

Part 2 Corporate Governance

7. Assets and Shareholders Information

7.1 Amount of authorized capital amount and paid-up share capital

Current authorized capital of Sabina PLC.	347.50 million Baht
Authorized capital	347.50 million Baht
Common shares	347.50 million Shares
Price per share is 1 Baht	

7.2 Shareholders

First 10 major shareholders of Sabina PLC. as on the latest book closing date, 18 December 2019.

Shareholders		
	Number of Shares	Percentage (%)
1. Mr.Viroj Thanalongkorn	160,207,000	46.10
2. STATE STREET EUROPE LIMITED	22,192,800	6.39
3. Miss Pitcha Thanalongkorn	10,501,000	3.02
4. Mr. Atchada Thanalongkorn	10,501,000	3.02
5. Bualuang Long Term Equity Fund	9,997,900	2.88
6. Bualuang Basic Dividend LTF	8,403,500	2.42
7. Mr. Anurak Tangkaravakul	7,803,800	2.25
8. Thai NVDR Company Limited	5,897,300	1.70
9. Mr.Chaiyakorn Siriratatsadon	5,420,900	1.56
10. N.C.B. TRUST LIMITED-NORGES BANK 1	4,634,400	1.33

7.3 Other securities issuance

-None-

7.4 Dividend Payment Policy

The Company has dividend payment policy not to be lower than 40% of the net profit after tax and reserve deduction according to the laws. Nevertheless, the dividend payment will depend on investment plan, necessity, and appropriateness in the future.

For subsidiaries, the Board of Directors of the subsidiaries will consider dividend payment from cash flow balance when comparing with that subsidiaries' investment budget. If cash flow balance has enough and reserve according to the laws, the Board of Directors of the subsidiaries will consider dividend payment case by case.

Dividend Payment Data

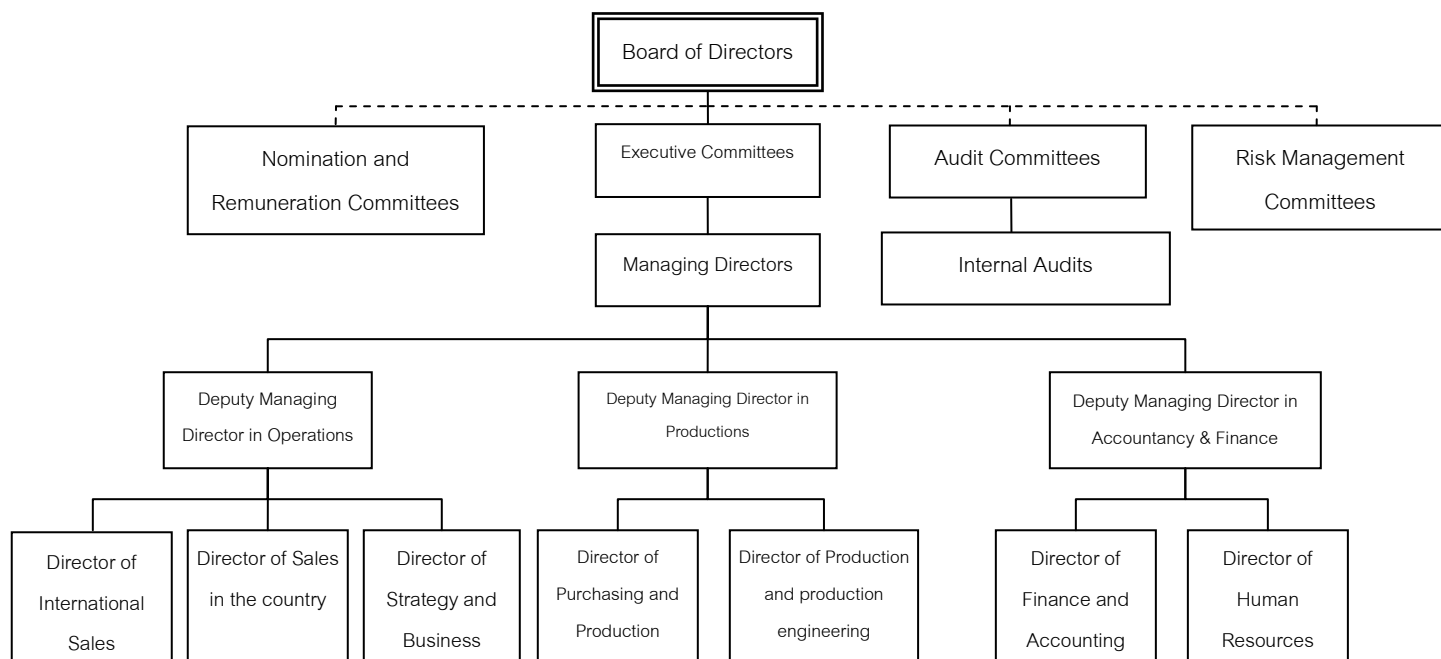
Sabina Co.Ltd.	2019**	2018	2017
Dividend per share (Baht)	1.19	1.04	0.82
Dividend remuneration rate (%) (Overall financial statement)	100.07	99.95	117.19
Dividend remuneration rate (%) (Specific financial statement)	127.64	149.29	330.79

Remark

* 2019 dividend payment - the Board of Directors' meeting passed a resolution to pay interim dividends at the rate of 0.57 baht per share, and on February 21, 2020, the Board of Directors passed a resolution to pay dividends from the retained earnings at the rate of 0.62 baht per share, including dividend payment for the year 2019 equal to 1.19 per share Baht, which will be further proposed to the Annual General Meeting of Shareholders for the year 2020.

8. Managerial Structure

Organization Chart



8.1 Board of Directors

In present, the Board of Directors consists of 11 committees;

- Non-managerial committees: 7 people (Independent committees: 5 people)

- Managerial committees: 4 people

Name	Company's Committee	Audit Committee	Managing Director	The nomination and remuneration Committee	Risk Management Committee
1. Mr. Viroj Thanalongkorn	Chairman	-	-	-	-
2. Mr. Bunchai Punturaumporn*	Managing Director	-	Chairman	Committee	-
3. Mrs. Suchanya Thanalongkorn	Committee	-	-	-	-
4. Mr. Somkid Padungkiattisak *	Committee	-	Committee	-	-
5. Ms. Somsri Sripatoomrak*	Committee	-	Committee	-	Committee
6. Ms. Vachirawan Yamsri	Committee	-	Committee	-	Committee
7. Ms. Raweewan Peyayopanakul	Independent Director	Chairman	-	Committee	-
8. Mr. Somchai Vanavit	Independent Director	Committee	-	Chairman	-
9. Mr. Yuthana Adipath	Independent Director	Committee	-	Committee	-
10. Mr. ChakkritUttayopas	Independent Director	-	-	-	Chairman
11. Ms. Pensri Suteerasan	Independent Director	Committee	-	-	-

* Also has a position as a director of a subsidiary

Remark Information of the directors about education, training history from the Thai Institute of Directors Association (IOD) and key experiences related to the business of the Company can be seen in Attachment 1.

Attendance of the Board of Directors and Board committees in meetings

Name	Board Meeting 2019 (Total Meetings / Attendance)				
	Directors	Audit Committee	Managerial Committee	Nomination and	Risk Management
	6 times attendance in total	4 times attendance in total	12 times attendance in total	Remuneration Committee 2 times attendance in total	Committee 2 times attendance in total
Mr. Viroj Thanalongkorn	6/6	-	12/12	-	-
Mr. Bunchai Punturaumporn *	6/6	-	12/12	2/2	-
Mrs. Suchanya Thanalongkorn	5/6	-	-	-	-
Mr. Somkid Pardungkiattisak*	6/6	-	12/12	-	-
Ms. Somsri Sripatoomrak *	6/6	-	12/12	-	2/2
Ms. Vachirawan Yamsri	6/6	-	12/12	-	2/2
Ms. Rawewan Peyayopanakul	6/6	4/4	-	2/2	-
Mr. Somchai Vanavit	5/6	4/4	-	2/2	-
Mr. Yuthana Adipath	5/6	4/4	-	2/2	-
Mr. Chakkris Uthayophas	5/6	-	-	-	2/2
Ms. Pensri Suteerasan	5/6	3/4	-	-	-

* Also has a position as a director of a subsidiary

Remark

- Mrs. Suchanya Thanalongkorn has not participated in the Board of Directors Meeting No. 1/2019, February 20, 2019, and No. 3/2562, August 13, 2019 due to the mission abroad.
- Miss Rawewan Phiyayaphanakul did not attend the meeting of the Board of Directors and the Audit Committee No. 2/2019 on 14 May 2019 due to personal reason.
- Mr. Somchai Wanawittaya did not attend the Board of Directors Meeting no. 4/2019 on 25 October 2019 due to his mission abroad.
- Miss Phensri Suthisarn has not participated in the Board of Directors and Audit Committee's meeting no.1 / 2019, since he was appointed as a director on April 23, 2019 and therefore did not attend the meeting no.1 / 2019 and did not attend the board meeting no. 4/2019 due to personal reason
- Mr. Chakkrit Uthayophas did not attend the board meeting no. 2/2019 on 14 May 2019 due to sick leave.

Authorized Directors

The authorized directors for any company decision are “Mr. Viroj Thanalongkorn, Mr. Bunchai Punturaumporn, Mr. Somkid Pardungkiattisak, and Miss Somsri Sripatoomrak, any two of them may jointly sign their names and affix the corporate seal to legally bind the Company.”

Scope of authority of the Board of Directors

- 1.) Operate the business according to the rules of laws, objectives and the Company's regulations, as well as the Shareholders' Meeting's resolutions that comply with the laws, with honesty and attention to protect the Company's interests.
- 2.) To set guidelines and operational plans for the management, and to determine the policy of the Executive Committee and the management to be in accordance with the received policy and the regulations of the Stock Exchange of Thailand, except for the following matters, which the Board of Directors must obtain approval from the shareholders' meeting before proceeding. This refers to the matters required by the law to be approved by the shareholders' meeting, such as capital increase, capital decrease, debenture issuance, merger or dissolution of the Company, sales or transfer of business of all companies or some important parts to other persons or the purchase or transfer of other companies' businesses to the Company or merging the business with other persons or juristic persons with the objective to share profit and loss, assigning other persons to manage the business of the Company amendment of the memorandum of association or regulations including related transactions and the purchase and sales of important assets according to the regulations of the Stock Exchange of Thailand or as prescribed by other government agencies.
- 3.) The Board of Directors may appoint a number of directors and / or executives based on appropriation to be the executive committee by having the authority to manage the Company as assigned by the Board of Directors and the Board of Directors to appoint one executive director as the chairman of the executive board.
- 4.) The Board of Directors may appoint the Managing Director or authorize any other person to operate the business of the Company under the control of the Board of Directors or may authorize such person to have the power as the Board believes appropriate, and within the time that the board deems appropriate, and the Board of Directors may cancel, revoke, change or amend such authority. In case the Board of Directors has authorized the Managing Director or any other person to act on behalf of the business in the normal course of business, such authorization must be in accordance with the resolution of the Board of Directors meeting, with the Independent Directors or the Directors who are members of the Audit Committee attending the meeting, and if the Independent Directors or Directors who are the audit committee oppose the authorization, it must clearly record the approval in the minutes of the meeting. In this regard, such authorization must visibly determine the scope of authority and responsibility of the

attorney, and must not have the characteristics of giving power to the authorized person to approve the transaction that he or she or other person may have conflict with, have interest, or may have conflicts of interest in any other manner (according to the Company's regulations and as prescribed by the Office of the Securities and Exchange Commission) with the Company or its subsidiaries except for normal transaction approval with general business conditions.

- 5.) To consider and approve the use of assets or assets of the Company or affiliated companies as insurance or any guarantees that caused the obligation to the Company.
- 6.) To consider and approve investment in business expansion as well as to enter a joint venture with other operators.
- 7.) To consider approving the power of attorney within the Company.

However, for items that the Directors or the authorized person or the person, who may have conflict, have interest, or may have any conflict of interest with the Company or subsidiary to the Company's directors or authorized person with interest in any matter, have no right to vote on that matter.

8.2 Executives

The Company's executives comprise 4 members:

Name	Title
Mr. Bunchai Punturaumporn	Managing Director
	Deputy Managing Director for Operations (Caretaker)
	Deputy Managing Director for Production (Caretaker)
	Director of Overseas Sales (Caretaker)
Mr. Somkid Pardungkiattisak	Director of Finance and Accounting
Ms. Somsri Sripatoomrak	Director of Domestic Sales
	Director of Purchase and Production
	Preparation(Caretaker)
	Director of Human Resource (Caretaker)
Ms.Vachiravan Yamsri	Director of Production and Production Engineering

8.3 Company Secretary and The person supervising accounting

On November 13, 2013, the Board Meeting resolved to appoint Miss Vaja Mukto as the Company Secretary to be responsible for the following matters for and on behalf of the Board of Directors or the Company.

- To provide fundamental suggestion to the directors related to law and regulations about securities and Company's regulations, and to follow up on compliance including major changes which could affect the directors.
- To arrange meetings of shareholders and board of directors in accordance with the law, and regulations of the Company.
- To prepare the minutes of the shareholders meeting and the minutes of the Board of Directors meeting, and to follow-up and ensure proper practice.
- To be responsible for disclosure and reporting information in the related regulations and requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).
- To establish and to maintain the following documents:
 - Registration Committee.
 - Board of Directors' meeting invitation letter, Board of Directors' meeting report and Annual report of the Company.
 - The Shareholders' Meeting invitation letter and the Shareholders' Meeting minute
 - Annual report form (56-1) and annual report (56-2).
- To maintain reports of interest reported by directors or executives.
- To perform other activities as specified by the Capital Market Supervisory Board.
- There are also other duties of care activities of the Board of Directors and to ensure that the Board of Directors and the Company practice compliance with law and regulations.

The attributes of the person holding the position of Company's secretary and The person supervising accounting is shown in Attachment 1.

8.4 Remuneration for Directors and Executives

Remuneration for Directors and Executives of year 2018 has been approved by AGM according to the proposal of the board of directors, which is considered from the Nomination and Remuneration Committee, by comparing data of the same industry, business expansion, and overall operation, including power, roles, and responsibility.

8.4.1 Financial Reward

In 2019, the Board of Directors and the Executives were remunerated as follows:

Name	2019	
	Description of payment	Amount (Million Baht)
Director (as Director)		
- Mr. Viroj Thanalongkorn	- Remuneration to Chairman	0.36
	- Remuneration to Director	0.12
	- Reward to Director	0.54
- Mr. Bunchai Punturaumporn	- Remuneration to Director	0.12
	- Reward to Director	0.32
- Mrs. Suchanya Thanalongkorn	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Mr. Somkid Pardungkiattisak	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Ms. Somsri Sripatoomrak	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Ms. Vachirawan Yamsri	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Ms. Rawewan Peyayopanakul	- Remuneration to Chairman of Audit Committee	0.06
	- Remuneration to Audit Committee	0.06
	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Mr. Somchai Vanavit	- Remuneration to Audit Committee	0.06
	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Mr. Yuthana Adipath	- Remuneration to Audit Committee	0.06
	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Mr. Chakkris Uthayophas	- Remuneration to Director	0.12
	- Reward to Director	0.24
- Ms. Pensri Suteerasan	- Remuneration to Audit Committee	0.04
	- Remuneration to Director	0.08
	- Reward to Director	0.18
Directors & Executive	- Salary, position allowance and fuel allowance, cars,	29.09
(as Executive)	and bonuses.	
	- Remuneration to Director	0.30

In 2019, the Company's stipulation of the remuneration is equivalent to 2018 of which the basic remuneration of all Board of Directors is equally the same with an additional payment of extra responsibilities with the followings details.

Title	Remuneration (Baht/ Month)
Director	10,000
Chairman of Board of Directors	30,000
Chairman of Executive Committee	5,000
Chairman of Audit Committee	5,000
Executive Director	5,000
Member of Audit Committee	5,000

The Directors' bonus is not over 4 million Baht per year with the quarterly payment and the Directors have the authority to allocate and stipulate the shares among themselves.

8.4.2 Other Benefits for Directors and Executives

- The Company provides 4 vehicles for the executives to use in the Company business.
- The Company provides a provident fund to employees who are members of the fund which the employees pay the accumulated and the Company pays at the following rate:

- Department Manager and Director levels	Rate 3 or 4 or 5%
- Deputy Managing Director and Managing Director levels	Rate 3 or 4 or 5 or 6%

based on the income before tax of each month
- Executives level provides life insurance and group health insurance.

8.5 Personnel

8.5.1 Personnel

The company does not have significant labor disputes during the past period. As of December 31, 2019, the company and its subsidiaries have a total of 4,450 employees (excluding directors and executives as specified in 10.2.4) as follows:

Number of employees (person)	December 31, 2019	December 31, 2018	December 31, 2017
Sabina Public Co Ltd and its subsidiaries' no. of employees (person)	4,450	4,582	4,103
Salaries and bonuses (million baht)	758.61	759.44	670.82

Remuneration characteristics and the total remuneration for the employees

The company has a policy to pay remuneration to employees according to Thailand's labor laws as well as their qualification, knowledge and experiences. The minimum salary of employees is in accordance with the minimum wage set by the government and is consistent with the remuneration of the same industry. In the form of salaries, overtime, commissions / special bonuses when the bonus goals are reached (according to the company's performance). The consideration of remuneration and welfare is based on the performance without considering the differences in origin, nationality, religion, gender, marital status in any way.

In addition, the company has a policy to consider remuneration for employees in accordance with the company's performance, economic conditions and market rates on an annual basis. As well as reviewing the long-term remuneration structure. In the year 2019, the company paid salaries and bonuses for 4,450 employees, approximately 758.61 million baht. It also provided more welfare than that of the law, such as remuneration for retired employees, annual health checkups, nursing rooms, uniform, and other benefits as follows;

Policy and guideline on remuneration and welfare for employees

The company has a fair salary and wage management system. It promotes the stability and career advancement for employees in all sectors. This also includes welfare management as required by laws, such as social security and other welfare. The company has a great expertise in management for its employees. For instance



Welfare benefits

- Provident fund benefits for employees
- Medical benefits for all employees
- Hospital visits
- Wedding congratulation payments
- Maternity payments
- Funeral welfare for its employees' immediate relatives.
- Interest-free loans for its employees in case of emergency
- Life insurance for employees who mandatorily work for external coordination and for those who regularly work outside the area

Leave Benefits

The company provides various leave benefits for its employees with not only necessary activities as required by laws, but also some additional beyond the law. For example; traditional holidays of 13 days a year, sick leave of 30 days per year, leave of 5 days per year, holiday leave of 6 days per year, maternity leave of 98 days, marital leave of 5 days, funeral leave for immediate family members for 5 days, and also religious practice leave of 3 days.



Welfare to help for 7 serious illnesses, which are;



1. Cancer
2. Kidney failure
3. Permanent disability
4. Systemic lupus erythematosus (SLE)
5. Brain injuries and paralysis
6. HIV
7. Fracture disorders with complications

The objectives of welfare for 7 serious illnesses are to physically and mentally help its effected employees to be ready to return as part of the organization. By giving leaves and paying wages at the time of treatment and rehabilitation for its employees. This is to be considered for those whom has a long service life.



