limited

# Code of Business Ethic

## Introduction

The Board of Directors has established this “Code of Business Conduct” as a guideline for business operations as well as for all directors, executives, and employees in order to adhere to the working practice and ensure transparency, honesty, consideration for stakeholders, and the interests of the company too.

All directors, executives, and employees are requested to study and understand this “Code of Business Ethics” and use it as a basic guideline for performing their duties with dedication, full capacity, and in accordance with ethics and morality.

## 1. Code of Business Ethics

### 1.1 Code of Business Ethics

Stecon Group Public Company Limited and its affiliates operate under the Code of Business Ethics, which is set forth as follows:

#### 1. Integrity

The company considers it as important policy to conduct business with integrity, support and encourage the company's directors, executives, and employees to perform their duties with integrity. Be fair and do what is right.

#### 2. Law – Abiding

The company attaches great importance to compliance with the law and strictly complies with the rules and regulations related to business operations. Regulations and guidelines have been established in accordance with the law, rules, and regulations related to business operations.

#### 3. Commitment to Excellence

The company is committed to and promotes the company's directors, executives, and employees to perform their duties with excellence by providing knowledge and capacity development to executives and employees at all levels in order to have knowledge and expertise at work under their responsibilities.

#### 4. Reputation and Morale

The company encourages the company's directors, executives, and employees to be aware of the creation of a good reputation for the company, including pride, morale, and encouragement at work, by jointly not taking any action that may destroy the relationship between each other and cooperating to take necessary action in order to correct or prevent the inappropriate behavior of others.

#### 5. Accountability

The company adheres to the important policy that all directors, executives, and employees are responsible for performing their duties. Perform duties with intention, diligence, and prudence that comply with relevant policy, regulation, and consideration for ethics.



6. Transparency

The company adheres to an important policy in business operations that must be disclosed information accurately, adequately, and appropriately in accordance with relevant law and regulation in terms of supervision and regulation.

7. Equitable Treatment

The company adheres to an important policy that treats all groups of stakeholders of the Company including shareholders, customers, employees, business partners, creditors, debtors, as well as the community and society, fairly and equitably.

8. Social and Environmental Responsibility

The company adheres to an important policy that conducts business with a sense of social and environmental responsibility. In performing their duties, they must comply with the strict principles of the rules and regulations related to environmental protection and climate change, including the implementation of internal and external activities that take into account the community and society at both near and far distances for sustainable and stable business development.

9. Occupational Safety, Health, and Environment

The company recognizes and attaches great importance to the performance of its duties with safety by requiring the implementation of relevant laws and regulations in which strictly comply with industry safety standards. In addition, the company attaches great importance to creating occupational health and a good working environment in order to enhance the welfare and good health of all employees.

10. Avoidance of Conflicts of Interest

The company adheres to the importance of business operations that take into account the interests of the company. Therefore, shareholders and all groups of stakeholders have established a supervisory mechanism to ensure that the company's directors, executives, and employees perform their duties with integrity by taking into account the interests of the company, preventing conflicts of interest, and ensuring that the operation is transparent and verifiable. Therefore, the company has a clear policy of disclosing the connected transaction in order to strengthen the confidence of shareholders. Investors and stakeholders in the company. The connected transaction or a significant connected transaction must be considered and approved by the Audit Committee and the Board of Directors, term and procedure in accordance with the Notification of the Stock Exchange of Thailand on Disclosure and Conduct of Listed Companies in Connected Transactions B.E. 2546 (2003) or to be amended in the future. Anyway, the company has clearly established guidelines for considering and approving connected transactions. In such inter-party transactions, the transaction must be in accordance with the nature of a normal trading operation, which can compare the price incurred with third party. The company has established guidelines for directors, directors, and directors. Executives and employees are clearly defined.

