



ANNUAL REPORT

Form 56-1 One Report

October 2021 - September 2022

Attachment



Attachment 1 - Information of Directors, Executives, Chief Officers in Accounting and Finance and Company Secretary

1. Board of Directors

Mr. Chainoi Puankosoom

Age 72 years

Chairman of the Board, Independent Director, Member of Audit Committee, Chairman of Compensation and Nomination Committee and Chairman of Corporate Governance and Sustainable Development Committee
(Date of Appointment as Director: 16 January 2017)

Education

- Master of Management (MM), Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor's Degree in Higher Accounting, California College of Commerce, USA

Training/Seminar

- The Role of Chairman in Leading Strategic Risk Oversight (2017), Thai Institute of Directors (IOD)
- The Role of the Chairman Program (RCP 33/2014), Thai Institute of Directors (IOD)
- Financial Institutions Governance Program (FGP 3/2011), Thai Institute of Directors (IOD)
- Directors Accreditation Program (DAP 63/2007), Thai Institute of Directors (IOD)

Work Experience

- 2021 - Present : Chairman of the Board, Independent Director, Member of Audit Committee, Chairman of Compensation and Nomination Committee and Chairman of Corporate Governance and Sustainable Development Committee, Frasers Property (Thailand) Public Company Limited
- 2017 - Apr 2019 : Chairman of the Audit Committee and Independent Director, Saphthip Company Limited
- 2017 - 2021 : Chairman of the Board of Directors, Independent Director, Member of Audit Committee, Chairman of Compensation Committee and Chairman of Corporate Governance Committee, Frasers Property (Thailand) Public Company Limited
- 2012 - Sep 2019 : Chairman of the Audit Committee, Chairman of the Corporate Governance Committee, Independent Director and Member of the Compensation and Nomination Committee, Golden Land Property Development Public Company Limited
- 2017 - Jan 2019 : Independent Director, Member of Audit Committee and Member of the Human Resource and Remuneration Committee, Demeter Corporation Public Company Limited
- 2016 - 2018 : Director - Circulation Fund of the Comptroller General's Department, Ministry of Finance
- 2011 - 2018 : Director, The Energy Fund Administration Institute (Public Organization), Ministry of Energy
- 2009 - 2018 : Director, Petroleum Institute of Thailand

- 2010 - 2016 : Director, Committee on State Enterprises Evaluation, Ministry of Finance
- 2013 - 2014 : Chairman of the Board of Directors, IRPC Public Company Limited
- 2010 - 2012 : Chairman of Executive Committee, The Industrial Environment Institute of The Federation of Thai Industries
- 2008 - 2010 : President & Chief Executive Officer, PTT Aromatics & Refining Public Company Limited
- 2008 - 2010 : Senior Executive Vice President, PTT Public Company Limited
- 2007 - 2008 : President - PTT Aromatics & Refining Public Company Limited
- 2004 - 2007 : Executive Vice President, PTT Public Company Limited
- 2004 - 2007 : CEO, Rayong Refinery Public Company Limited
- 2004 - 2007 : Co-CEO, Alliance Refining Public Company Limited
- 1984 - 2004 : Deputy Managing Director, Thai Oil Public Company Limited
- 1974 - 1984 : Country Financial Manager, Chase Manhattan Bank, Bangkok Branch

Other directorship position / Other positions at present

- Other listed companies
 - Chairman Directors and Independent Director, Tipco Asphalt Public Company Limited
 - Independent Director, Chairman of Audit Committee, Member of the Nomination, Remuneration and Corporate Governance Committee, Prima Marine Public Company Limited
- Non-listed companies
 - Chairman of the Board of Directors, TRA Land Development Company Limited
 - Director, Member of Executive Committee, Member of Risk Management Committee and Member of Business Restructuring Subcommittee, National Power Supply Public Company Limited

Shareholding proportion in the Company : 5,000 Shares
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Assoc. Prof. Tithiphan Chuerboonchai

Age 69 years

Independent Director, Chairman of Audit Committee, Member of Corporate Governance and Sustainable Development Committee and Member of Risk Management Committee

(Date of Appointment as Director: 24 April 2017)