In addition, the company also provides housing benefits for its employees whom have been transferred across branches. They also receive cost of living and travel allowances. That is designed in accordance with the actual work of employees. The company also has a clear policy to look after and help employees, which is the most important resource of the organization. By establishing "Peace of Mind Fund" project with its objective to ease the employee's debt burden i.e. a credit card debt, a cash card and / or an illegal loan, in the case of emergency. From the above, various welfare of the company is designed in accordance with the true way of life of the employees. By going through the process of talking, inquiring and screening to respond to the employees which are the most valuable and important resources if the organization.

8.5.2 Employee Development Policy

Employees Development is the company's most important mission. By increasing knowledge and capability of employees, setting higher standard for work ethic and customer services, as well as keeping up with new technology and innovations which are constantly changing, can result in the employees having higher job values and enabling them to work efficiently. Employee Development not only helps the company to achieve its goals, but it also helps to maintain and motivate employees to stay with the organization and dedicate the best effort.

Moreover, it develops an organization potentially and competitively at both regional and international levels. It is to survive an era of competition without borders (Globalization) through the knowledge and skilled employees.

Good management with morality and ethics are important factors to help in the company's development. The Human Resource Management Department, therefore, develops a plan based on knowledge and work experience within the organization to analyze the causes of problems in order to plan, set goals for employee and attitude development.

The Human Resource & Development has continuously established a training plan for employee development to be used as a development guideline and compliance as follows;

1. Employee development policy

To develop personnel in order to obtain higher quality, better knowledge, capability and morality. It is completed by focusing on continuous development to efficiently meet the needs and satisfaction of the customers as well as related parties. This causes the company to grow sustainably.

By applying theory of "Sufficiency economy" with the employee development in the organization, in which the philosophy itself means "rationale and moderation. ", we do not hold a training course in luxury hotels. Rather, we hold it in a seminar room within the organization. The company focuses on creating "knowledge" which is important. We value the quality of speakers. By focusing on highly qualified people who have experience in training and creating related content according.

We are confident that Thailand will develop and businesses will grow. The organization will have more or less profits depends on its employees. "People are the most valuable resources of the organization", this is because various technologies can be purchased if there are funds, "people" with quality, love and engagement, and loyalty, however, cannot be simply found. Therefore, the company retain the importance of employee development in order to courage the full effort and potential for the organization

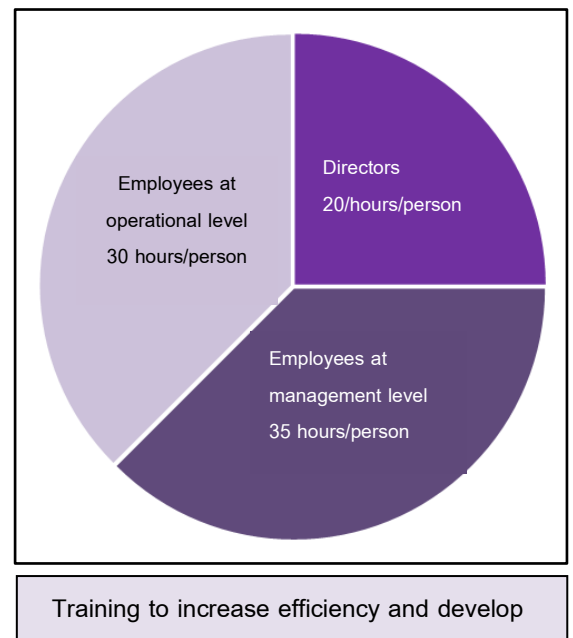
2. Employee development strategies

For the organization to retain higher quality, high caliber and high morality employees to be more competitive, the company must set a strategy or the process for development and training (Training Roadmap). By developing and training plan for employees in each position, each level and each work group as a guideline for development, creating and designing the training courses and the time to meet the needs, as well as being able to clearly review the progress at a higher level as to how to develop and prepare for training and development.

In addition, the potential development of employees in accordance with the 5S and must be consistent with the external environment changes in economy, society, politics, competition, customer needs. This includes compliance with the policy, organizational goals, and the internal environment such as corporate culture, values of people in the organization, structure, management processes in the organization, behavior, knowledge and skills of employees, etc.

Human resource development

The vision of Sabina Company is the believe that "employees are the most valuable and most valuable resource". We therefore aim to create and develop the capacity of all-round personnel as well as the company's sustainable growth. We create opportunities for learning and developing within the organization through various training programs in accordance with age, line of work, responsibility, economic and social situations. This is to create learning opportunities and employee development which will be a sustainable benefit for employees and organizations.



Efficiency and employee development training

Executives



It focuses on developing organizational skills based on today rapidly changing world through participation in training course called "Streamlined management" in order to create a new management system. To be in line with current conditions, the executives must be able to adjust and change the working style to be more flexible. They must participate in marketing development training and corporate communications, both internally and externally. They must promote effective corporate communication, including the promotion of risk management skills

through participation in the Risk Management Program for Corporate Leaders (RCL). They must also promote management and investment skills through regular training in accounting and investment management, including basic knowledge for the profession (IR Fundamental Course), Certificate in Investor Relations 2019, Financial Statement for Directors, Boardroom Success Through Finance and Investment, PAEs Accounting Standard Course at Applied in 2019, TLCA Executive Development program EDP class of Year 2019, TLCA CFO Professional Development Program (TLCA CFO CPD), as well as any courses in relation to Thai Financial Reporting Standards (TFRS). This enables executives to have the skills and readiness to manage the organization's investments. It is also focusing on the spirit of the organization by participating as part of an anti-corruption organization and attending courses such as Anti-Corruption: Practical Guide (ACPG) to constantly exchange views, concepts and techniques in managing anti-corruption organizations.

Managers

It focuses on developing managerial skills to prepare for digital transformation. Under this role, both in management and workplace relationships within the department, training both inside and outside the organization such as effective management course, how to win hearts and minds of employees, workplace relationships, and employee identity and background, are important factors. They



also enhance the efficiency of the operation of the responsible department. Training and learning to use software for task management, focusing on the use of information in management by promoting the Art of Data Science, Big data certification training and other related courses, are also another important mechanism in the development of work processes by applying software together with the managers. To reflect the work and the direction of development in accordance with the operation and growth of the organization, the company also encourages lean process management skills, Kaizen and 5S through participation in activities and seminars with institutions such as the Technology Promotion Association. (Thailand-Japan) to further the success of the organization in management, to reduce wastage in the production process and to extend ideas to employees,

employees' families, partners, communities and society. In addition, managers also focus on the spirit of the organization by participating as part of an anti-corruption organization and promoting both internal and external training to study techniques and methods in managing anti-corruption organizations.

Sabina organizes the training course to thoroughly focus on increasing efficiency, All-round development, and the responsibilities of personnel. It emphasizes on the intention of which will operate under the vision that "Employees are the most important and valuable resource". Apart from those mentioned above, we also focus on developing good leadership skills and promote participation for employees at all levels through seminars and various activities to maximize efficiency in working together, in which will affect the organization's growth and sustainability in the future.

Operational Staff



The company has organized training to increase operational skills of employees at the operational level by reflecting the perspective from internal processes and the policy guidelines of the organization in order to be consistent and systematically integrated. Skills training and skill development in production lines began with focuses on creating work standards through training on various types of machine skills for employees to become proficient and able to work at every stage of production. This is an important concept which leads to the extension of the establishment of the "Work Passport" project. The objective is to promote employees to be able to work in every step of production with quality according to the organization's standards, through training to develop operational skills until expertise. The employees will be tested the ability in each section. After passing each section of the test , the employees will receive a symbol showing their potential. This results in the pride in work and working diligently to learn and develop additional skills, including developing skills to manage errors in the workplace to create a guideline for sustainable quality operations. As for salespeople, the company focuses on developing full-service skills with the training course "Development and Promotion of Service Excellence" nationwide. It is the key to delivering quality products to users of the product Including training to create learning and application of various software to participate in work for employees in all areas in order to create efficiency for employees and systematic operations. Also the company continues the policy on anti-corruption of the organization through activities and training for employees regularly.

Organizing the training course of Sabina focuses on increasing efficiency All-round development and respond to the responsibilities of personnel thoroughly. This emphasizes the intention which will operate under the vision that "Employees are the most important and valuable resource" apart from those mentioned above We also focus on developing good leadership skills and promote participation for employees at all levels, through seminar and various activities to maximize efficiency in working together. This affects the growth and sustainability of the organization in the future.

9. Corporate Governance

The Company has managed by believing to the principles of good corporate governance and continuously recognizing the importance and responsibility towards shareholders and stakeholders of the Company. As a result, in 2018 and 2019, the Company was evaluated by the Thai Institute of Directors Association (IOD) at "Excellent" level.

The Board of Directors attaches importance to compliance with the principles of good corporate governance to increase confidence for shareholders, investors and all parties involved, which requires a review of the corporate governance policy and the implementation of the policy at least once a year. The Company has disclosed the corporate governance policy on the website for external communication and disseminate for communication to employees in the organization to acknowledge the corporate governance of the Company, and to encourage employees to participate in the implementation of such policies.

In 2017, the Securities and Exchange Commission (SET) has issued the principles of good corporate governance for listed companies in 2017 (Corporate Governance Code: CG Code 2017) which has laid out the principles for the 8 main committees as follows.

1. To recognize the roles and responsibilities of the Board of Directors as the organization leader that creates value for the business sustainably.
2. To determine the objectives and main goals of the business that are going for sustainability.
3. To strengthen the Board of Directors efficiently.
4. To recruit and develop high-level executives and personnel management.
5. To promote innovation and be responsible to the business operations.
6. To ensure that there is an appropriate risk management system and internal control.
7. To maintain financial credibility and disclosure.
8. To support participation and communication with shareholders.

In order to allow the Board of Directors to follow the principles of good corporate governance for listed companies in 2017 to apply as appropriate for the operations of the Company as much as possible, and prescribing additional guidelines that the Company should proceed to improve to suit the situation of the Company. And, the Committee shall review the appropriateness of the CG Code to be applied at least once a year.

9.1 Corporate Governance Policy

The Board of Directors realizes the importance of good corporate governance, which is announced by the Stock Exchange of Thailand (SET), in order to gain progress and the stability of the Company, and to increase confidence for shareholders, investors and all stakeholders as well as creating long-term value for the Company. The Board of Directors, therefore, has established a policy on corporate governance to be a guideline for the directors, which should be used in corporate governance of the Company as follows.

1. To clearly define the scope of authority, duties and responsibilities of each committee and management according to the management structure of the Company.
2. To conduct business by disclosing accurate, transparent, complete information and reflecting the actual results of operations. There is an assessment and protection standard, and manage risks at the appropriate level.
3. To determine the balance of power in the operation process for transparency and examination.
4. To produce products with the best quality and to meet the needs and customer satisfaction as well as listening to comments and customer complaints to bring the best product development for customers.
5. To believe in the value of employees by training and development and to cultivate morality in creating a good consciousness, and to allow employees to progress with the Company.
6. To recognize and respect the rights of ownership of all shareholders with equality.
7. To act by taking responsibility towards shareholders, stakeholders and society and the environment.
8. To be anti-corruption and to prohibit bribery for the business interests of the Company, and do not violate intellectual property and respect for laws and human rights.

The Board of Directors recognizes the importance of business operations, understands the roles, duties and responsibilities of the Board of Directors with the Company and shareholders with a policy based on the Code of Best Practices, which applies for the directors of listed companies that follow the guidelines of the Stock Exchange of Thailand (SET). Also, it is for the Company to have good corporate governance and have an effective performance measurement system, which will help to promote the business to develop and grow at an appropriate level. This has guidelines for conducting corporate governance of the Company, which can be divided as follow.

Section 1. Rights of shareholders

1. Rights of shareholders

The Board of Directors recognizes the importance of respecting the rights of ownership of all shareholders by treating all shareholders equally.

Every shareholder has the rights and equality as follows.

1. The right to receive information, performance and the Company's management policy quickly and in time through the Stock Exchange of Thailand and the Company's website at www.sabina.co.th.
2. The right to buy and transfer shares, and to obtain a share from the Company's profits.
3. The right to propose matters to be included in the agenda of the general meeting of shareholders and to nominate persons to be considered as directors, which the Company has made the

criteria for proposing such matters to be published on the website of the Company at www.sabina.co.th and notified via the Stock Exchange of Thailand (SET).

4. The right to send questions to inquire about various issues of the agenda presented at the general meeting of shareholders in advance by sending questions to the Company secretary by email: vaja@sabina.co.th Fax: 02-4345911 and published such rights on the Company's website at www.sabina.co.th.

5. The right to attend the shareholders' meeting. The Company will hold a shareholder meeting once a year by sending a notice of the meeting together with related documents for the meeting with sufficient details for the shareholders in advance to allow the shareholders to consider in advance before attending the meeting.

6. The Company has a policy to promote and facilitate shareholders to allow shareholders and institutional investors to attend the meeting by arranging a meeting location, which is easy and convenient for the shareholders to travel and has public transportation systems that are accessible and sufficient.

7. The Company discloses the shareholding structure in the Company and subsidiaries clearly and transparently, and can be examined. There is no cross shareholding in the Company group.

8. The Company has more than 40% of the minority shareholders (Free Float).

9. The Company holds more than 5% of the total shares of institutional investors.

10. The Company does not have a shareholder's agreement that has a significant impact on the Company or other shareholders.

11. The Company has also added a channel to publicize the invitation to the shareholders' meeting, supporting documents for the meeting agenda including the proxy form and other information necessary in both Thai and English in advance on the Company's website www.sabina.co.th before submitting the documents to shareholders as to acknowledge and to support decision making in voting. The minutes of the shareholders' meeting are published via the Company's website.

12. To represent their rights, shareholders can appoint proxies to other persons or independent directors of the Company to vote in the event that the shareholders are unable to attend the meeting by themselves.

13. The Company has facilitated all shareholders equally by explaining the details of the meeting including how to count the votes of shareholders who have to vote in each agenda according to the Company's regulations, and allow all attendees to inquire comments and suggestions for each agenda, and summarize the results of the votes from every vote count.

14. The Company arranges for the broadcasting of the minutes of the meeting via the Company's website, so that shareholders can check without waiting for the next meeting.

15. The right to be treated equally in the repurchase of shares, and allow shareholders to be able to communicate with each other.

2. Shareholder meeting

The Board of Directors gives importance to shareholders' meetings by holding the annual general meeting of shareholders once a year within 4 months from the end of the accounting period of the Company. It is considered as a duty of the Board of Directors that must attend every meeting if not attached to important missions. By organizing the meeting, the Company will send the meeting invitation letter, proxy form, along with information for meeting based on various agendas. Shareholders should receive complete notice at least 14 days before the meeting date for shareholders to make decisions on voting in various agendas. In case, the shareholder wishes to appoint another person to attend the meeting, he/she can choose to appoint a person, or independent directors of the Company can attend the meeting instead.

- 2.1 The Company has a policy to support or promote every group of shareholders including institutional shareholders to attend the shareholders' meeting.
- 2.2 The Company provides a website to present important information and news, such as annual and quarter financial statements report, annual information form (Form 56-1), annual report (Form 56-2), including invitation letter for the shareholders' meeting which contains information, date, time, venue, agenda of the meeting, information for each agenda decision, rules that are used in the meeting, and voting procedures which is the same information that is delivered to shareholders in the form of documents by disseminating information via the Company's website at least 30 days before the meeting as to allow shareholders to have sufficient time to study the information.
- 2.3 The Company arranges for the shareholders' meeting by facilitating the meeting location to be in the heart of the city for convenient travel and sufficient time to conduct the meeting.
- 2.4 The Company has given the opportunity and offered the rights to the shareholders to propose the agenda of the shareholders' meeting on matters that are considered important, and to propose a list of qualified candidates to be appointed as new directors in advance with clearly defined procedures via the Company's website.
- 2.5 The Company gives the right to shareholders to submit questions about the meeting agenda at least 1 month before the meeting date through the Company website.
- 2.6 The Company has encouraged shareholders to use proxy forms that shareholders can determine the voting direction, and the nomination of at least 1 independent director as an alternative to the proxy of the shareholders.
- 2.7 The Company gives rights to the shareholders, who attended the meeting after the meeting started to have the right to vote on the agenda being considered and have not yet voted.

2.8 The Company has appointed representatives from the audit office to inspect the counting of votes in the shareholders' meeting, and disclosed in the meeting minutes of the shareholders.

In the past year, the Company has not bought back shares and there has been no agreement between shareholders that has a significant impact on the Company or other shareholders, and has not prevented or created obstacles for shareholders to communicate between each other.

3. Sending invitation letters to shareholders in advance

3.1 The Company has given the authority to Thailand Securities Depository Co., Ltd. (TSD), which is the registrar of the Company share, to invite and to send the invitation letter to the shareholders 21 days prior to the meeting date. Nevertheless, such information, which is the same information that the Company sent to shareholders and used in the meeting via the Company's website. www.sabina.co.th at least 30 days before the meeting date, has been published to allow shareholders to have enough time to study the meeting's information in advance. This includes a daily newspaper announcement for at least 3 consecutive days and at least 20 days before the meeting date to inform shareholders of the meeting.

3.2 The invitation letter contains sufficient and complete information for the meeting with details, date, time, place, agenda, and it clearly states that the matter is for acknowledgment or consideration. There are documents supporting various agenda, objectives and reasons, along with the opinions of the Board of Directors, the Company's regulations regarding to shareholders' meetings, map showing meeting locations and details of documents that shareholders must present on the date of the shareholders' meeting with information, which is complete and sufficient for shareholders to make decisions on voting in each agenda and how to attend the meeting and to facilitate communication for foreign shareholders. The Company has also prepared documents related to the shareholders' meeting in English.

3.3 The Company has prepared the meeting agenda information in the invitation to the meeting completely in order to help shareholders make decisions, which the Company considers the rights of shareholders, promotes the exercise of rights by presenting important matters to shareholders for approval and contains important matters in full according to the law, the stock market's requirements, and the Company's regulations. Important agendas are:

- **Agenda for dividend:** The Company has provided details about the dividend policy, dividend rate proposed with related information, specify the date for determining the list of eligible persons to receive dividends and the closing date of the share transfer book, and the date of dividend payment.
- **Agenda for the appointment of directors:** The Company provides opportunities for shareholders to select directors individually with detailed information, name-surname, age, education, career history, number of companies that serve as directors by separating into a

listed Company and general companies, criteria and methods of nomination, types of directors proposed meeting attendance data in the past year, number of years in office in order to give shareholders the opportunity to truly elected directors.

- **Remuneration package for the Company's directors:** Details concerning the policy and criteria in considering the directors' remuneration are provided and the remuneration budget is allocated, with the facilitation of the Nomination and Remuneration Committee to propose to the Shareholders' Meeting for an approval.
- **Agenda for the appointment of auditors And determine the amount of exam fees:** The Company has provided details about the name of the auditor, audit office's experience, competency of the auditor, independence, remuneration for the year of the audit (In case of the same auditor), and how to consider the audit fee which has been considered by the Audit Committee.