## 11. Inside information prevention

The company has established a policy on the use of inside information and securities trading to ensure that the relevant action in the use of inside information and securities trading by the company's directors, executives, and employees is in accordance with the Securities and Exchange Act B.E. 2535 (1992) and related laws to prevent the use of inside information that is material to changes in the price of securities. This is considered to be taking advantage of others and unfair trading, and to ensure that the company's business operations are transparent and fair in accordance with the principles of good corporate governance.

## 12. Labor Practice and Human Rights

The company recognizes and respects the human rights of the company's directors, executives, employees, and other stakeholders related to the company's business operations. The company does not take any action or participate in any act that violates human rights, especially forced labor. The company attaches great importance to the equal treatment of employees without discrimination and does not ignore any acts that violate human rights related to the company's business operation, etc.

## 13. Anti-Bribery and Anti-Corruption

The company adheres to a fair and transparent business operation in which complies with laws and regulations related to business operations. The company's directors, executives, and employees must perform their duties with integrity that are not involved in corruption and any form of giving or accepting bribes. Corruption and giving or accepting bribes, even if the consequences of such action cause the company to lose business opportunities.

## 14. Business Information Confidentiality

The company adheres to the importance of protecting business information confidentiality in accordance with mutual agreements and not disclosing it to other parties for the benefit of others, including not infringing on the confidentiality of others.

## 15. Fair Business Competition

The company adheres to the importance of promoting with fair trade competition by complying with the law, guidelines, and relevant criteria for participating in bidding competition, as well as not taking any action to set monopoly prices/limit selling prices, or set fixed conditions, including no bidding.

## 16. Cyber and IT Security

In order to support the rapid development and change in information technology related to business operations and today's competition, the company recognizes the importance of using information technology systems to increase the efficiency and effectiveness of its business operations. In addition, it has established a policy to prevent threats and cybersecurity. Guidelines for directors, executives, and employees are clearly set out. Whether it is backing up, emergency backup system preparation, non-infringement of intellectual property, management of the data layer, or confidentiality Threat prevention and detection Review of access to personal information, etc.

**1.2 Policy and Guidelines Related to the Code of Business Ethics**

1. Sustainable Business Development Policy
2. Good Corporate Governance Policy
3. Policy on the use of inside information and securities trading
4. Anti-Corruption, Corruption, and Bribery Policy
5. Human Rights Policy
6. Safety, Occupational Health, and Working Environment Policy
7. Environmental and climate change policy
8. Personal Data Protection Policy
9. Information Technology Computer System Security Policy

**2. Code of Conduct for Directors, Executives, and Employees****2.1 Code of Conduct for Directors****Code of Conduct for the Company**

1. Perform duties based on the principles of morality, ethics, and good corporate governance for the best interests of the company.
2. Perform the duty of the Company's directors with responsibility, prudence, dedication as well as apply knowledge, skills, and experience in managing the Company's affairs to the best of their ability.
3. Supervise to ensure that the company complies with the law, rules, and regulations related to business operations and in accordance with the principle of good corporate governance.
4. Supervise and adhere to the importance of applying sustainable business development practices in business operations in terms of environmental, social, economic aspect and good corporate governance.
5. Do not take any action that may cause a conflict of interest to the company, such as not serving as a director in a business with the same characteristics as the company or conducting a business that is competitive with the company, etc.
6. Do not seek benefit by using the company's internal information that has not been made to public.
7. Do not disclose the company's confidential information to third parties, especially competitors.
8. Do not accept or give gifts or any other benefits that may incentivize unfair decision-making.
9. Support anti-corruption, corruption, and all forms of giving or accepting bribes.
10. Recruit executives with appropriate knowledge, ability, and experience for the best interests of the company.
11. Be politically neutral.
12. Give importance to not infringing intellectual property such as a patent, copyright, trademark, or any other information, such as not using un-copyrighted software.

**Code of Conduct for Shareholders**

1. Formulate a corporate governance policy that takes into account the rights of shareholders. Promote the exercise of rights, and do not infringe, restrict, or deprive shareholders of their rights.
2. Supervise the company to disclose information adequately, accurately, completely, and appropriately with timely manner.
3. Supervise all shareholders to be treated equally.