Education

- Master of Business Administration, Thammasat University
- Master of Laws (LL.M.), Harvard Law School, USA
- Barrister-at-Law, The Institute of Thai Bar Association
- Bachelor of Laws (First Class Honors), Chulalongkorn University

Training/Seminar

- Advanced Audit Committee Program (AACP 32/2019), Thai Institute of Directors (IOD)
- Risk Management Program for Corporate Leaders (RCL 17/2019), Thai Institute of Directors (IOD)
- Financial Statement for Directors (FSD 40/2019) Thai Institute of Directors (IOD)
- Financial Institutions Governance Program (FGP 3/2011), Thai Institute of Directors (IOD)
- Directors Certification Program (DCP 2000), Thai Institute of Directors (IOD)
- Corporate Responsibilities and Practices in Anti-Corruption Seminar
- Roles of Executives to Establishing Corruption Protection Mechanism Seminar
- IOD National Director Conference 2022 - Wisdom for Future: Harmonizing the Diverse Boards Seminar

Work Experience

- 2017 - Present : Independent Director, Chairman of Audit Committee, Member of Corporate Governance and Sustainable Development Committee and Member of Risk Management Committee, Frasers Property (Thailand) Public Company Limited
- 2017 - 2020 : Member of Nomination Committee Frasers Property (Thailand) Public Company Limited

- 1995 - 2018 : Director, Law and Development Research Center, Faculty of Law, Chulalongkorn University
- 2010 - 2013 : Independent Director and Member of Audit Committee, Siam City Bank Public Company Limited
- 1978 - 2013 : Lecturer of the Faculty of Law, Chulalongkorn University
- 2001 - 2009 : Dean of the Faculty of Law, Chulalongkorn University
- 2000 - 2001 : Assistant to the President, Chulalongkorn University

Other directorship position / Other positions at present

- Other listed companies
 - Independent Director, Member of the Corporate Governance Committee and Member of the Risk Management Committee, Asset World Corp Public Company Limited
 - Independent Director, Member of Audit Committee, Chairman of the Corporate Governance Committee, Univentures Public Company Limited
- Non-listed companies
 - Independent Director, Chairman of Audit Committee, and Member of Nomination and Compensation Committee, United Overseas Bank (Thai) Public Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Mr. Panote Sirivadhanabhakdi

Age 45 years

Chairman of the Executive Committee, Director, Authorized Director, Member of Compensation and Nomination Committee and Member of Risk Management Committee
(Date of Appointment as Director: 16 January 2017)

Education

- Master of Science in Analysis, Design and Management of Information System, The London School of Economics and Political Science, The United Kingdom
- Bachelor of Science in Manufacturing Engineering, Boston University, USA
- Certificate in Industrial Engineering and Economics, Massachusetts University, USA

Training/Seminar

- Directors Certification Program (DCP 46/2004), Thai Institute of Directors (IOD)
- Directors Accreditation Program (DAP 10/2004), Thai Institute of Directors (IOD)
- Finance for Non-Finance Directors (FND 10/2004), Thai Institute of Directors (IOD)