4. Operation on the day of the shareholders' meeting

4.1 Before the meeting of shareholders, the chairman of the meeting will introduce the board of directors, various sub-committees, executives, auditors and legal advisors to the meeting for acknowledgment and clarifying rules that are used in the meeting including the procedure for voting and in the event that any shareholder comes after the meeting has started. The Company also gives the right to vote in the remaining agenda that has not been considered and voted, which is counted as a quorum.

4.2 The Company has applied the technology to register shareholders, to vote counting and to display results to conduct the meeting quickly and accurately, and inform the voting method and vote counting for each agenda to shareholders before starting the meeting.

4.3 The Company has determined that the Board of Directors, Sub-committees, and executives to attend the shareholders' meeting, and allow shareholders to ask questions or give opinions in the shareholders' meeting on various and related matters.

4.4 The Company uses ballots for every agenda for transparency and verification in the event of a dispute later.

4.5 The Company has provided the opportunity for shareholders to elect to vote for each director individually, and to allow shareholders to ask questions about the meeting agenda appropriately.

4.6 The Company avoids adding other agenda, which is not set in advance in the shareholders' meeting, because it is unfair to shareholders, who do not attend the meeting.

4.7 The Company has arranged for the vote counting inspectors in the shareholders' meeting, and disclosed in the meeting minutes of the shareholders.

5. Operation after the shareholders' meeting

5.1 The Company has prepared the minutes of the shareholders' meeting by recording the clarification of the voting procedure and how to show the score to the meeting before the meeting started including the opportunity for shareholders to have equal rights in expressing opinions and asking questions. The Company has recorded the question or comments or suggestions of shareholders. Voting results for each agenda that there are from shareholders who agreed, disagreed and abstained including recording the names of the directors attending the meeting and not attending the meeting in the minutes of the meeting and published on the Company's website both Thai and English.

5.2 The Company disclosed the resolutions of the shareholders' meeting together with the voting results on the next business day from the date of the shareholders' meeting by reporting the news through the Stock Exchange of Thailand and publishing it on the Company's website.

5.3 The Company has complied with the guidelines for assessing the quality of the shareholders' meeting (AGM Checklist) by preparing by the Thai Investors Association.

5.4 The Company has recorded the minutes correctly and completely so that the shareholders can examine by recording details of the Board of Directors and the Executives attending the meeting, voting method, vote counting, comments, questions of shareholders, explanation of the directors including the resolution of the meeting clearly, and reported to the Stock Exchange of Thailand (SET) within 14 days from the date of the shareholders' meeting, and published such reports on the Company's website. In addition, the images and sound of the shareholders' meeting are also published on the Company's website.

Section 2. Equitable treatment of shareholders

The Company gives importance to shareholders and ensures that all shareholders are treated equally and fairly as follows:

1. Proposal of the agenda and nominate persons to be appointed as directors

The Company gives shareholders the opportunity to propose additional agenda in advance and nominate persons to be elected as directors in advance according to the criteria set by the Company. It has been published through the Stock Exchange of Thailand (SET) and the Company's website before the meeting date on 25 October 2019, which is from 25 October to 31 December 2019.

2. Proxy to attend the shareholders' meeting

In the event that shareholders are not able to attend the meeting by themselves, the Company allows shareholders to appoint proxies to other persons, or the independent director of the Company can attend the meeting instead to protect their rights. The Company has informed details about the documents supporting the proxy, and clearly instructed the methods and procedures of the proxy, which the Company has sent along with the proxy form B. This is a way that shareholders can determine the voting direction. In

case that shareholders are foreigners; the Company has delivered the English version of the invitation letter and the proxy form C to facilitate foreign shareholders as well as to view from the Company's website.

3. Determine the right to vote in the shareholders' meeting

The Company gives shareholders the right to vote according to the number of shares held, with one share equal to one vote, and no shares that have special rights to restrict the rights of other shareholders.

4. Each agenda's voting is done transparency

Voting cards are used in every agenda, and will collect ballots only if shareholders do not agree or abstain from voting except for the election of directors, which will collect ballots from all shareholders attending the meeting by using the barcode system for counting votes in each agenda.

5. Prevention of the use of internal information of the Company and conflicts of interest

The Company has a policy and method to protect the Directors, Executives and Employees in seeking benefits from the use of internal information of the Company that has not been disclosed to the public for personal gain, including trading of the Company's securities as follows.

1. The Company has provided a firewall system to prevent those who come with harm to reach or destroy important information of the Company. In addition, there is an anti-virus system to prevent the virus from being released or destroying data.

2. The Company has established a security system to access employee information. Security in each software program is set the level of employees to access information.

3. The Company has determined the storage and prevention of the use of internal information of the Company in the labor contract, work regulations, Corporate Governance Policy, and working practices in not seeking benefits for themselves and related persons from any information or news of the Company that is still confidential and not yet disclosed to the public.

4. The Company will inform the management to receive the internal information and avoid or refrain from buying or selling the Company's securities during the 7 days before the financial statements are made public. If there is a trading during this period, the Company has punishment and will inform the punishment which starts from verbal warnings, written warning, temporary suspension and leaving work respectively, and the Company has corrective measurement by allowing such offender to return items. The profits from the trading of those shares will be donated to charity organizations.

5. The third parties, which participate in the examination, preparation or transactions related to information that may affect the price movement of the Company's securities, must have a confidentiality agreement with the Company until the information is disclosed to the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).

6. The Company has a non-complex shareholding structure, almost all related transactions are normal business transactions.

7. The Company complies with the law and regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC) regarding rules and procedures for connected transactions, rules for the acquisition, disposition of assets, etc.

Section 3. Role of stakeholders

1. Rights of various groups of stakeholders

The Board of Directors selects the rights of various groups of stakeholders whether they are internal and external stakeholders, and has formulated a policy as a guideline in the Company's code of ethics for transparency and fairness, and ensured that the relevant legal rights of all stakeholders will be treated fairly. Therefore, it has set a policy to be a guideline for treating stakeholders in each group as well as considering the community, society and environment for sustainable development, anti-corruption, non-infringement of intellectual property or copyright and respect for human rights.

Shareholders

The Company is determined to develop the business of the Company to progress with knowledge, ability, honesty in order for the Company to be stable and able to generate sustainable and appropriate returns for shareholders while protecting the interests and take care of the Company's assets. This includes the performance report for all shareholders to acknowledge regularly, completely and accurately, and eliminate conflicts of interest carefully logically, and have a regular dividend payment policy.

Customers

The Company intends and strives to create satisfaction and confidence in the quality of products for customers by innovation, and continually adds value to products and services to meet the needs of customers of all ages as well as paying attention and performing fairly to customers' complaints through the Company's sales staff, which is based on the counter of products sold at leading stores, department stores nationwide.

Personnel

Employees are valuable resources and are the key to bringing the organization to success. The Company, therefore, treats employees by focusing on training and developing the knowledge and competency of the employees thoroughly while creating stability in the profession and providing opportunities for progress according to each person's potential. This includes allowing employees to participate in determining the direction of operations and developing the Company, providing fair returns, which suit for knowledge, ability, responsibility, and the performance of each employee as well as maintaining the working environment with regards to safety for health, life and property of employees. The Company provides care for employees in safety and provides various benefits such as:

- First aid room
- Annual check-up

- Welfare products shop to help the employees' living
- Forms for employees
- Provident Fund or future savings
- Loan project when employees need emergency usage with a low interest rate
- Organizing training and seminars both inside and outside to develop employees
- Sending staff to study visits both domestically and internationally

Partners or Creditors

The Company gives importance to business partners or creditors who are important to the production cost of the Company. The Company has set the criteria for selecting and evaluating vendors as well in order to ensure that the seller has ability to respond to the quality requirements of the Company and the customer, different product materials and including the assessment of the seller as follows.

The criteria for selection of raw materials and general product materials are as follows.

1. Delivery time 2. Price of the product 3. Minimum order quantity 4. System for checking each product according to the specified standard. 5. Payment terms 6. Production period 7. Production capacity 8. Delivery frequency

The criteria for selection for raw material, which is used in production, and the employment of equipment, which is used in production are as follows.

1. Product quality 2. Time to solve problems 3. The amount sent regards to the purchase order 4. Deliver the goods at the specified time. 5. Payment terms 6. Document delivery system (only for overseas sellers), which the Company has provided a form to select the seller and arrange for a seller assessment at least 2 times a year.

The Company will maintain and comply with various trade agreement terms with partners and strictly creditors, and not calling or accepting property or any other benefit that is dishonest in the trade. The Company will create a good relationship and understanding including exchanging knowledge and jointly developing products and services to add value to products and services. If in the case of non-compliance with the agreed conditions, the Company will inform the creditors in advance in order to find ways to consider further solutions.

The company has a policy to recommend customers to join the Anti-Corruption project.

In the year 2019, the company persuaded business partners to attend the meeting and listen to details about the CAC FOR SME project. There were 48 business partners interested in attending the meeting. The company invited Rattana Banangkun, the CAC, CAC FOR SME project director, to provide information about the project details on 4 July 2019 at Meeting Room 702, Arun Amarin Headquarters Building.

Society and Environment

The Company operates its business with regards to the impact on natural resources and the environment, consciousness cultivation, responsibility to the community and society in the Company continuously. This includes supporting activities that are beneficial to the community and major society. The Company does not take any action or to support illegal actions or to cause harm to the country and / or to society and national security by setting policies and activities that relate to social responsibility (in accordance with 10. Social Responsibility Topic (CSR).

Competitors

The company complies with the rules of fair competition. It does not seek confidential information of competitors through inappropriate methods, or that of against any law. There are guidelines for the following practices

1. Conducting within the framework of good competition.
2. Not trying to damage the reputation of competitors by accusing them without the truth
3. Not seeking confidential information of competitors with dishonest or inappropriate methods such as paying stipend to employees of competitors.
4. Supporting and promoting free Fair trade, not monopolization or requiring customers of the company to trade with the company only
5. Supporting cooperation with competitors that are beneficial to consumers, not for monopolization of revenue allocation and market share, reducing product and service quality, setting prices for product and service which will cause a negative effect on consumers as a whole.

2. Non-infringement of intellectual property or copyright

The Company has a policy and guideline regarding non-infringement of intellectual property or copyright by requiring all directors, executives and employees of the Company and subsidiaries to comply with the business code of conduct regarding intellectual property or copyright by protecting the intellectual property of the Company from being violated and avoiding the violation of other people's intellectual property.

The Company has never been reported any complaints about intellectual property or copyright violations.

3. Anti-corruption and bribery for business benefits

The Board of Directors has a policy for anti-corruption and the Company has signed a declaration of intention in the Private Sector Collective Action Coalition against Corruption Project. The Company also determines all directors, executives and employees of the Company and its subsidiaries to comply with the Anti-corruption policy by setting policies that focus on cultivating awareness among employees and executives at all levels to recognize the disadvantages of corruption and creating good values. This is to develop the organization to be accurate, transparent, and efficiently monitored without causing any risk of damage to the business. This includes clearly defining policies relating to corruption, therefore, in order to

prevent such problems and strictly comply with relevant laws. the Company has determined the executive directors and employees of the Company, and every subsidiary to comply with the anti-corruption policy as follows.

- To focus on cultivating awareness among employees and executives at all levels realizing the disadvantage of corruption. This includes creating good values in order to develop the organization to be accurate, transparent, and efficiently monitored.
- To requires the directors and all employees must comply with the anti-corruption policy without being involved in corruption whether directly or indirectly for the benefits of both the Company and the family, friends and acquaintances.
- To create an internal control system prevents corruption, which result in transparency and good corporate governance, to be physically created and examined.
- The Company has measures to protect the complainant in reporting complaints and complaints by keeping the information received from the complainant in secret and considering the safety of the complainant important, which will be protected from unfair practices.
- Corruption is a violation of the business ethics of the Company, which will be subject to disciplinary action according to the regulations set by the Company if the action is illegal.
- The Company recognizes the importance of communication and public relations to create knowledge and to understand the directors, employees and related parties in matters that must be complied with anti-corruption policy.

In this regard, the policy determination, practice, including the creation of internal control systems to prevent corruption will result in transparency and good corporate governance. This can be examined by the said policy as a measure against corruption that may occur. This includes finding suitable solutions and sets up channel for clues or complaints to the Company's audit department and the independent directors of the Company, which the Company has published such policies on the Company website www.sabina.co.th (as per Article 10. Corporate Social Responsibility (CSR) topic).

4. Communication channels

The Company has channels for stakeholders, which can send suggestions, comments or questions including complaints to the Company via the Company's secretary. E-mail address: vaja@sabina.co.th or investor relations department E-mail address: ir@sabina.co.th Telephone: 02-4229400 Postal address: Sabina Public Company Limited 12 Arun-amarin Rd., Arun-amarin, Bangkoknoi, Bangkok 10700.

In the case of an important issues or subjects that may cause damage to the Company, the secretary will present the matter to the board of directors of the Company.

5. Measures for reporting clues, complaints and protection of complainants

The Company has provided measures to report clues, complaints, wrongdoing, ethics, or behavior that may cause corruption or misconduct from the personnel in the Company both from employees, related persons, and stakeholders. Complaints and suggestions can be reported via the internal audit department, which serves as a complaint agency and the following suggestions.

Process when receiving complaints

The Company provides opportunities for employees and stakeholders to have channels to report clues and complaints as guidelines to develop and sustain the organization as follows.

- Complaint recipients gather facts that related to violations or not complying following the Company's anti-corruption policy.
- Complaint recipients report the facts to the independent directors to investigate the facts to consider the complaint by identifying matters related to anti-corruption policies, dividing into political support, financial support and donations for charity, and receiving gifts, property or other benefits.
- Action measures by the recipients of the complaint presented to the Anti-Corruption Committee to investigate the facts and to set measures to act to suspend violations or non-compliance with anti-corruption policies.
- The recipient of the complaint is responsible for reporting the investigation result to the complainant. If the complainant discloses himself in the case that is important. The recipient of the complaint reports the investigation result to the Chairman, and / or the Board of Directors to acknowledge.
- If the accused acting in real corruption is considered a violation of anti-corruption policy, he/she must be considered disciplinary punishment according to the Company's regulations. In case of violating the law, he/she must continue to receive legal penalties.

Channels for reporting complaints

- Internal Audit Department via e-mail : GRP_AUDIT_HO@sabina.co.th
- Internal Audit Department via phone : 02-422-9400 dial 9309, 9404
- Internal Audit Department via mail : Internal Audit Department via phone
- Or report directly through the audit committee

Mail: Sabina Public Company (Limited)
12 Arun Amarin Road Kwang Arun Amarin
Ket Bangkoknoi Bangkok 10700

The general complaint will be collected by the secretary of the audit committee to report to the audit committee directly and the company will take further steps.

Protection of complainants

- Complainants can choose not to reveal themselves for security reasons/ However, if the complainants choose to reveal his/her identity, the company can report progress and explain facts to the complainant.
- The recipients of the complaint must confidentially keep the information and prioritize the safety of the complainant. By providing protection for the complainant and / or the person who provide the information and / or data verification cooperation, they will be protected from unfair practices, such as changing job positions, job characteristics, workplaces, work orders, intimidation, interference with employment, termination due to the cause of complaint, etc. General information will be kept confidentially only to the Chairman of the Executive Committee and / or the Audit Committee and to be confidentially and directly kept by the Board of Directors and the Audit Committee.

In addition, the company provides channels for clues reporting or complaints for any related personnel to file a complaint in the event of a violation of the law and the code of ethics of senior management. The violation of the company's business ethics includes the behavior that implies corruption and inequality, via the following methods

Mail: : Chairman of the Executive Committee or Chairman of the Audit Committee
Sabina Public Company (Limited)
12 Arun Amarin Road Kwang Arun Amarin Ket Bangkoknoi Bangkok 10700

The general complaint information will be confidentially kept only to the Chairman of the Executive Committee and / or the Audit Committee. The company will not disclose the information of the whistleblowers and treat them fairly. As for the misconduct of top management, the complaint will be collected directly by the audit committee and the company will take further steps.

In the past, the company has never had a history of violating labor laws, employment, consumers, competition and environment.

Section 4. Information disclosure and transparency

1. Disclosure of Company information

The Company has disclosed important information related to the Company both financial and non-financial, which may affect the interests or decisions of shareholders in the investment by providing sufficient information disclosure, complete and in time for the annual report, Management Discussion and Analysis Various, and press releases via the website of the stock exchange, and the Company's website www.sabina.co.th in both Thai and English.

2. Financial report preparation

To show responsibility for the preparation of financial reports, which refers to being complete, accurate, transparent and adequate, the Board of Directors, who is responsible for the consolidated financial statements of the Company and financial information appearing in the annual report to be prepared in accordance with accounting standards, uses appropriate accounting policies and consistently performing including the disclosure of important information in the notes to the financial statements. The Board of Directors has appointed an Audit Committee consisting of independent directors to take charge of the quality of financial reports and internal control systems.

3. The Company has disclosed the corporate governance policy, ethics of management, and of the Board of Directors of the Company Executives and employees in writing and published through the Company's website.

4. The Company has disclosed social and environmental care policy to promote and support the implementation of policies consistently and consistently (according to the Social Responsibility Report, Article 10).

5. The Company has disclosed the related transactions, which the Company has complied with the rules of the Securities and Exchange Commission of Thailand (SET) by disclosing details of the transaction by specifying the name of the person who has related transactions, relationship, nature of the transaction, conditions / policies, price and value between each other (Details according to the topic of inter-item item 12).

6. The Company has set a policy for the directors of the Company to report the purchase-sale of shares / hold the Company's securities to the Board of Directors in every meeting.

7. The Company has a policy for the Board of Directors to report the interest of the directors, and the executives must report to the Company every time when having their own interests and related persons within three months from the date of appointment or the date of change.

8. Remuneration for directors and executives

Determination of remuneration of the Board of Directors is clear, transparent from comparison with the Company in the same industry in order to be able to attract and retain knowledgeable directors. The remuneration of directors is proposed for approval from the shareholders' meeting every year.

The executive compensation is according to the principles and policies set by the Executive Committee, which is linked to the Company's performance and the performance of each executive (The amount of remuneration of directors and executives disclosed in the management structure topic of remuneration for directors and executives).

9. Relationship with investors

The Board of Directors gives importance to the disclosure of both financial and non-financial information that is complete, adequate, transparent, timely and thorough. The Company has information disclosure, and news to shareholders, investors and related persons through the Company's website www.sabina.co.th, so that the shareholders can access information easily and quickly, such as business operation information, financial statements, shareholding structure, organizational structure, annual report, invitation letter to the shareholders' meeting, news from the media and other necessary information.

In addition, the Company has established the Investor Relations Unit to provide information services and news of various activities of the Company with investors, shareholders, analysts and the public as well as answering questions from investors and related parties who can contact the Investor Relations Unit by email ir@sabina.co.th or Tel. 0-2422-9400.