**Code of Conduct for Employees**

1. Adhere to the importance of policy on the development of knowledge, ability, and potential in employees.
2. Supervise compliance with laws and regulation in which is related to employees so that employees can receive fairness.
3. Supervise the treatment of employees with integrity. Respecting individuality and human dignity in accordance with international human rights principles. Do not discriminate against any individual either similarity or differences in race, religion, gender, age, education, or any other matter.
4. Supervise the company's operation in accordance with the law, regulations, and guidelines related to occupational safety and health to ensure that employees have a good working environment.
5. Supervise the provision of channels for employees to complain or report corruption, bribery, illegal acts, codes of conduct, policies, or violations of rights or opinions about business operations, as well as supervise the implementation of whistleblower protection measures.

**Code of Conduct for Customers**

1. Attach importance to quality, honest, and sincere service.
2. Attach importance to the policy of disclosure of information about services appropriately, accurately, and completely.
3. Attach importance to the preservation of business information and business secrets in accordance with mutual agreement.

**Code of Conduct for Business Partners**

1. The emphasis is placed on treating the business partner with honesty and sincerity.
2. Attach importance to the preservation of business information and business secrets in accordance with mutual agreement.

**Code of Conduct for Creditors**

The emphasis is placed on treating the creditor with honesty and sincerity.

**Code of Conduct for Competitors**

Adhere to the importance of compliance with fair competition rules and regulations. Do not take any action that reduces or restricts the right to compete in trade.

**Code of Ethics for Society and the Environment as a Whole**

1. Adhere to the importance of the company's operation in accordance with the law, regulations, and guidelines related to the environment and climate change.
2. Adhere to the importance of social responsibility by operating in accordance with the law, regulations, and related rules.

**2.2 Code of Conduct for Executives****Code of Ethics for the Company**

1. Perform executive duty based on the principles of morality, ethics, and good corporate governance for the best interests of the company.
2. Be responsible, dedicated, and dedicated to the duty of executives by applying knowledge, skill, and experience to manage the company's work into the best of their ability.
3. Implement sustainable business development practices in business operations in terms of environment, social, economic aspects, and good corporate governance.
4. Do not take any action that may cause a conflict of interest for the company, such as conducting business that is competitive with the company, etc.
5. Do not seek profit by using the company's internal information that has not been disclosed to the public.
6. Do not disclose the company's business information and business secrets to third parties, especially competitors.
7. Do not accept/give a gift or any other benefit that may incentivize unfair decision-making.
8. Arrange to take action against corruption and all forms of giving or accepting bribes.
9. Manage the efficient use of the company's existing resources and maximize the benefit to the company.
10. Monitor the company's performance regularly to ensure that the company's operation can achieve the objective that has been set in which is most efficient and effective.
11. Be politically neutral.
12. Supervise the work process without infringing on intellectual property such as a patent, copyright, trademark, or any other information, such as not using un-copyrighted software.
13. Supervise the management of personal data in accordance with policy and law.

**Code of Conduct for Employees**

1. Require the development of knowledge, ability, and potential in employees.
2. Strictly comply with laws and regulations related to employees.
3. Provide fair remuneration to employees, both in terms of remuneration and welfare.
4. Treat employees with morality, courtesy, equality, and respect for individuality and human dignity in accordance with international human rights principles, religion, gender, age, education, or any other matter.

5. Protect employees' personal information. The disclosure of employees' personal information to the public can only be done with the consent of the employee or in accordance with legal process.
6. Conduct yourself as an example of the Code of Ethics and encourage strict compliance among executives and employees.
7. Comply with laws, regulations, and guidelines related to safety, occupational health, and the working environment in order to ensure the safety of employees in the organization away from any threat, hazard, disease, or risk that may arise from work.
8. Employees are informed and comply with the company's policy as well as various operational plans.
9. Give employees the employees the opportunity to listen to their complaints and provide fairness to all employees.
10. Provide a channel for employees to make complaints or whistleblowing, anti-corruption, corruption, giving or taking bribes, which is a violation of the law or code of conduct, policy, or violation of right or expressing an opinion about business operations, as well as providing measures to protect whistleblowers.