Work Experience

- 15 Aug 2022 - Present : Director, Must Be Company Limited
- 31 Aug 2022 - Present : Director, Sirivadhanabhakdi Company Limited
- 13 Dec 2021 - Present : Director, Frasers Property Corporate Services (Thailand) Company Limited
- 8 Nov 2021 - Present : Director, Siribhakhitham Company Limited
- 27 Sep 2021 - Present : Director, Quantum Innovation Company Limited
- 2014 - Present : Chairman of the Executive Committee, Director, Member of Compensation and Nomination Committee, Member of Risk Management Committee and Member of Corporate Governance and Sustainable Development Committee, Frasers Property (Thailand) Public Company Limited
- 2014 - 2022 : Director, Lakeview Golf and Yacht Club Company Limited
- 2017 - 2019 : Director, Siridamrongdham Company Limited
- 2015 - 2020 : Director, Bhakdivattana Company Limited
- 2015 - 2020 : Director, Frasers Property Commercial Asset Management (Thailand) Company Limited
- 2015 - 2020 : Director, FKA Univentures REIT Management Company Limited
- 2015 - 2020 : Director, TCC Holdings (2519) Company Limited
- 2017 - 2019 : Director, Sub Somboon Property Plus Company Limited
- 2010 - 2019 : Director, North Park Real Estate Company Limited
- 2010 - 2019 : Director, North Park Golf and Sports Club Company Limited
- 2009 - 2019 : Director, Nongkhai Country Golf Club Company Limited
- 2011 - 2018 : Director, TCC Trade and Convention Center Company Limited
- 2017 - 2018 : Director, Fah Parthan Pandinthong Company Limited
- 2017 - 2018 : Director, One Bangkok Holdings Company Limited
- 2014 - 2018 : Director, Tonic International Company Limited
- 2012 - 2017 : Director, TCC Phumipat Company Limited
- 2007 - 2017 : Director, Paksong Capital Development Company Limited
- 2007 - 2017 : Director and Executive Director, Siam Food Products Public Company Limited
- 2005 - 2017 : Director and Executive Director, Berli Jucker Public Company Limited
- 2013 - 2016 : Chief Executive Officer, Univentures Public Company Limited
- 2006 - 2016 : Director, Siriwana Company Limited
- 2013 - 2015 : Director, Thip Sukhothai Bio-Tech Company Limited
- 2013 - 2015 : Director, Thip Suphanburi Bio Energy Company Limited
- 2008 - 2015 : Director, Thip Sukhothai Bio Refinery Company Limited
- 2011 - 2015 : Director, Thip Nakhonsawan Bio Energy Company Limited
- 2008 - 2015 : Director, Thip Kampangpetch Bio Energy Company Limited
- 2008 - 2015 : Director, Thip Nakhonsawan Sugar Industry Company Limited
- 2006 - 2015 : Director, Thip Kampangpetch Sugar Industry Company Limited
- 2006 - 2015 : Director, The Suphanburi Sugar Industry Company Limited
- 2008 - 2014 : Director, TCC Corporation Company Limited
- 2008 - 2014 : Director, TCC Land Retail Company Limited
- 2005 - 2014 : Director, TCC Land Company Limited
- 2011 - 2013 : Director, Wattanapat Trading Company Limited
- 2011 - 2013 : Director, Oishi Group Public Company Limited
- 2009 - 2013 : Director, Prideeprapa Company Limited
- 2008 - 2013 : Director, TCC Real Estate Development Company Limited
- 2007 - 2013 : Director, TCC Hotel Group Company Limited
- 2004 - 2013 : Director, Golden Wealth Company Limited
- 2011 - 2012 : Director, Bang pa-In Paper Mill Industry Company Limited
- 2010 - 2012 : Director, Ack Realty Company Limited
- 2010 - 2012 : Director, TCCL 1 Company Limited
- 2010 - 2011 : Director, Thippatana Arcade Company Limited
- 2010 - 2011 : Director, T.C.C. Commercial Property Management Company Limited

Other directorship position / Other positions at present

- Other listed companies
 - Director, Vice Chairman, Member of the Remuneration and Nomination Committee and Member of the Corporate Governance Committee, Univentures Public Company Limited
- Non-listed companies
 - Chairman of the Board of Directors, Golden Land Property Development Public Company Limited
 - Director and Group Chief Executive Officer, Frasers Property Limited
 - Director, Frasers Assets Company Limited
 - Director, Norm Company Limited
 - Director, NORM (2019) Company Limited
 - Director, Quantum Trading Company Limited
 - FKA Buriram Development Company Limited
 - Director, Terragro Fertilizer Company Limited
 - Director, NY Property Development Company Limited
 - Director, Namjai Thaibev (Social Enterprise) Company Limited
 - Director, Asian Capital Company Limited
 - Director, Vadhnanabhakdi Company Limited
 - Director, Kasemsubbhakdi Company Limited
 - Director, Frasers Property Holdings (Thailand) Company Limited
 - Director, Quantum Capital Development Company Limited
 - Director, One Bangkok Company Limited
 - Director, TCC Assets (Thailand) Company Limited
 - Director, Kasemsubsiri Company Limited
 - Director, SMJC Development Company Limited
 - Director, TCC Exhibition and Convention Center Company Limited
 - Director, N.C.C. Exhibition Organizer Company Limited
 - Director, N.C.C. Management and Development Company Limited
 - Director, N.C.C. Image Company Limited
 - Director, F & B International Company Limited
 - Director, Chiva-Som International Health Resort Company Limited
 - Director, The Cha-Am Yacht Club Hotel Company Limited
 - Director, Adelfos Company Limited
 - Director, Thai Beverage Public Company Limited
 - Director, Cristalla Company Limited
 - Director, Plantheon Company Limited
 - Director, Beerthip Brewery (1991) Company Limited
 - Director, Kankwan Company Limited
 - Director, T.C.C. Technology Company Limited
 - Director, International Beverage Holdings Limited
 - Director, International Beverage Holdings (UK) Limited
 - Director, International Beverage Holdings (China) Limited
 - Director, InterBev (Singapore) Limited
 - Director, Blairmhor Distillers Limited
 - Director, Blairmhor Limited
 - Vice Chairman, Theparunothai Company Limited
 - Vice Chairman, Sura Bangyikhan Company Limited
 - Vice Chairman, Athimart Company Limited
 - Vice Chairman, S.S. Karnsura Company Limited
 - Director, Frasers Logistics & Industrial Asset Management Pte Ltd., Manager of Frasers Logistics & Industrial Trust (REIT/Trust)
 - Director, Frasers Hospitality Asset Management Pte Ltd., Manager of Frasers Hospitality Real Estate Investment Trust (REIT/Trust)
 - Director, Frasers Hospitality Trust Management Pte Ltd., Manager of Frasers Hospitality Business Trust (REIT/Trust)