For the past year, the Company has presented its performance, financial information and general information to analysts, investors and shareholders continuously by disclosing information through public media and the Company participated in various activities to be a channel for information disclosure making it possible to meet and listen to the opinions of analysts, investors and shareholders directly to create good relationships and to provide information for investors' decisions through the following activities.

- Roadshow	:	12	Times
- Opportunity Day	:	4	Times
- Company Visit	:	23	Times
- Analyst Meeting	:	1	Times
- Newsletter performance Company's	:	24	Times

And other activities, such as meeting with investors.

In the past, the Company has never had a history of being ordered to modify financial statements by Securities and Exchange Commission (SEC), including the disclosure of annual and quarterly financial statements to shareholders and investors within the time limit.

Section 5. Responsibilities of the Board

The Board of Directors plays an important role in corporate governance for the best interest of the Company. The Board of Directors is responsible for the performance of duties to shareholders and is independent from the management.

5.1 Structure of the Board of Directors

The Board of Directors consists of 11 persons consisting of 7 non-executive directors (5 independent directors) with 2 independent female director and 4 executive directors

The Board of Directors has determined the structure of the Board of Directors to be composed of directors with diverse qualifications, which is a person with knowledge and ability, has useful experience with the Company and able to perform duties efficiently with morality and ethics that are accepted and trusted. The Company has a separation of duties and responsibility for the performance of the Board of Directors clearly.

The Board of Directors has been elected from the shareholders' meeting and has a certain term of office, which is in accordance with the Company's Articles of Association, that at every annual general meeting, the directors who hold the longest positions are the ones who retire and when the term has expired, the ones may be re-elected to be a director. There are no directors who hold directorship in more than 5 listed companies.

The Company has never had a director or a senior executive of the Company, who used to be an employee or partner of an external auditing Company that the Company has been using for the past 2 years.

In the Board of Directors, there is no executive director to serve as directors in more than 2 other listed companies.

In the Board of Directors, there is more than 1 non-executive director who has experience working in the Company's business.

- In the past, there was no record of misuse from the Board of Directors.
- In the past, the Company has no record of violating the regulations of SEC and SET.

5.1.1 Other positions of directors and senior management

To allow the directors to devote time and effort to perform their duties, the Board of Directors has set a policy to limit the number of companies that each director will hold positions as follows.

1. The Board of Directors has a policy to hold the position of director at other listed companies of the Managing Director (CEO) for not more than 2 companies.

2. The Board of Directors has a policy to allow directors to hold directorship in other listed companies for no more than 5 companies but not defined as directors in companies that are not registered

3. In the event that one of the directors of the Company needs to hold the position of director of more than 5 listed companies, it is important to notify the shareholders and related parties for the reasons and the effects regards to the duties, which stated in the annual report (Form 56-1) and annual report (Form 56-2).

And in the past, the Board of Directors of the Company have not had any directors who serve as directors in more than 5 other listed companies yet.

5.1.2 Balance of the Board

Board structure as of 31 December 2019 consists of 11 directors, with 4 executive directors and independent directors who meet the definition "Independent Director" of the Securities and Exchange Commission (SEC) And the Stock Exchange of Thailand (SET) for 5 persons and served as the Audit Committee of the Company for 4 persons

At every annual general meeting, the directors shall retire from position at the ration of 1:3 or close to 1:3 according to the Company's regulations, and once the term has expired, he or she may be re-elected to the position.

5.1.3 Consolidation or separation of the position

The Company has segregated authority and authority by approving and the operation of the Company clearly according to the types of transaction by dividing into categories according to the line of work, including production units, accounting and finance departments, Human Resource unit, Sales agencies in the country and abroad, and others, which have been included in the authority approval and operation regulations No. 1/2006 dated 1 September 2006.

With different roles and obligations between the Chairman of the Board of Directors with the Managing Director, to clearly separate roles and duties which creates a balance in operating power. In addition, all directors are free to express their opinions regarding the Company's operations to supervise the operations of the management to be effective, transparent and able to be examined. However, the Chairman of the Board of Directors is not an independent director, but he performs his duties with independence, allowing the Board of Directors to freely perform their duties and express their opinions about the Company's operations and suggestions that are useful to the Company.

5.1.4 Board of Directors' diversity policy

The Board of Directors is aware of the benefits of business operations and therefore has specified the diversity of the Board and is seen as one factor in increasing the efficiency of business operations, decisions and the work of the board.

However, the diversity is not just limited to gender, but also age, educational background, professional experience, skills and knowledge. Therefore, the selection and appointment of the Company's directors will be based on knowledge, capability, and the selection criteria that have been considered for the benefits of diversity.

Authority of the Chairman and Managing Director

The Board of Directors has defined the duties and responsibilities of the Chairman of the Board of Directors, and the Managing Director is authorized to perform various tasks on behalf of the Company which can be summarized as follows.

Authority and Responsibilities of the Chairman

The Chairman of the Board of Directors has a duty to set policies and business plans, oversee the management of the management waiting for advice and help, but must not participate and do not interfere in the normal daily administration. In addition, the Chairman of the Board of Directors must have leadership to take care of the directors to not be under the influence of the management by acting as chairman of the meeting, both in the board meeting and fair meeting of shareholders, supporting and encouraging participants to exercise voting rights, and strictly complying with the principles of good corporate governance by having the composition, size and structure of the Board of Directors to create a balance between executive directors and independent directors. It arranges the participation of executive directors, Non-executive directors and independent directors in the activities and decision-making processes of the Board of Directors.

Providing assessment and work development of the Board of Directors regularly and aiming for collaboration among the directors and the performance of the directors.

Authority and responsibility of the Managing Director

The Managing Director is responsible for routine management in order to comply with the objectives, regulations, policies, regulations, orders and resolutions of the Board of Directors and / or resolutions of the Board of Directors and / or resolutions of the shareholders' meeting.

1. To provide a business policy, business plans and budgets for submission to the Board of Directors for approval and to be responsible for reporting the progress of the approved business plan as well as the budget approved by the Board of Directors according to the time period specified.

2. To manage the business operations of the Company to comply with the business policy of the Company, business plans and budgets to achieve financial objectives approved by the Board of Directors.

3. To set operational goals for resource allocation to comply with the management policy to ensure that the overall business growth of the Company is in line with the Company's objectives and business plans.

4. To determine, inspect and strengthen the standards of the organization to be strong, which is necessary for competition and creating value for the organization with continuous work with personnel and products.

5. To analyze the current situation and situations that may arise of global industrial conditions to anticipate future changes in the industry and change the Company's strategy.

6. To consider and approve the packing, appointment, transfer, dismissal, consideration of goodness, preference, discipline measures as well as determining remuneration and employee welfare and

to establish standards for employee performance evaluation and review such standards on a regular basis. Such measures must not conflict with the authority of the Executive Committee.

7. To issue regulations on the operation of the Company which does not conflict with policies, regulations, regulations, orders and resolutions of the shareholders' meeting Board of Directors Meeting and the Executive Committee.

8. To approve the normal financial transactions of the Company

9. To have the power to delegate power and / or assigning other persons the power to perform specific duties as a delegation of authority and / or assign others must be under the scope of power and / or under internal regulations or orders received from the Board of Directors and / or the Company. The delegation of authority, duties and responsibilities of the managing director may not be possible in the case of approval of items that may have a conflict of interest (According to the definition of the Securities and Exchange Commission or the announcement of the Capital Market Supervisory Board), which may have an interest or receive benefits in all forms or may have a conflict of interest with the Company or subsidiary unless such item in accordance with the policies and criteria approved by the shareholders 'meeting or the Board of Directors' meeting.

5.2 Sub-committee

The Board of Directors has established 4 sub-committees to monitor and supervise the operations closely and regularly report to the Board of Directors. The Board of Directors has defined the duties and responsibilities of each sub-committee as follows.

1. The Executive Committee is responsible for managing the business of the Company, providing suggestions and solving important problems and monitoring the performance of the Company, and subsidiaries to be effective in order to meet the goals, which are set.

2. The Audit Committee is obligated to inspect the credibility of the Company's financial reports and the internal control system, as well as consider the disclosure of inter-related transactions and make sure they are accurate, and provide constructive suggestions to the management on the topic of good governance.

3. The Nomination and Remuneration Committee is responsible for considering the criteria and the nomination process and determining the appropriate remuneration in accordance with the qualifications of other sub-committees and directors.

4. The Risk Management Committee has a duty to set rules and evaluation process including advising the overall risk of the Company.

5.3 Roles, duties and responsibilities of the Board of Directors

The Board of Directors is responsible for performing duties in considering and giving opinions on important matters relating to the operations of the Company, following up and supervising the management,

operating according to the policies and plans with efficiency and effectiveness, internal control and risk management including mechanisms for receiving complaints and proceeding in case of clues, ensuring long-term business continuity including employee development plans and the continuity of the management.

5.3.1 Leadership and vision

The Board of Directors is committed to running the business of the Company to progress and have stable growth to create the best return for shareholders; the Board of Directors will perform their duties with knowledge, ability, responsibility and careful management of the Company with full capacity by adhering to laws, rules and best practices about business operations, and to be in accordance with the objectives and goals set for the maximum benefit of the Company, shareholders and all stakeholders.

The Board of Directors assigned the Executive Committee to present the vision and mission, strategy, policy and budget to allow the Board of Directors to approve and to be as guideline for the Board of Directors to supervise, monitor and evaluate the performance in order to meet the goals and ways to increase value and wealth for the Company and shareholders. While also considering the interests of all stakeholders, and in the past year, the Board of Directors has approved and review the vision and the mission, and goals of the Company and give approval and follow up to the management to follow the plan in accordance with the direction laid down regularly.

The board has monitored the implementation of the company's strategy. In every quarter of the Board of Directors' meeting, the Board monitors the performance of the management by specifying a report on the results of operations and results of the company, especially in terms of financial goals and plans in order to be in accordance with the strategy set out.

The Board of Directors has considered the roles and responsibilities of the Board of Directors and the management of the Company by clearly dividing the structure and performance of duties. In this regard, the Company has prepared a letter of authorization to specify the clear scope of the management and has clearly defined the level of authority in each operation.

As to ensure the performance of the Board of Directors Achieve the objectives and scope of authority, duties and responsibilities assigned. The Company provides an orientation for new directors, which the Company has prepared and submitted useful information documents for the performance of new directors such as capital structure, shareholder structure, list and brief history of the board and senior management, business management with the past performance, and has encouraged training to provide knowledge on corporate governance of the Company including making a summary of business overview and past performance. As well as the Company's policies and regulations for new directors to study and understand with a manual for good practices for directors of listed companies as guidelines for working while holding positions as directors.

5.3.2. Business ethics

The Company is committed to conducting business by adhering to the principles of honesty, transparency, fairness and in accordance with the law. In order to increase confidence among shareholders, customers, business partners, competitors, employees and the society as a whole, the Company will control and monitor the use of personal interests and related parties by using internal information that has not been disclosed or that is confidential to be used or disclosed to a third party or any action that causes a conflict of interest.

In addition, the Company has also prepared a business ethics manual, and written practices and communicate to all directors, executives and employees to acknowledge and strictly adheres to and strictly complies with the regular follow-up of the manual.

The company has periodically tested all employees on the rules and operations, as well as Human Resource Policy Testing, through the company's internet systems to ensure that all employees have the knowledge and understanding of rules and regulations and are able to appropriately perform their duties. The result evaluates the level of knowledge and understanding of employees in order to improve communication for employees to have a thorough understanding and be aware of their duties in promoting good corporate governance of the organization. The company has improved and developed the test to comply with the ever-changing laws and regulations. It also requires the test taker who does not reach the specified criteria to study for additional knowledge and retake tests until passing the criteria. In addition to requiring current employees to take tests as part of their performance indicators, all employees who work during the year are also required to do the test in addition to attending the orientation. The test results are considered as part of an employee's performance in an Annual performance evaluation.

The Company has published the Code of Business Ethics on the Company's website under the heading "Code of Business Conduct".

5.3.3 Conflict of interest

The Board of Directors complies with the rules of the Securities and Exchange Commission (SEC) and of the Stock Exchange of Thailand (SET). The Board of Directors have clear guidelines for caring and eliminating conflicts of interest carefully with reasonableness.

In case there is a conflict of interest, the Company will disclose the information to the meeting by specifying the value of the transaction, the contract party, the reason of the necessity of such transaction with transparent information that can be checked. If any transaction must be approved by the Board of Directors and the shareholders' meeting, such transactions will be considered and screened by the Audit Committee first, and will give an opinion on the said transaction.

In addition, the Board of Directors also stipulates rules and regulations for directors, executives and related persons to report their own interests or related persons, which is a vested interest in the management of the business of the Company or subsidiary in order for the Company to have information for

the implementation of the regulations regarding connected transactions through the meeting agenda of the Board of Directors every quarter

The Company has disclosed related party transactions with persons who may have conflicts in 2019. In addition, the Board of Directors has commented that all related transactions are reasonable and beneficial to the business operations of the Company in accordance Office requirements SEC (as detailed in the topic related transactions).

5.3.4 Prevention of internal data usage

The Board of Directors prohibits the executives and staff members who are aware of the internal information to use such information that has not been disclosed to the public, especially if such information might affect the change of the Company's securities value, from buying or selling the Company's securities during the 7-day period before the financial statements are disclosed to the public. Failure to comply and using an undisclosed internal information to seek one's own benefits is held as disciplinary misconduct according to the Company's regulations. One should refrain from buying or selling the securities, or wait until investors are aware of the information at least 24 hours after the information disclosure. If the information is complicated, the waiting period shall be 48 hours after the information has been disclosed. Furthermore, if directors and executives buy or sell the Company's securities, one must notify the Securities and Exchange Commission, the Stock Exchange of Thailand and the Company every time.

In this regard, the Company has regulated that directors and top-level executives must notify the Board of Directors regarding their securities trading at least 1 day prior to making the transactions.

The Company has regulated that directors must disclose their securities trading or ownership of the Company's securities to the Board of Directors' meeting every time.

The Board of Directors has also reported the holding of securities of the directors, Executive directors and executives including the legitimate family of all directors have a duty to report securities holdings and changes in securities holdings to the Securities and Exchange Commission of Thailand (SEC).

5.3.5 Control system and internal audit

The Board of Directors gives importance to the internal control system, therefore, the Board of Directors has set up an internal control system that covers both financial management and operations to be effective and efficient. In accordance with relevant laws, regulations, and regulations, it can independently audit and fully balanced. In addition, the focus is on continuous development.

The Board of Directors has established an internal audit unit, which is responsible for monitoring the internal control system and risk management. By requiring the Internal Audit Department report, the audit reports the result directly to the Audit Committee on a quarterly basis for the Audit Committee to review that the Company has sufficient internal control systems.

5.4 The Board's Meetings

The Board of Directors has set a minimum meeting of not less than 6 times a year and may have additional special meeting as necessary. The meeting schedule has been set in advance annually and the meeting agenda has been clearly defined and submitted to the Board of Directors before the meeting date in advance sufficiently to allow the Board of Directors not less than 7 working days and to allow the Board to have time considering sufficient information.

In the meetings, the Chairman of the Board of Directors allowing all directors to freely express their opinions and in the meeting, it is to invite the relevant executives to attend the meeting to identify information or provide additional information as a person directly related to the problem in order to make decisions of the Board of Directors. In addition, there is a written record of the meeting, and storing certified minutes from the Board of Directors systematically which can be checked and referenced at any time. Moreover, in voting for each agenda of the Board of Directors' meeting, there must be no less than two-thirds of all directors.

5.5 Assessment of the annual performance of the Board

The Board of Directors has provided an annual performance evaluation of The Board of Directors, which is divided into as the board, individual and sub-committees. In this regard, the Company has assigned the Nomination and Remuneration Committee to be the representative in determining the criteria, and evaluating the Board of Directors and individual committees with the same assessment criteria. It is consistent with the self-assessment form of the Securities Commission including having been reviewed for consistency

Self-evaluation form for both the Board of Directors and individual directors, with assessment topics are divided into 4 main topics as follows:

1. Qualifications of directors
2. Meeting attendance
3. Roles, duties and responsibilities of the Board of Directors
4. Other matters, such as the duties of the Board Relationship with management

Self-development of the board and executive development

Individual self-evaluation form of the sub-committee of the individual Company is divided into 3 main topics as follows:

1. Structure and qualifications of sub-committees
2. Meetings of sub-committees
3. Roles, duties and responsibilities of sub-committees

The Company has a process for evaluating the Board of Directors, which the Company Secretary will send the assessment form to the directors to evaluate and return to the Company. The Company will not disclose the name of the appraisal director so that the directors are independent in the

assessment results, and the Company has presented the evaluation results to the Board of Directors and individual committees to participate in the evaluation and evaluation of the performance of the directors.

Evaluation method Each committee will use the performance evaluation form to evaluate oneself, the entire Board of Directors and the sub-committee by using the method of identifying the opinions of each director by checking the rating box from 1-4.

Each committee will use the evaluation form for the entire Board of Directors and individual and sub-committee by using the method of identifying the opinions of each director by checking the rating box from 1-4.

Which has the following meanings: 1 = strongly disagree 2 = disagree 3 = agree 4 = strongly agree

The evaluation results of the Board of Directors, both individual and sub-committees for the year 2019 is very good

The Chairman of the Board of Directors and the Board of Directors have evaluated the performance of the managing director (CEO) by using the evaluation topics in accordance with the guidelines of the Stock Exchange of Thailand, consisting of the following topics:

1. Leadership
2. Strategy formulation
3. Strategy implementation
4. Financial planning and performance
5. Relationship with the board
6. Relations with external parties
7. Administration and relations with personnel
8. Succession
9. Knowledge of products and services
10. Personal features

The overall performance of the managing director for the year 2019 is included in the "excellent" criteria, with the company intending to evaluate the performance of the managing director on an annual basis in order to comply with good corporate governance principles

5.6 Development of the Board's continuous knowledge

5.6.1 The Board of Directors encourages and facilitates training and education for all Board members, management and employees to continuously improve operations.

The Company has encouraged directors to attend courses related to the performance of duties as directors such as courses organized by the Thai Institute of Directors Association (IOD) and other related institutions. In the year 2019, the directors attended the following courses.

Name	Position	Training
K. Somkid Phadungkietsak	Director	- TLCA CFO Professional Development Program (TLCA CFO CPD) 2019 - PAEs Accounting Standards in 2019 - New must know TFRS
k. Wachirawan Yamsri	Company director And the Risk Management Committee	- Development of sustainability reporting in accordance with the GRI Standards.

5.6.2 For new directors, the Company has an orientation for new directors, where the managing director of the relevant management will present information about the shareholding structure Organizational Structure, nature of the business, Company operating policy, Company regulations, financial information, information of affiliated companies, board meetings and other related information.

5.6.3 The Board of Directors has established a succession plan for the main positions by defining as part of the strategic plan for the succession of work and as a guideline for the development of executives as planned. This includes performing duties on behalf of the Managing Director or the executive cannot perform his/her duties.