#### **Code of Conduct for Customers**

1. Provide quality, honest, and sincere service to customers.
2. Disclose information about the service appropriately, accurately, and completely.
3. Give the customer a chance with fully check the information about the service.
4. Give the customer the opportunity to complain if the service is incomplete in order to show the company's responsibility.
5. Comply with the condition for the customer fairly.
6. Strive for service excellence by continuously improving service quality to meet customer needs.
7. Maintain customer information. Not be disclosed to the public without the consent of the customer.
8. Keep business information that is received from customers confidential, as well as not disclose it to others for any profit.

#### **Code of Conduct for Business Partners**

1. Treat suppliers with honesty and sincerity.
2. Comply with the condition of fairness to the supplier.
3. Maintain partner information and not disclose it to the public without the consent of the business partner.
4. Keep business information that is received from the supplier confidential. Do not disclose it to others for the sake of benefit.



**Code of Conduct for Creditors**

1. Treat the creditor with honesty and sincerity.
2. Comply with various conditions for the creditor fairly.

**Code of Conduct for Competitors**

Comply with the rule and regulation on fair competition and do not take any action that reduces or restricts the right to compete in trade.

**Code of Ethics for Society and the Environment as a Whole**

1. Encourage all employees to foresee the importance of social and environmental responsibility by behaving as a good example.
2. Supervise the company's operation in accordance with the laws, regulations, and guidelines related to the environment and climate change that are strictly enforced.
3. Supervise the company to conduct operations related to the importance of social responsibility. The operation is in accordance with the law, regulation, and related rules.

**2.3 Code of Conduct for Employees**

1. Strictly comply with the company's policy, rule, regulation, announcement, and order.
2. Comply with the company's strategic plan as well as various operational plans.
3. Perform duty with honesty, diligence, and dedication to the work of the company in order to be the best of their ability.
4. Build and maintain the company's image in order to make a good reputation with the public.
5. Do not disclose confidential information about the company, customer, or business partner to third parties, especially to competitors.
6. Do not take any action that causes a conflict of interest for the company.
7. Do not seek benefit by using inside information that has not been disclosed to the public.
8. Study, seek knowledge, and develop yourself regularly to increase efficiency and effectiveness at work.
9. Treat customers, partners, investors, and those related to the company with courtesy, respect, kindness, sincerity, as well as good interpersonal relations.
10. Treat colleagues with virtue, courtesy, and equality. Respect for individuality and human dignity is in accordance with the principle of international human rights. Do not discriminate against any person because of their similarity or difference in race, religion, sex, age, education, or any other matter.
11. If corruption, giving or accepting bribes, an illegal act to a code of ethics or policy, or a violation of a right is found, the complaint must be notified to the relevant authority through the designated complaint channels immediately.
12. Maintain the company's assets and use them correctly to maximize the benefit of their operation.

13. Do not use the company's assets for self-benefit or those of others.
14. Contribute to the creation of harmony among the participants. Do not take any action that causes a split up among the participants, such as a political, racial, or religious issue, etc.
15. Obey and comply with the duty or orders assigned from the superior without going against the law, regulation, announcement, and orders of the company with diligence in order to complete the working target.
16. Do not bring a weapon, dangerous substance, or any illegal item into the company's workplace.
17. Do not infringe intellectual property such as a patent, copyright, trademark, or any other information, such as the use of un-copyrighted software.