Shareholding proportion in the Company : None (as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries :

Brother-in-law of Mr. Chotiphat Bijananda, the Company's director

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Mr. Chali Sophonpanich

Age 61 years

Director and Authorized Director

(Date of Appointment as Director: 30 March 2005)

Education

- Master of Business Administration (Finance),
University of Chicago, USA
- Bachelor of Engineering, Brown University, USA

Training/Seminar

- Corporate Governance for Capital Market Intermediaries
(CGI 7/2015), Thai Institute of Directors (IOD)
- Directors Accreditation Program (DAP 40/2005),
Thai Institute of Directors (IOD)

Work Experience

- 2005 - Present : Director, Frasers Property (Thailand)
Public Company Limited
- 1998 - Present : Chairman, Asia Plus Group Holdings
Public Company Limited

Other directorship position / Other positions at present

- Non-listed companies
 - Director, Asia Industrial Estate Company Limited
 - Chairman of the Board, A.C.L. Leasing Company Limited
 - President, City Realty Company Limited
 - Director, TRA Land Development Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

**Familial relationship with other directors, executives,
major shareholders and subsidiaries :** None

**Criminal records on violation of securities
and futures contract laws :** None

**Position in other entity doing business of a similar nature
competing with the Company which may cause conflicts
of interest :** None

Mr. Chotiphat Bijananda

Age 59 years

Chairman of the Risk Management Committee, Director and Authorized Director
(Date of Appointment as Director: 16 January 2017)

Education

- Master of Business Administration, Finance and Banking, University of Missouri, USA
- Bachelor of Laws, Thammasat University

Training/Seminar

- Directors Certification Program (DCP 155/2012), Thai Institute of Directors (IOD)

Work Experience

- 28 Jun 2022 - Present : Member of Risk Management Committee, Thai Group Holdings Public Company Limited
- 23 Sep 2021 - Present : Director, Corporate Transformation Committee, Thai Group Holdings Public Company Limited
- May 2021 - Present : Director, Chairman of Executive Board, Siam Food Products Public Company Limited
- 9 Aug 2019 - Present : Member of the Nomination and Remuneration Committee, Thai Group Holdings Public Company Limited
- 2018 - Present : Vice Chairman, Member of Compensation Committee and Member of Nominating and Corporate Governance Committee, Sermasuk Public Company Limited
- 29 Jun 2018 - Present : Director, Thai Group Holdings Public Company Limited
- 11 Jul 2018 - Present : Chairman of Executive Board, Thai Group Holdings Public Company Limited
- 2020 - Present : Director, Chairman of Risk Management Committee, Frasers Property (Thailand) Public Company Limited
- 2017 - 2020 : Director, Chairman of Risk Management Committee and Member of Nomination Committee, Frasers Property (Thailand) Public Company Limited
- 2016 - 2018 : Director, Big C Supercenter Public Company Limited
- 2000 - 2007 : Head of Investment Banking, Deutsche Bank Thailand
- 1995 - 2000 : Head of Corporate Banking, Local Corporate Team, JP Morgan Chase, Bangkok / Hong Kong
- 1990 - 1995 : Relationship Manager, Local Corporate Team, Bank of America Thailand
- 1988 - 1990 : Relationship Manager, TISCO Securities Company Limited