The Nomination and Remuneration Committee prepares the succession plan for the Chairman of the Executive Committee / the Managing Director and the management of the Company by considering the importance of the business operation efficiently and continuously by having a plan to select personnel that will be responsible for important management positions at all levels to be appropriate and transparent, therefore, the criteria for selecting the successors for the job are as follow.

1. Chairman of the Executive Committee / Managing Director

When the position is vacant or those who are unable to perform their duties, the Company will provide a system for management in a similar order acting in a vacant position until a qualified person is selected according to the criteria set by the Company.

2. Executive level from the deputy director level to the director

When the position is vacant or the person in the position cannot perform the duty, the Company has planned the succession of executive level with the following process. There will be analyzing the situation of the business and personnel to be linked with the policy and strategic of the Company to develop or recruit for those who are resigned by defining knowledge and ability and being a person with a vision, knowledge and ability suitable for the culture of the organization. It is to select and evaluate the work, and assess the potential of employees to consider suitability.

5.7 Details of changes in the holding of the Company's shares by the directors

As of 31 December 2019

Rank	Name-Surname	Position	Amount of shares on December 31, 2018	Shares changing	Amount of shares on December 31, 2019	Shareholding ratio(%)
1	Mr. Viroj Thanalongkorn	Chairman	159,207,000	(1,000,000)	160,207,000	46.10
	Spouses and minor children		-	-	-	-
2	Mr. Bunchai Punturaumporn	Managing Director, Nomination and Remuneration Committee	10,000	678,000	688,000	0.20
	Spouses and minor children		-	-	-	-
3	Mrs. Suchanya Thanalongkorn	Managing Director	-	-	-	-
	Spouses and minor children		-	-	-	-
4	Mr. Somkid Padungkiattisak	Managing Director	10,000	-	10,000	0.003
	Spouses and minor children		-	-	-	-
5	Ms. Somsri Sripatoomrak	Managing Director, Risk Management Committee	10,000	500,000	510,000	0.15
	Spouses and minor children		-	-	-	-
6	Ms. Vachirawan Yamsri	Managing Director, Risk Management Committee	35,000	-	35,000	0.01
	Spouses and minor children		-	-	-	-
7	Ms. Raweewan Peyayopanakul	Independent Director, Chairman of Audit Committee, Nomination and Remuneration Committee	-	-	-	-
	Spouses and minor children		-	-	-	-
8	Mr. Somchai Vanavit	Independent Director, Audit Committee, Chairman of Nomination and Remuneration Committee	-	-	-	-
	Spouses and minor children		-	-	-	-
9	Mr. Yuthana Adipath	Independent Director, Audit Committee, Nomination and Remuneration Committee	-	-	-	-
	Spouses and minor children		-	-	-	-
10	Mr. Chakkrit Uttayopas	Independent Director, Chairman of Risk Management Committee	-	-	-	-
	Spouses and minor children		-	-	-	-
11	Ms. Pensri Suteerasan	Independent Director, Audit Committee	-	-	-	-
	Spouses and minor children		-	-	-	-

9.2 Sub-committee

The Board of Directors has set up various committees that have the appropriate expertise in each area to be responsible for the work and help increase the work efficiency of the Board, which consists of the Audit Committee, Executive Committee, Nomination Committee, and Remuneration Committee and the Risk Management Committee by the composition and duties of various committees. The details are as follows.

9.2.1 Audit Committee

The Audit Committee consists of 4 independent directors, whose have full qualifications according to the SEC's regulations, with a 2-year term.

There are 4 members of the Audit Committee.

Name	Title
Ms. Rawewan Peyayopanakul	Chairman of Audit Committee
Mr. Yuthana Adipath	Member of Audit Committee
Mr. Somchai Vanavit	Member of Audit Committee
Ms. Pensri Suteerasan	Member of Audit Committee

* Remark : The 4 Audit Committee members are knowledgeable and have experience in reviewing the financial statements of the Company by Miss Rawewan Peyayopanakul, Chairman of the Audit Committee. She graduated Master of Business Administration, Major in Accounting, Michigan State University, USA (Details of education history and work experience of the Audit Committee are in Attachment 1, details about directors, executives, controlling persons and Company secretary)

Scope of duties and responsibilities of the Audit Committee

1. To review and to ensure that the Company has accurate financial reporting and sufficient information is disclosed by coordinating with independent auditors and responsible executives, and preparing quarterly and annual financial reports. The Audit Committee may suggest the independent auditor to review or examine any transactions that are deemed necessary and important during the audit of the Company's accounts.
2. To review the Company's internal control system and the internal audit system to be appropriate and effective, and to consider the independence of the internal audit unit 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.
3. To review the Company's operations to be in compliance with the law on securities and exchange, regulations of the Securities and Exchange Commission (SEC), The Stock Exchange of Thailand (SET) and laws related to the business of the Company
4. To review the operation according to the plan, policy, goals and objectives of the organization as well as relevant regulations and laws.
5. To consider selection, to propose to appoint an independent person to act as the Company's auditor including considering proposing termination and the remuneration of such person with regard to

- reliability, resource adequacy and the amount of audit work of that audit office. This includes the experience of the personnel assigned to perform the audit of the Company to the Board of Directors including attending the meeting with the auditor without the management attending the meeting at least once a year.
6. To consider connected transactions or transactions that may have conflicts of interest to comply with the laws and regulations of the Stock Exchange of Thailand (SET) in order to ensure that such transactions are reasonable and are most beneficial to the Company.
 7. To consider the disclosure of Company information in the event of a related transaction or items that may have conflicts of interest to be accurate and complete.
 8. To prepare the report of the Audit Committee, which is disclosed in the annual report of the Company, and which the report must be signed by the Chairman of the Audit Committee and must contain at least the following information.
 - A. Opinions on the accuracy, completeness and reliability of the Company's financial reports.
 - B. Opinions on the adequacy of the internal control system of the Company.
 - C. Opinions on compliance with the law on securities and Stock exchange market requirements or laws related to the business of the Company.
 - D. Opinion on the suitability of the auditor.
 - E. Opinions about transactions that may have conflicts of interest
 - F. Number of Audit Committee meetings and the attendance of each member of the Audit Committee
 - G. The overall opinion or observation that the Audit Committee received from performing its duties in accordance with the charter.
 - H. Other items that shareholders and general investors should know under the scope of duties and responsibilities assigned by the Board of Directors.
 9. The Audit Committee must be fully cooperative about receiving information that needs resources and operations from the management. The Audit Committee may invite the management or related parties are required to participate in providing relevant information.
 10. The Audit Committee has the authority to hire specific experts or hiring an independent professional advisor when deemed necessary with the cost of the Company
 11. To give approval of the charter, inspection scope, audit plan, budget and manpower of the Internal Audit Department
 12. To review the Company's anti-corruption process in accordance with the guidelines of various regulatory agencies effectively starting from promoting and raising awareness, risk assessment, the creation of a preventive work system, an investigation until reaching a self-evaluation form about anti-corruption measures as audited and assessed by the Internal Audit Office, to ensure that the

Company has various systems in anti-corruption as reported in the self-assessment form of the Thai Institute of Directors Association (IOD).

13. To perform any other duties as assigned by the Board of Directors within the scope of duties as the Audit Committee.

9.2.2. Executive Committee

The Executive Committee is responsible for managing the business of the Company, proposing solutions to important problems and monitoring the performance of the Company, and subsidiaries to be effective to meet the goals set.

Composition and appointment of the Executive Committee

The Board of Directors appointed the executive director by electing from a number of directors of the Company.

The Board of Directors of the Company consists of 4 persons, consisting of

Name	Title
Mr. Bunchai Punturaumporn	Chairman of Executive Committee
Mr. Somkid Pardungkiattisak	Executive Director
Ms. Somsri Sripatoomrak	Executive Director
Ms. Vachirawan Yamsri	Executive Director

Scope of duties and responsibilities of Management Board

- 1) Determine the company's policies, directions, strategies, and principles that resonate with the business objectives set forth by the Board of Directors and is authorized to execute the policies given by the Board of Directors in compliance with the laws, regulations, and the company's article of associations.
- 2) Establish organization structure and organization administrative authority encompassing selection, hiring, transfer, training, and termination of contract for employees and staff, except the positions of Chief Executive Officer and Managing Directors
- 3) Review annual budget allocation proposed by Managing Director before submitting to the Board of Directors for approval
- 4) Examine and monitor to ensure effective execution of the policies and business conduct guidelines determined
- 5) Has authority to scrutinize and review investment in core and non-core businesses before proposing to the Board of Director for approval

- 6) Has authority to consider and approve borrowings or borrowings from financial institutions and repayment or payment transactions in the normal course of business
- 7) Has authority to allocate reward, prize, or compensation which has been approved by the Board of Directors
- 8) Execute other task as assigned by the Board of Directors from time to time

Management Board may grant its approval authority to the company's management on any or some financial transactions deemed appropriate by Management Board.

Nevertheless, approval of any transaction abovementioned must not result in Management Board being able to approve related party transactions (RPT) that any member of Management Board or other persons with possible conflicts (according to the company's Article of Association and as determined by Securities Exchange Commission) engage with the company or its subsidiaries, except the normal business transactions that comply with the criteria set forth by the Board of Director. In case of related party transactions involving member of Management Board or persons with possible conflicts with the company or its subsidiaries, such directors are prohibited from voting in the agenda of those transactions.

9.2.3 Nomination and Remuneration Committee

Board of Directors appoints four members of Nomination and Remuneration Committee, three members from a group of independent directors and one member from Management Board. One of the three independent directors becomes Chairman of the committee.

Name	Title
Mr. Somchai Wanawit	Chairman of Remuneration Committee
Mr. Yuthana Adiphat	Remuneration Committee
Ms. Raweewan Pinyopanukul	Remuneration Committee
Mr. Bunchai Punturaumporn	Remuneration Committee

Scope of duties and responsibilities of Nomination and Remuneration Committee

Responsibility in nomination of directors

Establish rules and approaches in the selection of the company's directors, considering multiple aspects of candidate qualifications, including personal status, knowledge and abilities, experiences, and specializations, to identify the candidates who fits the nomination rules and guidelines and propose to the Board of Directors and/or the Meeting of Shareholders.

Responsibility in Determination of Remuneration

Determine remuneration, financial reward, meeting allowance, bonuses, and other compensation of Management Board and other subcommittees and propose to the Board of Directors and Meeting of Shareholders for approval.

In the course of performing duties according to the rules set forth by Nomination and Remuneration Committee, the committee is obliged to regularly report to the Board of Directors at least twice a year.

9.2.4 Risk Management Committee

Meeting of the Board of Directors No. 6/2018 dated December 21st, 2018 has resolution to appoint Risk Management Committee, which are comprised of three members with one independent director as Chairman of the committee.

Name	Title
Mr.Chakkrit Uttayopas	Chairman of Risk Management Committee
Ms.Somsri Sripatoomrak	Risk Management Committee
Ms.Vachirawan Yamsri	Risk Management Committee

Scope of duties and responsibilities of Risk Management Committee

- 1.Establish policies, rules, and processes in the assessment and management of risks that affect the company
- 2.Assess, analyze, prioritize risk factors, and determine proper guidelines and strategies to manage risks
- 3.Monitor and assess the result of risk management and report to Audit Committee
- 4.Make decision and give recommendation on critical issues in the risk management process

9.3 Nomination and Appointment of Directors and High-level Executives

The selection of the Company's directors and executives will be conducted through the nomination and remuneration Committee to consider and select the qualified and capable directors in accordance with the business strategy of the company. Then they propose to the board of directors and / or shareholders to consider and appoint again.

Appointment of the company's directors must comply with the company's article of associations and related laws and regulations. Meeting of shareholders consider to appoint directors of the company using majority rule with the following criteria

1. Each shareholder has voting rights equal to the number of shares held
2. Each shareholder can use his/her voting rights according to 1. to choose one candidate or more than one candidate but he/she cannot assign his/her rights to any candidate unequally
3. Candidates are ranked based on his respective votes and the candidates with top votes, the number of whom equals to the vacant director positions, are appointed as directors. In case that two or more candidates are given equal votes, resulting in the total number of eligible

candidates exceeding the vacant director positions, Chairman of the meeting will exercise his authority to give the final vote.

4. In case that the director position become vacant due to the causes other than normal expiration, Board of Directors must obtain at least three-out-of-four resolution to select a qualified candidate who does not possess prohibited characteristics to assume the vacant director position in the next meeting, except when the remaining term of the replaced director is less than two months. The term of the replacing director is equal to the remaining term of the replaced director.
5. The Meeting of Shareholder may vote to cause a director to leave the position before his term using at least three-out-of-four voting rights presence in the meeting, which constitute to more than half of the total voting rights of shareholders

Director qualifications

Persons eligible for director positions are knowledgeable and prepared to perform the duties and must possess the following qualifications at the least;

1. Must possess desired qualifications and must not possess prohibited characteristics as stipulated by Securities Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) as well as must not possess characteristics that may lead to untrustworthiness in his/her management conduct from shareholders as determined by the SEC
2. Must possess knowledge, skills, or experiences in related business or in the field of finance and accounting, business administration, or other fields deemed appropriate by the Board of Directors. At least one non-executive director must have experience working in the business related to the business of the company.
3. Be able to devote sufficient time to cautiously and vigorously perform director duties especially when making the critical decisions for the company's benefits and be able to fully attend the meeting of the Board of Directors and the shareholder meetings, except in the time of emergency
4. Possess morals, ethics, and other characteristics possibly determined by laws or by the Board of Directors

Nomination Committee will consider candidates for independent directors based on the qualifications set by the SEC. The company defines qualifications for "**independent directors**" as follows:

1. Holds not more than 1% of shares with voting rights in the company, its parent company, subsidiaries, associated companies, or legal entities with possible conflicts. This includes shares held by related persons of such independent directors.
2. Is not currently or has not been an executive director, employee, staff, consultant with monthly compensation, or a controlling person of the company, its parent company, subsidiaries,

- associated companies in the same level, or legal entities with possible conflicts, except refraining from such position for no less than two years before director appointment date
3. Is not connected by blood or by legal-biding registration in the form of paternity, maternity, spouse, siblings, or descendants with executives, major shareholders, controlling persons, or persons to be nominated as executives or controlling persons of the company or its subsidiaries
 4. Does not currently have or has not had business relationship with the company, its parent company, subsidiaries, associated companies, or legal entities with possible conflicts which may prevent his/her exercising of independent judgment, and is not currently or has not been a major shareholder, non-independent director, or executive of the entities having business relationship with the company, its parent company, subsidiaries, associated companies, or legal entities with possible conflicts, except refraining from such position for no less than two years before director appointment date
 5. Is not currently or has not been an auditor of the company, its parent company, subsidiaries, associated companies, or legal entities with possible conflicts, nor is a major shareholder, non-independent director, executive, or partner of the audit firm in which the auditor of the company, its parent company, subsidiaries, associated companies, or legal entities with possible conflicts is employed, except refraining from such position for no less than two years before director appointment date
 6. Is not currently or has not been a professional service provider, including legal advisor or financial advisor, receiving monthly compensation in the total amount of more than two million baht per year from the company, its parent company, subsidiaries, associated companies, or legal entities with possible conflicts, and in case that the mentioned professional service provider is a legal entity (not a person), the candidate for independent director must not be a major shareholder, non-independent director, executive, or partner of such professional service provider, except refraining from such position for no less than two years before director appointment date
 7. Is not appointed a representative of the director of the company, its major shareholder, or a shareholder which is a related entity of the company's major shareholder
 8. Does not possess other characteristics that prevent exercising of independent judgment on the business conduct of the company

9.4 Supervision of subsidiaries and associated companies

Board of Directors gives consent to the visions, strategies, business plans, and policies of its subsidiaries. The company holds 99.90% of the shares in its subsidiaries and practice the same supervision policy as the one practiced for the company itself, having the company's management as

authorized directors and executives of subsidiaries to ensure that the visions, strategies, policies, business plans and budget consented by the Board of Directors are prudently. The company holds regular meeting with executive of its subsidiaries to make sure that its financial policy and business direction are in line with the company's objective. To ensure that the company effectively monitor and supervise the business conduct of its subsidiaries based on internal control principles, the company has set the following criteria:

- The company put in place a policy to ensure that its subsidiaries have a proper and sufficient internal control system, assigning the company's internal audit unit to regularly monitor and supervise the subsidiaries' internal control process
- The company determines directions of the subsidiaries' operation and sufficiently disclose critical information between the company and its subsidiaries or between the subsidiaries and external parties, such as related party transactions, acquisition and disposal of assets, or other significant transactions, based on regulations on disclosure
- Agreement between the company and other shareholders regarding management of the subsidiaries : None

9.5 Policy and approach to supervise the use of inside information

As shown in Subject 9.1 Corporate Governance Policy

9.6 Audit fee

To conform to the Public Company Act, regulations set forth by the SEC, and the company's regulations determining that Meeting of Shareholders consider and approve the appointment of auditor and annual auditor fee and Notification of Capital Market Supervisory Board Tor Jor 11/ 2009 Notification of Capital Market Supervisory Board no. Tor. Jor. 11/2009 regarding Rules, Conditions and Procedures for Disclosure of Financial Performance and Business Operation of the Company that issue the securities Section 7(7) stipulating that a listed company issuing securities must arrange to rotate its auditor who has reviewed and expressed his/her opinion for 5 consecutive accounting years. The company can appoint the new auditor working for the same office as the previous auditor.

The Meeting of Shareholders 2019 appointed Mrs. Nattsaruk Sarojnanchin or Mr. Chaiyuth Angsuwittaya Certified Public Accountant No. 4563 and 3885, respectively, of AMT Associate Office to be an auditor of the company and its subsidiaries with total audit fee of 960,000 THB. Auditor from AMT Associate Office has satisfactorily completed his/her job with high professional standard, good auditing experiences, proper auditing fee, and independence without business relationship or interest in the company, its subsidiaries, executives, major shareholders, or related persons of such persons.

Audit fee

Unit : Bath

Remuneration	2019	2018
Sabina Public Company	960,000	960,000
Subsidiary's Company	690,000	690,000
Other expenses (Travel, stamp , fax etc.)	will pay for actual expenses	will pay for actual expenses

In 2019, there was no other compensation paid to the auditor of the company and its subsidiaries, audit office in which the auditor worked, and related persons or business connected with the auditor and its office.

9.7 Practice of corporate governance in other areas

Board of Directors adapted and translated CG Code into practices based on its business context. Principles of CG Code that the company has not been able to put to practices include the followings:

Principles that have not yet practiced	Reasons
1. Board of Directors limits the term for independent directors at 9 years.	Board of Directors has not yet limited the term of independent directors because independent directors still perform their duties with independence and free of influence from the company's executive and major shareholders, and with no personal interests that may conflict with the company's benefit.
2. Board of Directors does not have an independent director with more than 9 years of experience as a director	Board of Directors has three independent directors who serve more than 9 years of directorship. Such independent directors are fully qualified, according to the definition of independent director, are knowledgeable and experienced in the needed fields and have suitably performed the roles of independent directors.
3. Chairman of the Board is an independent director	Board of Directors appointed non-executive director to be Chairman of the Board, considering the fact that he is knowledgeable and experienced in the business of the company. Although Chairman of the Board is not an independent director, he performs his duties independently and allows each director to freely express opinion and give suggestions which are beneficial to the organization.
4. The company should consider appointing CG Committee	Although the company has not appointed CG Committee at the moment, the Board of Directors regularly performs corporate governance duties according to the scope of duties determined in Director Charter.