### 3. Code of Ethics for the Use of Inside Information

In order to ensure that the company discloses information equally to all groups of individuals and takes good care of information that has an impact on the price of securities that cannot be disclosed ("inside information" or non-public price-sensitive information), the company has policies and procedures for the use of internal information of the company and its affiliates in which have not been disclosed to the public, as follows:

1. Educate directors and executives about their duty to report their securities holdings, including the acquisition or disposal of securities, to the Securities and Exchange Commission ("SEC").
2. Directors and executives of the company and its subsidiaries, including their spouses and minor children, must prepare and disclose a report on securities holdings as well as a report on changes in the company's securities holdings to the SEC. They must also send a copy of this report to the company on the same day that it was submitted to the SEC.
3. Directors, executives, and employees of the company and its subsidiaries who receive material inside information that affects a change in the price of securities must refrain from trading in the company's securities during the 1 month before the financial statement or internal information is disclosed to the public and also during the 24-hour period after the disclosure to the public. A person involved in inside information must not disclose such information to others until such information has been notified to the Stock Exchange of Thailand.
4. Directors, executives and employees of the Company and its subsidiaries are prohibited from using inside information of the Company and its subsidiaries that have or may have an impact on changing in the price of the Company's securities in which this information has not been yet disclosed to the public that it has been known in such a position or position for the purpose of buying or selling securities or offering to buy or offer for sale, or soliciting to any other persons for buying or selling or offer to buy or sell the shares or other securities (if any) of the Company whether it is directly or indirectly or not in a manner likely to cause damage to the Company in which such act is done for the benefit purpose of oneself or others or else disclose such fact to others regardless of whether they receive benefit in return.

#### 4. Policy on Stakeholder Care and Treatment

The company has a policy to take care of and take into account the rights of various stakeholders, so the company has established a code of conduct for other stakeholders of the company, including shareholders, customers, business partners, competitors, government agencies, employees, society, and creditors, as well as stipulates that it is the duty and responsibility of the company's directors, executives, and all employees to acknowledge and strictly comply with the guideline. The code of conduct of the company's stakeholders is set forth in the company's employee regulation manual and web intranet.

##### Treatment of Shareholders

1. The company will stipulate that the shareholders of the company have the right to receive the share certificate as well as the right to transfer the shares. They also have the right to receive adequate, timely, and appropriate information for decision-making. It is also the right of shareholders to attend and vote during the shareholders' meeting to decide on material policy changes for the company, the right to vote and remove directors, the right to approve the appointment of the company's annual auditor, and the right to determine remuneration, including the right to share profit during the shareholders' meeting by the number of equal shares.
2. The company will arrange to record the minutes of the shareholders' meeting as well as disclose the resolution of the meeting to the shareholders and relevant government agencies in accordance with the guidelines for information disclosure according to relevant law and regulation.

##### Treatment of Customers

1. The company will disclose the company's information and services to customers in an adequate and appropriate manner. Do not take any action that restricts the rights of the customer or has unfair conditions for the customer.
2. The company must take care of and serve customers equally and treat them with kindness and hospitality.
3. The company will not take any action to control the decision of the customer.

##### Treatment of the Competitor

1. The company must comply with the law and strictly follow the guidelines and relevant rules of business operation.
2. The company will conduct a fair trade competition with competitors. The company will not take any action that reduces or restricts the right to compete in trade or unfairly disadvantages to a competitor.
3. The company will not illegally seek confidential information from competitors.
4. The company's directors, executives, and employees must be careful in dealing with competitors and their personnel in all cases. Do not disclose the company's secret to fall into the hands of competitors.

**Treatment of Government Units**

1. The company must comply with law and regulation, rule and guideline which is related to business operations.
2. Liaise or conduct business with government agencies. The company must act with transparency, integrity, and fairness, including refraining from cooperating with or supporting acts against the intention of committing corruption and giving or accepting bribes to government units.
3. The company must cooperate with government agencies in performing its duty as a good citizen.