Other directorship position / Other positions at present

- Non-listed companies
 - Director, Frasers Property (Australia) Company Limited
 - Director, Frasers Property Company Limited
 - Director, Frasers and Neave Limited
 - Director and Vice Chairman No. 2, Sermasuk Public Company Limited
 - Chairman, Sentricks Consulting Company Limited
 - Chairman, ME Innovation Service Company Limited
 - Chairman, Siam Food (2513) Company Limited
 - Chairman, Thai Wellness Living Company Limited
 - Chairman, Rod Dee Det Auto Company Limited
 - Chairman, Southeast Money Company Limited
 - Chairman, Southeast Money Retail Company Limited
 - Chairman, Southeast Property Company Limited
 - Director, Pholmankhong Business Company Limited
 - Chairman, S Sofin Company Limited
 - Director, TCC Assets (Thailand) Company Limited
 - Chairman, OHCHO Company Limited
 - Chairman, Southeast Advisory Company Limited
 - Chairman, Permsub Siri 3 Company Limited
 - Chairman, Permsub Siri 5 Company Limited
 - Chairman, Southeast Academic Center Company Limited
 - Chairman, DL Engineering Solutions Company Limited
 - Chairman, Suansilp Pattana 1 Company Limited
 - Chairman, TCC Privilege Card Company Limited
 - Chairman, Southeast Joint Venture Company Limited
 - Chairman, Concept Land 5 Company Limited
 - Chairman, Asiatic House Company Limited
 - Director, Frasers Centerpoint Limited
 - Chairman, Pattana Bovornkij 4 Company Limited
 - Vice Chairman / Chairman of the Investment Committee / Chairman of the Risk Management Committee / Acting of Chief Executive Officer, Southeast Life Insurance Public Company Limited
 - Vice Chairman / Chairman of the Risk Management Committee / Acting of Chairman of the Executive Board, Southeast Capital Company Limited
 - Director, Tep Nimitr Thanakorn (2001) Company Limited
 - Chairman, Pro Garage Company Limited
 - Director, Charm Corp Circle Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : Husband of elder sister of Mr. Panote Sirivadhanabhakdi, the Company's director

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Mr. Chatchaval Jiaravanon

Age 60 years

Independent Director, Member of Audit Committee and Member of Compensation and Nomination Committee

(Date of Appointment as Director: 28 June 2001)

Education

- Bachelor of Business Administration, University of Southern California, USA

Training/Seminar

- Directors Accreditation Program (DAP 71/2008), Thai Institute of Directors (IOD)
- Corporate Governance for Capital Market Intermediaries (CGI 13/2016), Thai Institute of Directors (IOD)
- Executive Course (9), Capital Market Academy, The Stock Exchange of Thailand

Work Experience

- 2020 - Present : Member of Compensation and Nomination Committee, Frasers Property (Thailand) Public Company Limited
- 2003 - Present : Independent Director and Member of Audit Committee, Frasers Property (Thailand) Public Company Limited
- 2017 - 2020 : Chairman of Nomination Committee, Member of Compensation Committee, Frasers Property (Thailand) Public Company Limited
- 1990 - 2018 : Director, Metro Machinery Company Limited
- 2009 - Feb 2017 : Director, True Internet Corporation Company Limited
- 2013 - 2014 : Director, Picnic Corporation Public Company Limited
- 2010 - 2013 : Director, Amanah Leasing Public Company Limited
- 2009 - 2013 : Chairman of the Board, ACL Securities Company Limited