10. Corporate Social Responsibility (CSR)

The company has established guidelines for responsibility towards the environment, society and good governance as follows:



Environmental responsibility (Environmental)

1. 5S & Green Factory

5S is to increase productivity and green industry (GI Industry). 5S is the basic tool that companies apply in the organization. It improves the environment in the workplace. By extending the 5S operations in the area to the 5S process in the process also allow the company to reduce unnecessary costs and losses that may occur. It is the basis for improving the efficiency of the production process.

After expanding the 5S performance, the company sent factories to participate in the Thailand 5S Award from the Technology Promotion Institute. (Thailand-Japan) in order to verify international standards for 5S operation, with the following details:

Yasothon Factory received the Silver Award on November 26, 2013. It continued to improve and received the Golden Award on 20 November 2014.

Chainat Factory received the Golden Award on 20 November 2014.

Tha Phra Factory received the Silver Award on 20 November 2014.

Phutthamonthon Sai 5 Factory was awarded the criteria in the production area, raw materials stock, and stock in the Art Department on 20 November 2014. And it continued its improvement and have been awarded the Golden Award on 4 November 2015.



In addition, the company also provides training to educate employees on 5S in order to promote the work environment as follows

Phutthamonthon Sai 5 Factory training was being held on 9 August 2019.

Tha Phra Factory Training was held on 29 August 2019.

Chainat Factory Training was held on 16 June 2019, 8 July 2019, 8 August 2019 and 14 August 2019.

Yasothon Factory Training was held on 4 May 2019, 13 August 2019 and 24 August 2019.

As a result of doing 5S, employees are not only helping to take care of their work environment, but also allowing themselves to become more involved in environmental management, such as waste management and classification, which elevates to the green industry.

The Green Industry has been implemented by the Ministry of Industry since 2011 in order to push and promote the industrial sector to operate in an environmentally friendly manner for environment and society.

A focus on 3 matters which are

1. Development and improvement of production process efficiency
2. Environmental management for continuous improvement
3. Social and environmental responsibility both inside and outside the organization (throughout the supply chain)

The green industry is divided into 5 levels as follows;

Level 1: Green Commitment Policy shows the commitment to reduce environmental impact.

Level 2: Green activity: develop an environmental program to reduce the impact

Level 3: Green system, systematically managing the environment

Level 4: Green culture: Create corporate culture in an environment and implement it effectively.

Level 5 The Green Network encourages partners to enter into the green industry through the supply chain, including establishment and connection of environmental activities with communities and consumers.

The company began to operate in the green industry. By developing and improving the efficiency of the production process, utilizing valuable resources and energy, and being responsible to society and the environment both inside and outside the organization, this resulted, in the year 2019, Tha Phra factory has been

certified level 2, the Chainat plant has been certified level 2 and Buriram factory has been certified level 1. This means a total of 3 factories that have already operated into the green industry.



The goal is to expand all 5 factories to the Green Factory by 2020.

2. Zero Waste Policy

Sabina Zero Waste

The company has a zero-waste policy with the goal of controlling amount of industrial waste to the least, and make the most of the resources by adhering to the 3R principle which consists of

- 1.Reduce is to use less waste materials
- 2.Reuse
- 3.Recycle

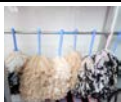






The company began controlling the waste management of the organization by separating waste into 4 types

1. General waste; i.e. food scraps, candy bags, curry bags, plastic cups, etc., with data on general waste collection since 2012, not including industrial waste from production such as boxes, paper, plastic bags, Sponges, rag etc.

Factories	2012	2013	2014	2015	2016	2017	2018
Tha Pra	85,590	76,080	66,570	60,429	59,850	57,915	53,820
Sai 5	478,500	435,000	328,000	203,000	243,600	249,480	269,100
Chatnat	86,130	74,820	65,250	58,825	54,566	53,602	49,860
Yasothon	116,700	91,105	81,200	76,558	66,000	91,476	107,640
Buriram	48,720	36,540	27,840	25,520	26,100	26,730	35,880
Total	815,640	713,545	588,860	424,332	450,116	479,203	526,300
Note:							
Bin liners size 50 x 50 x 100 cm = 30 KG							

The type of waste management strategy is to separate waste in order to be convenient for the operations of the relevant departments.

- Waste left from the cutting department i.e. cloth scraps, sponge scraps, are strategically recycled into various products and sold to employees at cheaper prices. Profit from selling is donated to the Mother Jintana Foundation. Products as in the table below;


Products		Quantity (piece)	Earnings (baht)
	Feather duster	554	11,080
	Doormat	1185	23,700
	Oven gloves	534	5,340
	Hammock	355	24,850
	Pillow case	470	4,700
	Blankets	64	6,400
	Loincloth	10	1,000

- Paper boxes and plastic bag are strategically reused. Kaizen then designs new packaging to reduce the use of plastic bags and paper boxes.

Items	Reduce	Reuse	Processes	Starting time
Sabina boxes		✓	Reuse in packaging process	April 2019
Common boxes		✓	Send to cutting room	June 2019
Mold boxes		✓	Reuse for 2 – 4 time	March 2019
Bubble bag rolls		✓	Reuse as bin liners in cutting room	January 2019
Bubble bags		✓	1. Round 1, use light bubble bags 2. Round 2, use darker bubble bags 3. Round 3, use as bin liners	September 2019
Reduce bags order RE, RP 18x25 pants 20x30 shirt	✓		Change sizes	September 2019
Mold bin liners	✓		Increase amount from 3 pairs to 5 pairs/bag	November 2019

Performance of reusing method and kaizen's new packaging.

Mold boxes & Sabina boxes send back to sai 5 for reuse							
sizes	Factories					Total	Value (Baht)
	Yasothon	Chainat	Buriram	Sai 5	Thapra		
Large	3,489	2,707	1,395	656	795	9,042	596,772
Medium	1,107	1,241	710	177	215	3,450	120,750
Sabina boxes	526	949	205	66	6	1,752	43,800
Total value of reuse method (from May2019 – December2019)							761,322
**Large mold box is 66baht/box, medium box is 35baht/box, sabina box is 25baht/box							

Zero waste (bag use control) Mold bag change from 5 pairs/bag to 10 pairs/bag						
	size	Quantity/kg	Mold quantity/ bag	Mold quantity/ 1 kg bag	Costs for bag/pair	Usage/month
Old black bag Anti UV	19.5 x 38cm	109 pieces	5 pairs	545 pairs	0.15baht/pair	826kg
New black bag Anti UV	25x49cm	94 pieces	10 pairs	940 pairs	0.09baht/pair	479kg
				<p>** bags of both sizes are 80baht/kg</p> <p>Mold production capacity 450,000 pairs/month</p> <p>Reduce usage of black bags/month = 347kg</p> <p>Reduce purchases cost of black bags = 22760baht/month</p> <p>Reduce purchases cost of black bags = 333120baht/year</p>		

4. Start collecting data of waste from production such as rubber, thread, wool, etc., to fully improve the utilization of raw materials for the smallest quantity.

In 2019, started collecting data which covers 4 types of waste as follows;

ข้อมูลขยะแยกประเภทระหว่าง ม.ค.-ธ.ค.2562						
หน่วยเป็นกิโลกรัม						
	S5	TP	YS	CN	BR	รวม
0.ขยะทั่วไป	106,730	52,540	38,715	21,295	34,140	253,420
1.ขยะจากห้องตัด S5,YS รวม ปั๊มโมลส์	128,755	0	78,434	7,550	0	214,739
2.ขยะขาย(ที่บรรจุวัสดุอุปกรณ์ เกี่ยวกับการผลิต กล่อง,ถุงพลาสติก)	37,485	30,781	16,127	26,691	25,756	136,840
3.วัสดุเหลือจากการผลิต	5,545	997	1,301	2,312	938	11,093
รวม	278,515	84,318	134,577	57,848	60,834	616,092
%ขยะทั่วไป	38%	62%	44%	37%	56%	44%
%ขยะ Reduce Reuse Recycle	62%	38%	56%	63%	44%	56%

In this regard, the operational goal is

General waste, campaigning for employees to reduce waste, especially one-time use type. This controls the amount of general waste to have an additional rate of 0%

Garbage from the cutting room and fabric mold pump is to be effectively improved by reducing raw materials and recycling into various products. It reduces the amount of garbage in this section by 5% or more.

Box and plastic bag garbage are designed for packing mold, bubble and products to reduce the amount of use. Reduce and review the amount of waste in this section by 10% or more.

Waste from production is to be reviewed for production formulas in order to get the most use and to reduce the remaining materials from production. This type of waste reduced by 5%.

The company has set various measures (Discussed above) to take care of all 4 types of waste with the objective to ensure the company's operations is able to live with the community and produce least impact on the environment.

3. Non-Plastic Use

In 2019, the company started the project to reduce "non plastic use" by providing knowledge, collecting data for plastic bags usage, and allowing the concept of not using plastic in various forms of improvement, with sample activities as follows;

1. The use of left-over raw materials from production instead of plastic bags is done by using the fabric raw material left from cutting and sewing into a bag. This results in reducing the use of plastic bags. The use of cloth bags can also be used repeatedly.
2. The use of fabric raw materials from production to make a cover for boxes instead of using a plastic bag.

3. The use of waste materials from production to make a garbage bag instead of using a black bag.

4. Operations have been already started at the Yasothorn factory since November 2019 and can initially reduce the use of plastic bags as detailed below.

Amount of Plastic used in Yasothorn Factory

Usage per month	Actual amount in December 2019	Decrease (baht)	%
102,040	69,160	32,880	32%

The target of year 2020 will focus on providing information, understanding and adjusting employee behavior in the organization about reducing the use of plastic bags in accordance with the concept of – reduce-leave – quit.

Social Responsibility (SOCIAL)

4. Mother Jintana Foundation

Mother Jintana Thanalongkorn Foundation

The company wants to provide educational opportunities for students whom believed to important forces of the country in the future but unfortunately had lack of funds. It includes the underprivileged student regarding physical condition or disabled people. This will make the youth have a better quality of life, be part of promoting people to have better opportunity to study and help developing society and the nation.

It began with promoting the education of children and employees within the organization. "Adul-Jintana Scholarship Thanalongkorn ", was a scholarship only for children of employees and internal employees. Later, the company saw the relationship between the organization and community, therefore, founded the "Mother Jintana Thanalongkorn" Foundation on July 27, 2009 with the following objectives

- Promote and support educational activities
- Scholarships for underprivileged and / or students with good grades but lack of funds
- Not seeking benefits or profits from the foundation
- Cooperate with other charities for public benefit.
- Not carrying out political activities in any case at all

The Mother Jintana Thanalongkorn Foundation has continuously donated scholarships to students / students from 2010 to the present.

Sources of income for Mother Jintana Thanalongkorn Foundation

In addition to receiving donations from Sabina Public Company Limited, the Foundation organized a fund by raising activities to provide scholarships to students who have studied well but lack of funds as follows:

- Total donations of employees, outsiders who visited the factory, including SUPPLIERS.
- Box donation revenue from SABINA SHOP in shopping centers nationwide
- Revenue is also from donations and tender of employees' donations in organizing the anniversary of the foundation and Mother's Day
- Making money from donations from activities of factories and offices such as
- Activities for paying respect to monks, Father's Day, playing various games such as Soi Dao
- Selling food and consumer products in organizing the anniversary of the foundation and Mother's Day every year
- Income from the Im- Boon Room (of every branch) sales of items which donated by employees doing 5S at their homes.



The company encourages employees to have better knowledge and understanding about 5S and to apply the principles of 5S in their own home. It has been an extension of the concept 5S from the factory to the community since 2014. The result of doing 5S in their homes is clearing items and selling them for cheaper prices. The revenue from selling those items are donated to the Mother Foundation in order to participate in community development and support disadvantages in education.

Food stalls and activities photos collection in the year 2019.



Summary of scholarships that the Foundation has granted grants

A total of 1,843 scholarships have been awarded, with a total of 16,863,000 Baht being given to students. since the foundation was established.

Number of scholarship recipients from 2010 - 2019						
Year	Year funds	Continuing funds	Disable funds	Total funds	Good Grade funds (Baht)	Total Value(Baht)
2010	75	0	0	75		347,000
2011	63	8	48	119		746,000
2012	108	20	63	191		1,706,000
2013	105	31	65	201		1,911,000
2014	89	45	39	173		1,615,000
2015	195	42	54	291	46,000	2,685,000
2016	88	38	24	150	70,000	1,748,000
2017	130	38	26	194	77,000	2,089,000
2018	144	35	34	213	56,000	2,032,000
2019	170	32	34	236	62,000	1,984,000
รวม	1167	289	387	1,843	311,000	16,863,000

Continuing funds are awarded to students / students with GPA of 3.50 and above. At the secondary level, students are awarded 2,000 baht for scholarships, and those with a vocational certificate / bachelor degree will

receive scholarships of 5,000 baht per year, which in the year 2019, the Foundation has donated 62,000 baht to 13 scholarship recipients to support the children with determination.

Head Office Arun Amarin



Brach Chainat



Brach Yasathon



Brach Burirum



Khon Kaen Blind School of Education



In 2016, Mother Jintana Thanalongkorn Foundation was announced by the Ministry of Finance as a charitable organization, no. 928, which legally enables the Mother Foundation to issue a donation receipt for tax deduction

In this regard, the goal is to provide educational opportunities to the underprivileges with about 2 million baht / year.

5. Sewing Cup, Sewing Heart

"Sabina Sewing Sewing Heart is a sewing activity for the 13rd Cancer fight event

Social responsibility and helping the underprivileges are one of the great corporate shared values that the Company has always cared for. It is because the company is a leader in the business of manufacturing and distributing lingerie for ladies.

The company has knowledge about the physiology of women as well as following the physiological changes in each age range. It develops and improves the company's products to suit physiological care. The company therefore has a good desire to be a part in helping women. A breast cancer patient nationwide lost their breast after treatment. To be able to regain physical strength and encouragement and be able to return to normal life, the company initiated the Sewing Cup Sewing Heart project or sewing the breast together to fight against breast cancer. Since 2007, a campaign has been set to educate a correct understanding of breast cancer. It aims for patients to be able to live a normal life after treating breast cancer (Healing) by organizing a volunteer campaign to sew artificial breasts and delivering them to poor breast cancer patients in order to help rebalancing

the body to normal conditions. This shows concern and creates morale for patients as well. Patients or relatives who are in need of artificial breasts can always contact from the company through 3 channels as follows;

1. Online channel via website <http://www.sabina.co.th/sewingcupsewingheart/> and line@ : @sabinathailand



2. Via Sabina Call Center, call 02-422-9430, or
3. Via all selling points nationwide

In 2019, the company conducted a project "Stitching breast fills hearts" to continuously fight against breast cancer by organizing breast implant activities throughout the year, both inside and outside of place. With the cooperation of volunteers from various departments, faculties, students and people of all ages are interested in joining many activities such as

- Hua Chiew Chalermprakiet University (19 March 2019)
- Central World Department Store, "Central Group Pink Power" event (10-13 October 2019)
- Robinson Rayong Department Store (As of 16 October 2019)
- Krungthai Card Public Company Limited (As of 18 October 2019)
- Samitivej Thonburi Hospital (19 October 2019)
- Sufficiency Family Foundation, 24 November 2019

Activity to sew artificial breast out of place



In the year 2019, the company organized the 13rd "Sewing Cup Sewing Heart" event to fight against breast cancer. its focus is on raising awareness and the dangers of breast cancer and participating in activities. Therefore, there is a campaign through online public relations under the concept of "4 minutes". Just 4 minutes of yours to fill the happiness for breast cancer patients.



At present, the danger from "breast cancer" is a serious danger that kills Thai women as number one. To help society become more aware of its dangers, Sabina Public Company Limited and Robinson Public Company Limited jointly invite volunteers to join the artificial breast implant. Those interested can obtain breast implants sewing Set via Sabina counters at 44 Robinson Department Stores in all regions for 2 months (31 October - 31 December 2019) All breast implants will be collected and donated to patients in the area where the activity is organized. It is also supported by high-purity LLDPE resin products which are free from harmful chemicals and are used as a replacement for missing materials from PTT Global Chemical Public Company Limited. This year, the company received 2,000 kilograms of plastic pellets worth over 100,000 baht to produce 19,000 artificial breasts. There are also discounts on breast cancer screening from Samitivej Hospital, donations of 92,006 baht from Krungthai Card Public Company Limited, and 2,084 underwear donated to the National Cancer Institute by Sabina.

The 13rd “Sewing Cup Sewing Heart” to fight against breast cancer activity



production of breast implants 2017 - 2019			
Year	2017 - 2018	2019	Total in 3 years
Production	30,000 pices	19,000 pices	49,000 pices

However, the company The goal is to produce not less than 19,000 breast implants / year to help women. Who has breast cancer After treatment with the breast amputation method

6. AunJai Fund (Micro Finance)

The company's management team have founded AunJai Fund with their great intention. This is because they had the opportunity to closely and continuously talk to the staff about their conditions of lives, happiness and suffering. Suffering includes operational problems and personal matters. The employees reflect the problems encountered in terms of operations and the company has always improved the process. Another important thing is personal problems which affects work in many dimensions, especially the debt problem caused by the necessity of living. Therefore, it has led to the establishment of Aunjai Fund Project which aims to ease the employee's debt burden i.e. a credit card debt, a cash card and / or illegal debt due to emergency. In February 2019, the project began. in March 2019, it has invited interested employees to join. undergone the consideration process by the branch screening committee whom is centrally appointed and conducted standard training. Training included the process of expertise action to find the root cause of the employee debt problem and to help those who truly encounter problems in accordance with the fund's objectives.

Managing debt Training and presenting the Aunjai Fund project Activity



Aunjai Operation Procedure



People who participated in the Aunjai Fund Project will receive a loan 3-5 times the salary with 0% interest, and installment period of 3-5 years of which the first 6 months is free of payment. This is for employees to get back on their knees and start paying by installments in the 7th month.

There was a total of 83 interested applicants who wish to participate in the project since the announcement in March 2019 to date, of which a total of 24 are considered with a total of 1,097,640 baht passed, and 59 people are not passed due to the in-depth consideration. The fund committee found unnecessary causes in the creation of debt with most of them have inappropriate financial behavior. After considering, the initial assistance cannot solve the financial problems of borrowers according to the objectives of the project. It may also help encourage more inappropriate financial behavior. The board therefore resolved to disapprove the borrower.

Performance of at Aunjai fund in 2019

Branches	Approved applicants (person)	Approve value (baht)
Head Quarter	9	410,600
Sales persons	4	212,000
Sai 5	3	127,000
Thapra	4	225,000
Yasothon	4	123,000
Total	24	1,097,640

In 2020, the company has set a goal to help at least 20 employees with debts due to the necessity of living.