**Treatment of employees**

1. The company must treat its employees with regard to the principle of human rights. The company will not take any action that violates human rights, including respecting the rights of individuals and maintaining personal data as required by law.
2. The company will treat all employees equally as well as provide rights and freedoms related to work in accordance with the law and policy of the company.
3. The company must provide appropriate remuneration in the form of a wage, bonus, various benefits, and provident funds, as well as the development of knowledge and work potential such as training, seminars, further education, etc.
4. The company must provide a channel for employees to consult or complain about problems arising from the performance of their duty, any duty that is failure to comply with the company's article or finding acts that constitute corruption or giving or accepting bribes. Employees can consult with or complain to superiors, executives, or through the designated complaint channel.
5. The company must adhere to the policy; hence, the complete success of the work must be accompanied by the safety of everyone. Therefore, it has formulated policies and guidelines that take safety into account as well as provide training, knowledge, and understanding for performing duty.
6. The company must support its employees in performing their duties to the best of their ability with honesty and integrity in accordance with the company's policy, code of ethics, and articles of association.

**Social and Environmental Practice**

1. The company must conduct business with awareness of the community and society, legal compliance, rules, and regulations that are related to business operations. The company cooperates with relevant agencies for social creation.
2. The company must support operations without infringing on human rights in accordance with the principles of practice that are beneficial to society.
3. The company must attach with the importance of business operations and not infringe on the property or copyright of others or other businesses.
4. The company must be aware of the importance of natural resources, environment and climate change. Require compliance with the laws, rules, and regulations that are related to the protection of natural resources and the environment in order to have at least an impact on society, environment and community
5. The company must require the implementation of safety standards, occupational health, and the working environment.

**Treatment of the Supplier**

1. The company's procurement must be carried out with fairness and transparency. The company provides information and treats suppliers fairly and equally.
2. The company will maintain the confidentiality of the business information of its business partners and not disclose it to others for the sake of profit.
3. In entering into a contract with the supplier, the company must prepare the contract fairly. The company will not take any action that restricts the rights of its supplier, provides fair conditions for its partner, as well as complies with the terms and conditions between the company and its partners.
4. The company has established policies and guidelines for the selection of suppliers to ensure that the selection of suppliers is systematic, fair, transparent, and verifiable, as well as to support partners who conduct business ethically. Do not commit illegal acts, corruption, or conduct fraudulently in accordance with the company's regulations and procedures for effective procurement, and maintain social and environmental responsibility in order to lead to sustainable growth.

**Treatment of the creditor**

1. The company must strictly comply with the terms and conditions of the contract, guarantee, or term agreed between the company and its creditor. In the repayment of debt, loans and interest must be responsibility for various collaterals.
2. The company must disclose information accurately, adequately, and appropriately on time to the creditor.
3. The company must notify the creditor in advance if it is unable to comply with the terms of the contract, such as in the case of default or agreed term, as well as jointly consider finding a solution to such a problem by taking into account fairness to all parties in a reasonable manner.

**5. Whistleblowing and the measure of whistleblower protection****5.1 Whistleblowing or complaint channel**

In order to ensure that the company has good corporate governance, as well as gives the right to all employees and all groups of stakeholders to report corruption, giving or accepting bribes, an illegal act, the company's code of conduct or policy, a complaint of infringement of right or offering opinion about the company's business operation. The company has provided a channel for whistleblowing and complaints at the following address:

**Audit Committee**

Address : Stecon Group Public Company Limited  
 32/59-60 Sino-Thai Tower, 29th-30th Floor, Sukhumvit 21 Road (Soi Asoke)  
 Khlong Toei Nua, Wattana, Bangkok 10110  
 e-mail address : [auditcommittee@stecongroup.co.th](mailto:auditcommittee@stecongroup.co.th)  
 Phone: 02-610-4900 Ext. 1530

Clue, complaint, and suggestion will be considered and acted appropriately upon on a case-by-case basis, with a process to be taken upon receiving a whistleblower or complaint as well as measures to protect whistleblowers and complainants in investigating the facts. So, all those who involved in are confident that they will not be affected by whistleblowing or complaints, as follows:

## 5.2 Process upon receiving a whistleblower or complaint

1. The secretary of the audit committee collects and verifies the accuracy and adequacy of information and facts. If it is found that it is a violation of human rights that is related to the company, then the secretary will propose a preliminary action guideline to the Audit Committee.
2. The Audit Committee will consider the complaint submitted by the secretary and proceed by appointing a working group or assigning a person to carry out the complaint. Appropriateness is considered on a case-by-case basis.
3. The working group or designated person considers the guidelines for investigating and suppressing human rights violations related to the company and mitigating damage to those affected, taking into account all the overall suffering as well as reporting directly to the Audit Committee.
4. When the process is completed. The working group or the person assigned to report must conclude the case with the Audit Committee and the secretary of the Audit Committee, notify the whistleblower or complainant if they disclose themselves, as well as collect relevant information confidentially.
5. If the matter has an impact on the corporate image or is related to senior management, or is a significant issue for the company's business operations, the Audit Committee will consider and present the conclusion to the Board of Directors.

## 5.3 Measures to Protect Whistleblowers

1. Whistleblower, complainant, or person who cooperates in investigating the facts. He/she can choose not to reveal yourself. If it is deemed that the disclosure will cause any unsafety or damage, but if there is self-disclosure, the company can report the progress, clarify the facts, or mitigate the damage more conveniently and quickly.
2. The company will consider the information of the whistleblower or person who cooperates in investigating the fact is confidential information. Disclosure will be made with care and sparingly, taking into account the safety and damage of the whistleblower. Complainant or person who cooperates in investigating the fact, source of information, or related person.
3. In the case of a whistleblower, the complainant or the person who cooperates in the investigation of the facts believes that they may be unsafe or may suffer damage, so he/she can request the company to establish an appropriate protection measure. The company may impose protection measures that are provided to the whistleblower, the complainant, or the person who cooperates in the investigation of the facts that he/she did not request, but it is considered that they are likely to cause trouble, damage, or insecurity.
4. Those who suffer damage will be mitigated through an appropriate and fair process.



**6. Creating awareness of compliance with the Code of Business Ethics**

All directors, executives, and employees must understand and sign this Code of Business Ethics in order to serve as a guideline for operation, understand it, and put it into practice. The company has provided this code of conduct to all directors, executives, and employees of the company and has displayed it on the company's web intranet and website. In addition, the company must continue to understand and communicate with all directors, executives, and employees of the company through orientation for directors, executives, and new employees of the company, internal training and seminars, as well as employee meetings, etc.

However, this Code of Business Ethics may not cover all cases of operation. If a case has been raised where it is not possible to decide how to treat it. Initially, please consider the principles of morality and ethics that adhere to international standards or consult with supervisors/executives/company secretaries, as the case may be.

**7. Monitoring and ensuring compliance with the Code of Business Ethics**

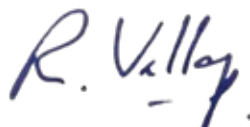
Monitoring compliance with the Code of Business Ethics is the duty of supervisors at all levels, and the Internal Audit Department will evaluate and audit compliance with the Code of Business Ethics on an annual basis.

**8. Penalty for Offense**

Punishment for offenses will be in accordance with relevant regulations and/or laws.

This Code of Business Ethics was approved by the Board of Directors' Meeting No. 2/2024 on February 27<sup>th</sup>, 2024, and will be effective from February 27<sup>th</sup>, 2024 onwards.

Promulgated on 27th February 2024



(Mr. Vallop Rungkijvorasathien)

Chairman of the Board of Directors  
Stecon Group Public Company Limited

For further information about the Audit Committee Report is also presented in the sub item of corporate governance number 8.2 Audit Committee Report for the Year 2024.





**STECON GROUP PUBLIC COMPANY LIMITED**

29<sup>th</sup>-30<sup>th</sup> floor, Sino-Thai Tower

32/59-32/60 Asoke Rd., Klongtoey Nua, Wattana, Bangkok 10110

Tel +66 2 610 4990 Fax +66 2 260 1339

[www.stecongroup.co.th](http://www.stecongroup.co.th)