Other directorship position / Other positions at present

- Other listed companies
 - Director and Managing Director - Group Investment, TRUE Corporation Public Company Limited
 - Director, Member of Executive Committee and Chairman of Risk Management Committee, WP Energy Public Company Limited
 - Independent Director, SVI Public Company Limited
 - Chairman, Finansia Syrus Securities Public Company Limited
 - Director, AEON Thana Sinsap (Thailand) Public Company Limited
- Non-listed companies
 - Chairman, Thai Kodama Company Limited
 - Director, ECHO Autoparts (Thailand) Company Limited
 - Director, WP Gas Company Limited
 - Director, WP Solutions Company Limited
 - Director, WP Solar Company Limited
 - Director, Zaap Party Company Limited
 - Director, The Ultrawealth Group Company Limited
 - Vice chairman and Treasurer, AEON Thailand Foundation
 - Member of Corporate Advisory Board Marshall School Business, University of Southern California

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Mr. Chai Vinichbutr

Age 47 years

Director and Authorized Director

(Date of Appointment as Director: 13 November 2012)

Education

- Bachelor Degree in Business Administration, Boston University, USA

Training/Seminar

- Directors Accreditation Program (DAP 64/2007), Thai Institute of Directors (IOD)

Work Experience

- 2012 - Present : Director, Frasers Property (Thailand) Public Company Limited
- 2020 - Present : Director, Rojana Energy Company Limited
- 2015 - Jan 2017 : Director, TICON Logistics Park Company Limited
- 2012 - Jan 2017 : Director, ECO Industrial Services Company Limited
- 2015 - 2016 : Director, TICON Management Company Limited
- 2015 - 2016 : Director, TICON (HK) Limited

Other directorship position / Other positions at present

- Other listed companies
 - Director, Rojana Industrial Park Public Company Limited
- Non-listed companies
 - Director, TRA Land Development Company Limited
 - Director, Rojana Power Company Limited
 - Director, Rachakarn Asset Management Company Limited
 - Director, Sakura Shuji Rojana Medical Company Limited
 - Director, BIG Rojana TJG Gas Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Mr. Sithichai Chaikriangkrai

Age 68 years

Director, Authorized Director and Member of the Executive Committee

(Date of Appointment as Director: 13 December 2019)

Education

- Mini MBA, Leadership Management, Kasetsart University
- Bachelor of Accountancy (First Class Honors), Thammasat University
- Diploma in Computer Management, Chulalongkorn University

Training/Seminar

- DCP Refresher Course (2/2006), Thai Institute of Directors (IOD)
- Director Certification Program (DCP 26/2003), Thai Institute of Directors (IOD)

Work Experience

- Mar 2022 - Present : Director, Thai Group Holdings Public Company Limited
- 2020 - Present : Member of the Executive Committee, Frasers Property (Thailand) Public Company Limited
- 2019 - Present : Director, Frasers Property (Thailand) Public Company Limited
- 2007 - Present : Director, Univentures (Thailand) Public Company Limited
- 2018 - Present : Director, Member of the Executive Committee, Member of the Risk Management Committee and Member of the Corporate Governance Committee, Asset World Corp Public Company Limited
- 2012 - Aug 2020 : Director and Member of the Executive Committee, Golden Land Public Company Limited
- 2011 - Present : Director and Vice Chairman No.2 of the Executive Committee, Serm Suk Public Company Limited

- 2007 - Present : Director and Vice Chairman No.2, Siam Food Products Public Company Limited
- 2006 - Present : Director and Vice Chairman No.1 of the Executive Committee, Oishi Group Public Company Limited
- 2001 - Present : Director and Member of the Executive Committee, Berli Jucker Public Company Limited

Other directorship position / Other positions at present

- Non-listed companies in Thailand
 - Director, Frasers Property Commercial Asset Management (Thailand) Company Limited FKA Univentures REIT Management Company Limited
 - Director, Eastern Seaboard Industrial Estate (Rayong) Company Limited
 - Director, Frasers and Neave Limited
 - Director and Senior Executive Vice President, Thai Beverage Public Company Limited
 - Director, Frasers Property Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Mrs. Busaya Mathelin

Age 62 years

Independent Director

(Date of Appointment as Director: 13 January 2021)

Education

- Bachelor of Arts (French) (First Class Honours, Gold Medal), Chulalongkorn University
- Master of Arts (Political Science), University of Michigan, USA
- Master of Arts (Asian Studies), University of Michigan, USA