7. Promote careers for prisoners

The fact that Sabina Public Company Limited, Chainat factory, had the opportunity to attend a meeting of the Pracharath Project to create jobs for the inmates. Therefore, it supports this project by going to teach using sewing machines and fixing basic machinery to inmates until they are able to sew the shoulder straps of the underwear. This provides prisoners with extra income as well as supports Her Royal Highness HRH Princess Bajrakitiyapa's project. Kumlungjai project was established in 2006 to provide assistance and encouragement to those who make mistakes which led life to be involved in the judicial process and other disadvantaged groups as well.



Chainat Factory began to support jobs for inmates since 2018 as of today

Year	Amount (baht)			Shoulder straps compared order
	Female inmates	Male inmates	Total	
2018	128,633.12	95,540.89	224,174.01	14.6%
2019	164,293.26	175,915.69	340,208.95	20.3%

In 2020, the company has set a goal to promote careers with prisons to sew shoulder straps of underwear at least 25% of the order.

8. Factory Model

The results of the SPM management tool application (Sabina Productive Management- 5S, Kaizen,

To conserve energy, AM-PM (Total Productive Maintenance), HRD (Human Resource Development), Lean, QCC) continuously, enables the company to have better competitiveness (Productivity, Quality, Deliver, Cost) and work in a good and safe environment (Safety, Morale, Ethics, Environment). Therefore, the company wish to share the concepts and principles used in job improvement with other organizations.

The company has a policy that aims to be a learning centre for establishments, educational institutions, government agencies, State-owned enterprises, etc. by opening the factory for a study visit and accepting students for internships. This creates the opportunity for students to think, analyze, experiment in real work and support for projects in accordance with the curriculum of the institution

visiting, studying and observing visitor



Number of visits, study trips (person)

Factories	2019	2018	2017
Sai 5	397	152	667
Thapra	16	2	56
Chainat	8	6	12
Burirum	219	160	430
Yasothon	51	-	98
Total	691	320	1,263

Number of internships

Factories	2019	2018	2017
Sai 5	6	12	-
Thapra	-	4	3
Chainat	6	6	6
Burirum	-	-	-
Yasothon	6	-	-
Total	18	22	9

Places for study visits



The company has set guidelines and targets to become a factory model as follows

1. Continuously improve the application of management tools.
2. Become a learning organization by allowing interested parties to visit, study, observe, and practice
3. Share ideas and principles for job improvement to exchange and expand with partners / Supplier

Corporate Responsibility (Governance)**9. Code of conduct**

Sabina Public Company Limited, manufacturer and distributor of ladies' lingerie is committed to conducting business with honesty, transparency to all relevant parties of the company, including shareholders, employees, customers, business partners and / or creditors, competitors including society, as well as environment in accordance with the 5P mission of the organization People, Product, Partner, Productivity, Planet. It is responsible to various parts and the code of ethics which have been transferred to all levels of the employees of the company as follows:

Ethical responsibility to shareholders

Sabina Public Company Limited is committed to taking responsibility and creating maximum satisfaction for the shareholders of the company by using the following guidelines;

1. Steady growth of the company

- o Performing duties honestly as well as taking any actions wholeheartedly fair for both major shareholders and small ones who bring the highest overall benefits
- o Managing the organization with care, prudence and transparency by using knowledge and ability and management skills to be fully applied to prevent damage to shareholders
- o Not taking any action which may cause a conflict of interest to the company

2. Information disclosure

- o Providing organization situation reports and the future trend of the organization for all shareholders in order to be informed on a regular basis and completely in accordance with the truth
- o Not seeking benefits for oneself or related parties by using any organization's information that has not been disclosed to the public
- o Not disclosing confidential information that may cause a detriment of the company to outsiders

Ethical responsibility to employees

Sabina Public Company Limited is committed to developing, enhancing and creating confidence for employees at all levels and levels, with the following operational guidelines.

1. Providing fair remuneration to employees.
2. Providing care safety for the working environment and property of employees at all times
3. Appointment, Relocation Rewarding and punishment of employees will be done in good faith, equal and based on knowledge capabilities and suitability of employees.
4. Giving importance to knowledge development by providing opportunities for employees thoroughly and consistently

5. Listening to comments and suggestions from employees at all levels equally
6. Complying with the law and regulations in relation with employees strictly
7. Managing by avoiding any actions that is not fair which may affect the job security of employees or may threaten and put pressure on the mental state of the employees
8. Treating employees politely and respecting individuality and the dignity of humanity
9. Creating an understanding for employees about ethics and roles that employees can act in order to promote behavior within the ethical framework.
10. Giving employees the opportunity to report legal violations of the organization to the board.

Ethical responsibility to customers

Sabina Public Company Limited is committed to honesty in business operations and maximize benefits for customers with guidelines for the following practices

1. Producing quality products that are acceptable in the market.
2. Disclosing complete and accurate product information to the benefits of customers at most
3. Providing warranty for product quality under timely conditions
4. Do not deliver products to customers despite knowing that the product is of low-quality and without clarifying to the customer
5. Establishing a system for customers to make complaints about products and services and taking action. We will do our best to provide customers with a quick response.
6. Providing clear labels about the product, such as product code, size, price, production date and product maintenance.
7. Keeping customer confidential strictly, including not using it for one's own benefit and those involved wrongfully
8. Finding ways to reduce production costs by maintaining product quality standards to increase continuous benefits for customers

Ethical responsibility to partners and / or creditors

Sabina Public Company Limited is committed to honesty in business operations and mutual benefits with business partners and / or creditors. We strictly comply with laws and regulations with guidelines for the following practices

1. Do not call, accept or pay any benefits, dishonest in dealing with business partners and / or creditors
2. If there is information that there is a call or the receipt or payment of any benefits dishonest happens. We disclose details to partners and / or creditors and jointly solve problems fairly and quickly.
3. Complying with various conditions towards the creditors strictly regardless of the purpose of using the money, repaying, maintaining the quality of collateral and any other matters that have been agreed with creditors
4. In the event that conditions cannot be complied with, the company must quickly notify creditors in advance in order to jointly find solutions to problems by using the principles of reasonableness

5. Report the financial status and financial information of the company to customers and / or creditors with accuracy and integrity on a regular basis.

Ethical responsibility to competitors

Sabina Public Company Limited is committed to conducting business with good ethics for competitors. With guidelines for the following practices

1. Conducting within the framework of good competition.
2. Not trying to damage the reputation of competitors by accusing them without the truth
3. Not seeking confidential information of competitors by dishonest or inappropriate methods such as paying remuneration to employees of competitors.
4. Supporting and promoting free trade Fair, not monopolized or require customers of the company to trade with the company only
5. Supporting cooperation with competitors that are beneficial to consumers. Not for monopolization of revenue allocation and market share. Reducing product and service quality product and service pricing which will cause a negative effect on consumers as a whole.

Ethics for social and environmental responsibility

Sabina Public Company Limited is aware and concerned about the safety of society, environment and quality of life of people. This includes giving importance to the conservation of natural resources and the environment. The guidelines for practice are as follows.

1. Do not take any action that will affect the damage of natural resources and the environment
2. Supporting activities that will contribute to society and consistent environment
3. Instilling awareness of social and environmental responsibility among employees at all levels continuously and seriously
4. Controlling to be strictly implemented in accordance with the spirit of the laws and regulations, issued by regulatory agencies
5. Not helping or encouraging the avoidance of compliance with the law or regulations
6. Cooperating with regulatory agencies and reporting information relating to violations or non-compliance with laws or regulations to that department
7. Not engaging in or being involved in bribery or corruption or use one's own power and seek personal benefits

The company aims to maintain the standard of business operations with honesty, transparency to all relevant parties of the company in accordance with the principles of good corporate governance.

10. CAC (Collective Action Coalition Against Corruption)

Operations in accordance with the anti-corruption policy

The company has a policy to conduct business correctly, transparently, with the primary benefit of the organization. It does not support operations that are in violation of intellectual property. It does not support politics, not a maverick, by establishing a policy that emphasizes the participation of everyone in the organization to be aware of the disadvantages of corruption. This Includes creating good values without causing the risk of damage to the business. It sets the committee, all executives, employees of the company and its subsidiaries strictly comply with the said policy.

In addition, communicating with both inside and outside the organization to create knowledge and understanding, not to call, accept or agree to receive money, any item or benefit with those involved in business with the company. This includes not doing any actions that fall within the said scope and disciplinary action that has been prescribed for violators or offenders. Also, employees are sent to attend training courses on anti-corruption organized by various institutions in order to study, review and develop information disclosure about anti-corruption of the company.

In 2019, the company invited business partners to attend the meeting and listen to the details about the CAC FOR SME project, and there were 48 partner companies interested in attending the meeting. The company invited Rattana Banangkun, a project director of CAC, CAC FOR SME to provide knowledge about the project details on 4 July 2019 at Meeting Room 702, Arun Amarin Headquarters Building.





At present, the organization has implemented the Anti-Corruption Program at level 4 as follows

Level 1: Have a policy (Committed) as a guideline or commitment to act together and achieve common goals regarding anti-corruption.

Level 2: Declare an announcement for external parties and allies to know about their intention to act in this regard.

Level 3: Preventive measures (Established) is when the organization define various measures to prevent corruption that may occur. It is a practice by setting the Norm (Norm) for general knowledge.

Level 4: Certify when following the above levels, there will be 71 requirements of the Thai Private Sector Collective Action Against Corruption (CAC) for inspection. Check if the organization has complied with all the requirements and must continue to apply for certification as an organization that is anti-corruption. It will be inspected externally every 3 years and the company has received the certificate (renewal certificate) on 17 May 2018 and the certificate will expire on 17 May 2021.

In this regard, the company has put in place policies for practical measures by allowing each department to participate in the formulation of their own procedures in order to properly control the work. With a centralized approach that is a common guideline for the organization and add parts of each department to be more in line with the operations clearly.

Risk Assessment for Corruption

The Anti-Corruption Committee has assessed the risk of the organization that may cause corruption from the nature of work within the organization. By implementing preventive measures and the guideline, the process must be followed in accordance with the standards, rules and regulations of the company in order to not create channels of action relating to corruption. (Details can be found on the company's website under the heading of Anti-Corruption)

The company does business with transparency. By not seeking benefits that lead to corruption, the company has set policies regarding accepting gifts, assets or other benefits. It includes procedures and controls that can be inspected to ensure the acceptance of gifts, assets or other benefits that is in accordance with the policy set by the company and does not lead to corruption.

Guideline

- The Board of Directors, executives and employees must comply with the anti-corruption policy regarding giving strictly presents, assets or other benefits
- The company has set policies regarding accepting gifts, assets or other benefits to reduce the impact on the decision making of duty with embarrassment or conflicting interests
- The company does not have a prohibition on accepting gift which has the company's logo in order to maintain business relations or act according to tradition and morality.
- Gifts, assets, or other benefits should not be cash or cash equivalents and must not be against the law
- The Board of Directors, executives and employees must be neutral so that procurement does not affect the selection decision. They must strictly comply with the standards and regulations of the company.
- In the cases of selection, price negotiation and procurement of goods, raw materials, sales areas or other benefits for the company, it will not accept gifts, assets or other benefits as bribery, to lead to privileges that should not be and/or making a contract together which will result in the employees refraining from complying with the standards, regulations, as stipulated

To ensure transparency, equality and fairness to all stakeholder groups and to prevent business benefits and incentives for future rights and benefits. The Anti-Corruption Committee jointly formulated a policy to request cooperation, refrained from giving and receiving all types of gifts at all occasions by sending letters to partners and communicate to the Board of Directors, executives, and staff to create understanding and operational guidelines for Giving gifts, assets or other benefits.



บริษัท ซาบิน่า จำกัด (มหาชน)
Sabina Public Company Limited

2 ธันวาคม 2562

เรื่อง ขอความร่วมมือองค์การให้และรับของขวัญทุกประเภทในทุกโอกาส
เรียน ท่านประธานกรรมการ กรรมการผู้จัดการ และท่านเจ้าของกิจการ ห้างร้าน ทุกท่าน

ตามที่ บริษัท ซาบิน่า จำกัด (มหาชน) และ บริษัท ซาบิน่า ฟาร์อีสท์ จำกัด ได้ให้ความสำคัญกับการดำเนินธุรกิจภายใต้หลักการกำกับดูแลกิจการที่ดี มีจรรยาบรรณและความโปร่งใสเป็นธรรม ในการดำเนินธุรกิจ มีการปฏิบัติต่อผู้เกี่ยวข้องและผู้มีส่วนได้เสียอย่างเท่าเทียมกัน รวมถึงได้รับการรับรองสถานะเป็นแนวร่วมปฏิบัติของภาคเอกชนไทยในการต่อต้านการทุจริต (Collective Action Coalition Against Corruption : CAC) โดยมีการประกาศนโยบายต่อต้านคอร์รัปชันทุกรูปแบบทั้งทางตรงและทางอ้อม ตั้งแต่ปี 2558 นั้น

เพื่อให้เกิดความโปร่งใสเท่าเทียมและเป็นธรรมต่อผู้มีส่วนได้เสียทุกกลุ่ม และป้องกันการเอื้อประโยชน์ทางธุรกิจ และแรงจูงใจต่อการได้รับสิทธิและผลประโยชน์ในอนาคด บริษัทฯ ขอความร่วมมือจากท่านองค์การให้และไม่รับของขวัญทุกประเภทและทุกโอกาส แก่กรรมการ ผู้บริหาร และพนักงาน โดยมีรายละเอียดดังนี้

1. ไม่ให้และไม่รับทรัพย์สิน สิ่งของ ส่วนแบ่งหรือสินบนต่างๆ และผลประโยชน์อื่นใด
2. ไม่ให้และไม่รับกระเช้าทุกประเภท ทองคำ เงินสด เช็คของขวัญ บัตรของขวัญ ของขวัญ/ของกำนัล แพคเกจท่องเที่ยว ตัวเครื่องบิน บัตรรับประทานอาหาร เบเกอรี่ ฯลฯ.

หากได้รับการร้องเรียนจาก กรรมการ ผู้บริหาร พนักงาน และผู้มีส่วนได้เสียทุกกลุ่ม บริษัทฯ จะทำการสืบสวนข้อเท็จจริง หากพบว่าข้อมูลหรือหลักฐาน มีเหตุผลอันควรเชื่อได้ว่าผู้ที่ถูกกล่าวหาได้กระทำการละเมิด นโยบายต่อต้านคอร์รัปชันจริง กรณีผู้มีส่วนได้เสียทุกกลุ่ม บริษัทฯ จะพิจารณาในการดำเนินธุรกิจร่วมกัน กรณีกรรมการ ผู้บริหาร และพนักงาน จะพิจารณาความระเบียบของบริษัทฯ ต่อไป

ในโอกาสนี้ บริษัทฯ ขอเชิญชวนทุกท่านเข้าร่วมในโครงการแนวร่วมปฏิบัติของภาคเอกชนไทยในการต่อต้านการทุจริต ผ่านทางเว็บไซต์ของสมาคมส่งเสริมสถาบันกรรมการบริษัทไทย (www.thai-iod.com) เพื่อร่วมกันเป็นส่วนหนึ่งในการสร้างมาตรฐานการประกอบธุรกิจอย่างมีคุณธรรม และจริยธรรมตามหลักธรรมาภิบาลที่ดี

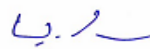
บริษัทฯ ขอขอบพระคุณทุกท่านเป็นอย่างสูงและหวังเป็นอย่างยิ่งว่าจะได้รับความร่วมมือจากทุกท่าน



(นายสมคิด คุ้งเกียรติศักดิ์)

ประธานคณะกรรมการต่อต้านการทุจริตคอร์รัปชัน

ขอแสดงความนับถือ



(นายปวิช ปิจจุรธัมพร)

กรรมการผู้จัดการ

บริษัท ซาบิน่า จำกัด (มหาชน)

สำนักงาน : 12 ถนนพหลโยธิน แขวงจตุจักร เขตจตุจักร กรุงเทพฯ 10700
โทรสาร : 177 หมู่ 8 ต.วัดไร่ขิง อ.ทับมา จ.สงขลา 17130
โรงงาน : 236 หมู่ 10 ต.ทุ่งโพธิ์ อ.เมืองสุราษฎร์ธานี 85000

Sabina Public Company Limited

OFFICE : 12 Anan-arorin Rd., Anan-arorin, Bangkok 10700, Thailand Tel: (02)4229400 Fax: (02)4345911, 4349312
FACTORY : 177 Moo 8, Wangkham, Hanka, Chaiyap 17130 Tel: (056) 437156-8 Fax: (056) 437159
FACTORY : 236 Moo 10, Doong, Muang Yakhom, Yakhom 35000 Tel: (045) 582566-70 Fax: (045) 582569

Therefore, the Internal Audit Department and the Anti-Corruption Committee are responsible for continuously testing and assessing the risk of corruption. They must be aware of the said risk point and strictly follow the rules by presenting the evaluation results to Audit Committee and report to the Board of Directors respectively. They also have to campaign and raise awareness in the organization in order to cooperate as one way and develop the organization further.

Dissemination of anti-corruption measures

For the board of directors, executives and employees of the company, including related persons, must know the policy regarding anti-corruption measures. Therefore, it has disseminated through the following channels

- Announcement via the company's electronic media

- Post company announcements in a clear place
- Arrange new employee orientation
- Distribute anti-corruption measures annually to all executives and employees in the company and its subsidiaries. Both offices and factories acknowledged and understood about various anti-corruption measures. And emphasized for everyone to abide by the said measure, in the year 2019, as follows

- Office of Pinklao Organized training on January 11, 2019
- Yasothon factory held training on December 28, 2019
- Chai Nat plant held training on 28 December 2019
- Phutthamonthon Sai 5 factory held a training on December 21, 2019.
- Tha Phra Factory, held a training session on December 28, 2019
- Buriram Factory Organized training on 28 December 2019

Guidelines for monitoring and evaluating the implementation of prevention guidelines.

The company has a guideline to review the internal control system and to follow up and evaluate the implementation of guidelines for preventing involvement in corruption. It is done by having the Office of Internal Audit Responsible for examining the internal control system and continuously providing recommendations for the annual audit that has been approved by the audit committee. If investigating the facts from various complaints with evidence is believed that there are transactions or actions that may have a significant impact on the company's financial status and reported significantly in audit results, the audit committee must report to the Board of Directors respectively in order to carry out improvements within the time frame that the Audit Committee deems appropriate

In operating the business in accordance with the anti-corruption policy, the company has a goal of maintaining standards and continuing to comply with the Collective Action Coalition Against Corruption or CAC criteria to request a certificate renewal.

11. Respect for human right and fair labor treatment

Respecting human rights and treating labor fairly

Respect for human rights

The company has a policy to support and respect the protection of human rights. It is done by treating those involved, whether employees, communities and the surrounding society with respect for human values, taking into account equality and equal freedom. It must not violate basic rights and does not discriminate regardless of race, nationality, religion, language, color, gender, age, education, physical condition or social status. It also ensures that the business of the company is not involved in human rights violations, such as the use of child labor and sexual harassment, etc. In addition, the company has promoted the monitoring of compliance with human rights requirements by arranging for participation in opinions and a channel for complaints for those

who have suffered damage due to rights violations arising from the company's business operations and take appropriate remedies.

In order to effectively respect human rights, the company has created knowledge on human rights and created awareness for the company's personnel to comply with human rights principles.

Treatment of labor fairly

The company is aware of the importance of human resource development and treats workers fairly. This is a factor that will increase the value of the business and enhance the competitiveness and sustainable growth of the company in the future. The company has set policies and guidelines as follows

1. Respect the rights of employees in accordance with human rights principles and comply with labor laws.

Goals of implementation in respect of human rights and the fair treatment of labor continuously is not a labor dispute. It is completed by being certified with Thai labor standards Social Responsibility of Thai Businesses TLS 8001-2010 (TLS.) and The Worldwide Responsible Apparel Production Standard (WRAP) Global Principles on Responsibility for Clothing Manufacturing.

2. Provide employment with process and fair employment conditions, including determination of compensation and consideration of achievement results under a fair performance evaluation process.

The company's goal has been awarded the Outstanding Establishment Award, Excellent labor relations and welfare From the Department of Labor Protection and Welfare

3. Promote personnel development by arranging training seminars, training, including sending personnel to attend seminars and training in various fields related to gain knowledge development capability and potential of personnel. This includes instilling a good attitude, morality, ethics and teamwork for personnel.



There is also a project to develop the potential of employees at the operational level. The personnel development through Small Group Activity (SGA) has 8 year training courses, totaling 42 hours as follows;

8 training course							
5s to increase production	Kaizen	Lean	IE fornon IE	QCC.	Leader Ship	HR fornon HR	Work Happiness
3 hours	3 hours	9 hours	9 hours	9 hours	3 hours	3 hours	3 hours



The number of small group leaders that have passed the training model 1 -3

Factories	SGA model 1 (2015)	SGA model 2 (2016 - 2017)	SGA model 3 (2018 -2019)	2020 Goals
Phutthamonthon Sai 5	72	69	75	75
Thapra	44	40	41	39
Chainat	43	45	50	42
Yasothon	94	100	106	99
Total	253	254	272	255

4. Provide various benefits for employees as required by law, such as social security etc. and other than required by law such as health insurance and accident insurance, including various types of grants to employees such as scholarships to children, and cremation payment etc.



The company's goal has been awarded for Safety, Occupational Health and Working Environment Management from the Department of Labor Protection and Welfare.

5. Provide annual health check-up services for personnel at all levels of the company by considering the risk factors by age, gender and working environment of each person.



The company has a goal of annual health check-ups for personnel at all levels of the company, that is, every 100% of them must be inspected.

6. Provide employees with safe operations and good hygiene in the workplace by providing measures to prevent accidents and strengthen staff awareness of safety. This includes training and encourage employees to have good hygiene and look after the workplace to be hygienic. It has always been safe through the NEAR MISS project to find, report and prevent accidents.



กิจกรรมค้นหา รายงาน และป้องกัน เหตุการณ์เกือบเกิดอุบัติเหตุ (NEAR MISS)		
บริษัท จำกัด ทำสินค้าจากเหล็ก		
แบบรายงานเหตุการณ์เกือบเกิดอุบัติเหตุ (NEAR MISS REPORT)		
เหตุการณ์: รถสิบล้อชนกับคนเดินเท้าในลานจอดรถ		
สถานที่เกิดเหตุ: โรงงานผลิตเหล็ก	วันที่: 8/2/2562	เวลา: 10.30 น.
รายละเอียดเหตุการณ์หรือเหตุเกือบเกิดอุบัติเหตุ (ถ้ามี): ระหว่างที่รถสิบล้อวิ่งในลานจอดรถมีคนเดินเท้าออกมาจากด้านหลังรถสิบล้อชนกับคนเดินเท้าในลานจอดรถซึ่งมีรถสิบล้อจอดอยู่ข้างหน้ารถสิบล้อชนกับคนเดินเท้าในลานจอดรถ		
สาเหตุ: (1) รถสิบล้อขับเร็วเกินไป (2) คนเดินเท้าออกมาจากด้านหลังรถสิบล้อ		
การป้องกันแก้ไขเบื้องต้น: (1) สวมถุงมือให้พนักงานขับรถสิบล้อ (2) ห้ามคนเดินเท้าออกมาจากด้านหลังรถสิบล้อ		
ผู้รายงาน: นายสมชาย ใจดี	ตำแหน่ง: พนักงานขับรถ	ตำแหน่ง: ผู้จัดการ
***หมายเหตุ: แจ้งให้ทราบถึงผู้บริหาร 2 ครั้ง (ทั้งในและนอกบริษัท)		

The company has a goal for safety is zero accident statistics and to create a safety culture with KYT.

7. The company has a department to receive complaints or suggestions from interested parties affected by the company's operations for 24 hours a day, including walk-in, telephone, fax, electronic mail and letters. The company will give an initial explanation of the facts and guidelines for management or operations on such matters for the complainant Including those involved as soon as possible, or within 1 day.

If related parties are in doubt and suspect any violation or non-compliance with laws, rules, regulations, ethics, or corporate governance policies, they can make inquiries, report clues or make complaints with details of various evidence and submit to the relevant person or department in the communication channel as follows;

For complaints from within the organization

Contact: Internal Audit Department

Phone: 02-4229400 ext. 9309, 9404

Or contact via the staff suggestion box provided at the work site

For complaints from outside the organization

Contact CIS Agency Tel. 02-4229430 Email: CRM@sabina.co.th



The goal of the company is to set up a department to receive reports of complaints or suggestions from stakeholders and every complaint or problem must be resolved within 2-4 weeks.

Responsibility to consumers

The company has upgraded the quality of production by using quality indicators from various problems received from both internal customers who are store salespeople and external customers. It is to respond to the needs and maintain the highest level of customer satisfaction. It is completed bringing the information that CS Center or Customer Service collects from all sales channels to analyzed, improved and monitored by comparing sales of million pieces or PPM * (Parts Per Million) in the year 2019 with the operation as follows

Retail Sales	2017	2018	2019
Problems from management	1.3	1.8	4.8
Problems from products	5.7	8.7	38.9
Total PPM*	7	10.5	43.6

In 2019, problems from products increased to 43.6 pieces / million pieces of services. This is because, at present, Sabina has added various communication channels and it is easier to frequently communicate from customers and companies to benefits in the development of both the service and the products that customers' needs. In term of the problem of the increased quantity of products, it is partly due to some problems with raw materials that has developed in response to comfort. There are easy marks which cause problems and complaints from customers. The company notified returns and changed to new products in order not to cause long-term problems with customers, therefore, causing the number of products encountered the problem to be much higher. However, the said problem has been improved and developed in raw materials to prevent such problems repeatedly.

Online Slaes	2017	2018	2019
Problems with delievery	96.0	9.0	19.8
Problems with incomplete products	41.0	2.7	11.0
Problems from Prodcuts	55.0	32.2	18.3
Other problems	35.0	6.8	6.8
Total PPM	227.0	50.7	55.8

In 2019, the results of data collection for complaints regarding Online sales which has growth in sales compared to 2018 to 32.3%, but the volume of complaints increased from 50.7 pieces per million to 55.8 pieces per million pieces, or as of 10% increase. When compared to sales that have already grown, the problem is still less than of the growing rate. The problem will be caused by the product that has black stains from the production process. This problem has been modified and added tracking to check the quality before delivering to customers.

Define

GRI	Topic-specific Standards
GRI 205	Anti-corruption
GRI 301	Materials
GRI 307	Environmental Compliance
GRI 403	Occupational Health and Safety
GRI 404	Training and Education
GRI 405	Diversity and Equal Opportunity
GRI 406	Non-discrimination
GRI 412	Human Rights Assessment
GRI 413	Local Communities
GRI 416	Customer Health and Safety

11. Internal control and risk management

Internal control of the company is investigated and reviewed by Internal Audit Office and process and procedures in each department of the company and its subsidiaries are reviewed based on Audit Plan agreed by Management. The company's Audit Committee reviews internal control system and internal audit system of the company and its subsidiaries to ensure appropriateness and effectiveness.

In Meeting of the Board of Directors No. 1/2020 dated February 21st, 2020, the Board of Directors, accompanied by three audit committees, evaluated adequacy of internal control system by reviewing evidence presented by the company's executives and evaluation form for adequacy of internal control prepared by Audit Committee and Management to evaluate internal control system of the company and its subsidiaries in many aspects, including enterprise and environment aspect, risk management aspect, Management's operation control aspect, information and communication aspect, and tracking and measurement aspect. From the evaluation of internal control system of the company and its subsidiaries, the Board viewed that the company and its subsidiaries have adequate and appropriate internal control system that allows transparent and efficient management and operation of the company and its subsidiaries.

In Meeting of Audit Committee dated February 23rd, 2017, the Committee appointed Mr. Sampan Puipiom as Secretary of Audit Committee and Head of Internal Audit Unit since he is experienced in the internal audit field and has extensive understanding about the nature of work of the company.

Qualifications of Head of Internal Audit Unit appears in Attachment 2.

Report of Audit Committee for the year 2019

Audit Committee of Sabina Public Company Limited, which is comprised of four independent directors (Miss Raweewan Pinyopanukul, Mr. Yuttana Adipat, Mr. Somchai Vanawit and Ms. Pensri Suteerasan), performed the critical duties assigned from the Board of Directors, i.e. reviewing of financial statement and information disclosure, reviewing of corporate governance, reviewing of internal control and internal audit, reviewing of conflict of interest among related parties, reviewing of risk assessment system, and appointment of auditors for the year 2020. There were four Audit Committee Meetings in 2019 (in one agenda in the fourth meeting, audit committee held the meeting with the company's auditor without the presence of the company's Management). Audit Committee's performance of duty in 2019 can be summarized as below:

1. Reviewing of quarterly financial statement and annual financial statements for the year 2019

Audit Committee reviewed quarterly financial statements and annual financial statements for the year 2019 which were prepared based on Thai Financial Reporting Standards (TFRS) consistent with International Financial Reporting Standards (IFRS) and complying with the laws and regulations, accounting standards and financial reporting standards set forth by the Securities Exchange Commission (SEC). In addition, Audit Committee held the meeting with the auditor without the presence of the company's Management.

2. Reviewing of corporate governance

Audit Committee reviewed and supervised to ensure that the company adhere to its article of association, regulations of Securities Exchange Commission (SEC), regulations of Stock Exchange of Thailand (SET), related laws, and principles of good governance, that disclosure of information and related party transactions according to the announcement of SEC and SET are done precisely, comprehensively, and timely, and that the company focuses on transparency and fairness in its business conduct.

3. Reviewing of internal control and internal audit system

Audit Committee reviewed the company's internal control system and found that the company's internal control system is appropriate and adequately rigorous. Audit Committee agreed to the company's annual audit plan and reviewed audit plan execution to ensure that the plan was accordingly implemented, as well as to follow up on the correction of control weaknesses previously found.

4. Reviewing of conflict of interests among connected parties

Audit Committee reviewed related party transactions and transactions with possible conflict of interests, including transactions or business arrangement between the company and directors, executive, or connected parties, according to the definition by the Stock Exchange of Thailand and related regulations on a quarterly basis and found that the company strictly complies with the regulations set forth by the Stock Exchange of Thailand and the principle of corporate governance, as well as discloses such transactions to SET accurately and timely.

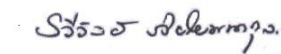
5. Reviewing of risk Assessment and management system

Audit Committee reviewed the company's risk assessment and management system by discussing with Management Board on a quarterly basis. Management Board assesses critical risk factors, probability of the occurrence, and severity of the impact to business so as to formulate the plan to prevent or management such risks if taking place.

6. Nomination of Auditor for the year 2020

Audit Committee selected and appointed AMT Associate Office to be a company's auditor, considering its satisfactory performance in the previous year. The committee reviewed qualifications of the auditor to ensure completeness and nominated to the Board of Director. The Meeting of Shareholders 2020 appointed Mrs. Nattsaruk Sarojnanchin, Mr. Chaiyuth Angsuwittaya, Ms. Daranee Somkumnerd and Ms. Jarunee Nuammea Certified Public Accountant No. 4563, 3885, 5007 and 5596 respectively, of AMT Associate Office to be a company's auditor for the year 2020.

On behalf of Audit Committee



(Miss Raweewan Pinyopanakul)

Chairman of Audit Committee



12. Related party transactions

12.1 Details of related party transactions between the company, its subsidiaries and persons with possible conflict

In 2019, Sabina Public Company Limited and Sabina Fareast Company Limited had related party transactions which may result in conflict of interest, some of which were disclosed by auditors in the Notes to Financial Statement 2018. Details of related party transactions categorized by nature of transactions are shown as follows:

Related companies	Nature of relationship	Nature of transaction	Amount (Million baht)	Opinion of Audit Committee/ Necessity and reasonableness of the transactions
Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Purchase material, such as fabric, lace, and rubber	17.19	<p>Goods purchased from Sabina Fareast Company Limited is offered with pricing and payment conditions similar to the goods purchased from other suppliers.</p> <p><u>Necessity of the transaction:</u> Generally, the company and its subsidiaries do not have the policy to collectively purchase materials through a subsidiary. Nevertheless, in the cases where bulk purchase results in bargained reduced price, the company and its subsidiaries will do so collective purchasing.</p> <p><u>Opinion of Audit Committee:</u> The transaction is considered a normal business transaction having market price as reference price. Payment condition is the same as the conditions of unrelated companies.</p>
		Purchase finished goods	-	



Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Sell finished goods	755.00	<p>The company' sales of goods and materials to Sabina Fareast Company Limited are normal business transactions with normal pricing and payment conditions.</p> <p><u>Necessity of the transaction:</u> The company manages production capacity of each production unit collectively. Thus, in the situation where the company has excess capacity while its subsidiary reaches full capacity, the company will buy material and produce the goods (undergarment) and sell finished goods to its subsidiary.</p> <p><u>Opinion of Audit Committee:</u> The transaction is considered a normal business transaction having market price as reference price. Payment condition is the same as the conditions of unrelated companies.</p>
		Sell material	-	



Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Revenue from undergarment sewing service	103.77	<p>The company offered sewing service to Sabina Fareast Company Limited as a normal business transaction with normal pricing and payment conditions.</p> <p><u>Necessity of the transaction:</u> The company does not mainly and continually offer sewing service to subsidiary. This transaction was temporarily offered because the company wanted to best utilize its excess capacity at the time.</p> <p><u>Opinion of Audit Committee:</u> The transaction is considered a normal hiring transaction having market price as reference price. Payment condition is the same as the conditions of unrelated companies.</p>
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Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Cost of Undergarment cutting	21.31	<p>The cost of undergarment cutting that the company compensated Sabina Fareast Company Limited for its cutting service has the same pricing and payment conditions as in the normal course of business.</p> <p><u>Necessity of the transaction:</u> The company manages production capacity of each production unit collectively. Thus, the company allocates undergarment cutting jobs to each and every production unit.</p> <p><u>Opinion of Audit Committee:</u> The transaction is considered a normal hiring transaction having market price as reference price. Payment condition is the same as the conditions of unrelated companies.</p>
Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Rental fee	0.23	<p>On Feb 15th, 2019, the company rented out the space in its Yasothorn factory to Sabina Fareast Company Limited, using rental fee in the nearby area as reference rate.</p> <p><u>Opinion of Audit Committee:</u> The transaction is considered a normal rental transaction having market rate as reference.</p>



Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Rental fee for office space and warehouse	1.71	On Jun 1 st , 2019, the company rented out its office space and warehouse space to Sabina Fareast Company Limited, using rental fee in the nearby area as reference rate. <u>Opinion of Audit Committee:</u> The transaction is considered a normal rental transaction having market rate as reference.
Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Dividend	223.07	The company received dividends from Sabina Fareast Company Limited.
Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Account receivables	353.20	Payment condition is similar to normal, non-related account receivables of Sabina Public Company Limited
		Account payables	2.47	Payment condition is similar to normal, non-related account payables of Sabina Public Company Limited <u>Opinion of Audit Committee:</u> The transaction is considered a normal business transaction with market reference. Payment condition is the same as the conditions set for unrelated companies.



Related companies	Nature of relationship	Nature of transaction	Amount (Million baht)	Opinion of Audit Committee/ Necessity and reasonableness of the transactions
Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Interest income	0.68	Interest income arose from the company's lending to Sabina Fareast Company Limited with interest rate of 3.00-5.00 % per annum, which is higher than fixed deposit rate offered by commercial banks.
Sabina Fareast Company Limited	Subsidiary, in which Sabina Public Company Limited holds 99.90% of its shares	Borrowing	104.00	The company had excess liquidity so it lent to Sabina Fareast Company Limited to repay the loans with other financial institutions.

12.2 Measures or approval processes for related party transactions (RPTs)

Board of Directors gave unanimous resolution that any transactions between the company and persons with possible conflicts must be brought to consideration and subject to approval by the Meeting of Board of Directors. The Meeting must be joined by Audit Committee to ensure that the transactions are treated fairly and reasonably with appropriate pricing policy that prioritizes the company's benefits. Directors with possible conflict of interest are prohibited from voting in such transactions.

12.3 Policy on or tendency of future related party transactions

Meeting of Board of Directors of Sabina Public Company Limited No. 11/2008 dated June 10th, 2008 resolved to determine the approval criteria for future related party transactions (RPTs) by categorizing into two RPT types, i.e. normal and frequent trading transactions and infrequent transactions, and to form the policy for future financial support. Details of the RPT approval are as follows:

1. Normal and frequent trading transactions

Normal trading transactions, such as purchase of material, are the transactions expected to frequently take place in the future as they are involved in normal business operations. The company determined criteria and guidelines in handling these transactions by ensuring that the terms and conditions for RPTs are compatible with non-RPT transactions, applying market (fair) prices and reasonable and verifiable conditions. In practice, Audit Committee is responsible for approving the RPT criteria and guidelines as well as for checking and reviewing RPTs periodically.

2. Special and infrequent transactions

Audit Committee is responsible for judging on reasonableness of the transactions and appropriateness of the pricing for special and infrequent transactions, such as sale and purchase of shares. If Audit Committee is not experienced in evaluating such transactions, the company will arrange to appoint independent expert or the company's auditor to investigate such transactions. Opinions of the expert or the auditor will be used to support approval decision to be made by the Board of Directors or the Meeting of Shareholders, as the case may be according to relevant regulations.

3. Policy on Financial Support

Policy on financial support in the future includes the granting of personal guarantee by major shareholder and/or the company's directors against bank loans of the company or its subsidiaries without guarantee fee and financial support from the company to its subsidiaries.

Future related party transactions must comply with the rules, regulations, and announcement made by Securities Exchange Commission and Stock Exchange of Thailand. Internal Audit Unit will randomly check related party transactions and present to Audit Committee in its regular meeting. Besides, the company will disclose related party transactions in audited Notes to Financial Statement in Form 56-1 and Form 56-2, consistent with generally accepted accounting standard.