Training/Seminar

- The Civil Service Executive Development Program (Class No. 51, 2016), Office of the Civil Service Commission
- Listed Entity Director (LED) Program (Module 1, 2, 3, 4) Singapore Institute of Directors (SID)
- Director Certification Program (DCP304/2021)
- IOD National Director Conference 2022 - Wisdom for Future: Harmonizing the Diverse Boards
- The Global Network of Director Institutes (GNDI)
- When Profitability Meets Sustainability: How Business Makes a Positive Impact
- Director's Briefing: Leadership that Shapes the Future
- Independent Director Forum 1/2021: It's Time for Board Meeting Reformation
- Director's Briefing: Geopolitical Risk and Opportunity Seminar

Work Experience

- Dec 2021 - Present : Member of the Board, Thailand Foundation
- Jan 2021 - Present : Independent Director, Frasers Property (Thailand) Public Company Limited
- Jan 2021 - Present : Independent Director, Thai Beverage Public Company Limited
- Mar 2021 - Present : Advisor, International Studies Center, Ministry of Foreign Affairs of Thailand
- Dec 2020 - Present : Advisor, Devawongse Varopakarn Institute of Foreign Affairs, Ministry of Foreign Affairs of Thailand

- Oct 2020 - Sep 2022 : Member, National Strategy Drafting Committee on Security
- Jan 2017 - Jan 2021 : Expert Member, Chulabhorn Royal Academy Council
- 2016 - Sep 2020 : Permanent Secretary, Ministry of Foreign Affairs of Thailand
- 2015 - 2016 : Ambassador of Thailand to Belgium and Luxembourg
- 2015 - 2016 : Ambassador and Head of Mission of Thailand to the European Union
- 2013 - 2015 : Ambassador of Thailand to Spain
- 2012 - 2013 : Ambassador of Thailand to Senegal
- 2010 - 2012 : Director-General of European Affairs Department, Ministry of Foreign Affairs of Thailand

Other directorship position / Other positions at present

- Non-listed companies in Thailand: None

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

Mr. Thanapol Sirithanachai

Age 55 years

Director, Authorized Director, Member of the Executive Committee, Member of Corporate Governance and Sustainable Development Committee and Member of Risk Management Committee**(Date of Appointment as Director: 13 January 2021)****Education**

- Master of Business Administration, The University of Texas at Austin, Texas, USA
- Bachelor of Engineering, Chulalongkorn University
- Bachelor of Law, Sukhothai Thammathirat Open University, Thailand

Training/Seminar

- Director Certification Program (DCP 39/2004)
- Director Accreditation Program (DAP 10/2004)
- Audit Committee Program (ACP 39/2012)
- National Defense Course, Thailand National Defense College (Thai NDC) Class 61
- The LeadershipACT Program (LeadershipACT 1/2022), Slingshot Group, Bangkok, Thailand
- Thai-Chinese Leadership Studies (TCL 1/2018), Huachiew Chalermprakiet University, Bangkok, Thailand
- The Berkeley Executive Coaching Certificate Program at Berkley Executive Coaching Institute (BECI/2016), Berkeley Executive Coaching Institute
- Top Executive Program in Commerce and Trade (TEPCoT8), University of the Thai Chamber of Commerce, Bangkok, Thailand
- Difference 2014 Program (ABC 2/2014), Sripatum University, Bangkok, Thailand
- Poompalungpandin Program (PPL 2/2013), Chulalongkorn University, Bangkok, Thailand
- TLCA Leadership Development Program (LDP 3/2014), Thai Listed Companies Association
- TLCA Executive Development Program (EDP 9/2012), Thai Listed Companies Association
- Capital Market Academy Leadership Program (CMA 7/2008), Capital Market Academy
- Advanced Certificate Course in Public Economics Management for Executives (KPI 6/2007), King Prajadhipok's Institute

Work Experience

- 2021 - Present : Director/ Member of the Executive Committee/ Member of Corporate Governance and Sustainable Development Committee, and Member of Risk Management Committee, Fraser's Property (Thailand) Public Company Limited
- Oct 2020 - Present : Chief Executive Officer, Fraser's Property Commercial (Thailand)
- Aug 2020 - Present : Country Chief Executive Officer, Fraser's Property (Thailand) Public Company Limited
- 2016 - 2020 : Corporate Governance Committee, Golden Land Property Development Public Company Limited
- 2014 - 2020 : Chairman of Risk Management Committee, Golden Land Property Development Public Company Limited

- 2012 - 2020 : Executive Committee/ Director/ and President, Golden Land Property Development Public Company Limited
- 2003 - 2012 : Director/ Executive Director/ Univentures Public Company Limited
- 2001 - 2003 : Senior Vice President - Asset Sales Management Division, Bank of Asia Public Company Limited (Now is UOB Thai)
- 1998 - 2001 : Executive Vice President/ Director/ Executive Committee, Sansiri Public Company Limited

Other directorship position / Other positions at present

- Other listed companies
 - None -
- Non-listed companies
 - Director, Kasemsubbhakdi Company Limited
 - Director, Krungthep Land Company Limited
 - Director, First Square Company Limited
 - Director, Prime Plus Asset Company Limited
 - Director, Regal Region Company Limited
 - Director, Sidewalk Land Company Limited
 - Director, Golden Land Residence Company Limited
 - Director, Golden Habitation Company Limited
 - Director, Golden Land (Mayfair) Company Limited
 - Director, Golden Land Polo Company Limited
 - Director, Golden Property Services Company Limited
 - Director, Grand Mayfair Company Limited
 - Director, Grand Paradise Property Company Limited
 - Director, MSGI Property Company Limited
 - Director, Narayana Pavilion Company Limited
 - Director, North Sathorn Realty Company Limited
 - Director, Ritz Village Company Limited
 - Director, Sathorn Supsin Company Limited
 - Director, Sathorn Thong Company Limited
 - Director, United Homes Company Limited
 - Director, Walker Homes Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Criminal records on violation of securities and futures contract laws : None

Position in other entity doing business of a similar nature competing with the Company which may cause conflicts of interest : None

2. Management Team

For the fiscal period ended 30 September 2022, the executive management team of Frasers Property (Thailand) Public Company Limited comprises the following members:

Name	Position
1. Mr. Thanapol Sirithanachai	Country Chief Executive Officer, Frasers Property (Thailand) Public Company Limited and Chief Executive Officer, Frasers Property Commercial (Thailand)
2. Mr. Saenphin Sukhee	Chief Executive Officer, Frasers Property Home (Thailand)
3. Mr. Sopon Racharaksa	Chief Executive Officer, Frasers Property Industrial (Thailand)
4. Mr. Somboon Wasinchutchawal	Chief Financial Officer, Frasers Property (Thailand) Public Company Limited
5. Mr. Supparat Sivapetchranat Singhara Na Ayutthaya	Chief Technology and Digital Officer, Frasers Property (Thailand) Public Company Limited

Mr. Thanapol Sirithanachai

Age 55 years

Director, Authorized Director, Member of the Executive Committee, Member of Corporate Governance and Sustainable Development Committee and Member of Risk Management Committee

(Date of Appointment as Director: 13 January 2021)

Education

- Master of Business Administration, The University of Texas at Austin, Texas, USA
- Bachelor of Engineering, Chulalongkorn University
- Bachelor of Law, Sukhothai Thammathirat Open University, Thailand

Training/Seminar

- Director Certification Program (DCP 39/2004)
- Director Accreditation Program (DAP 10/2004)
- Audit Committee Program (ACP 39/2012)
- National Defense Course, Thailand National Defense College (Thai NDC) Class 61
- The LeadershipACT Program (LeadershipACT 1/2022), Slingshot Group, Bangkok, Thailand
- Thai-Chinese Leadership Studies (TCL 1/2018), Huachiew Chalermprakiet University, Bangkok, Thailand
- The Berkeley Executive Coaching Certificate Program at Berkeley Executive Coaching Institute (BECI/2016), Berkeley Executive Coaching Institute
- Top Executive Program in Commerce and Trade (TEPCoT8), University of the Thai Chamber of Commerce, Bangkok, Thailand
- Difference 2014 Program (ABC 2/2014), Sripatum University, Bangkok, Thailand
- Poornpalungpandit Program (PPL 2/2013), Chulalongkorn University, Bangkok, Thailand
- TLCA Leadership Development Program (LDP 3/2014), Thai Listed Companies Association
- TLCA Executive Development Program (EDP 9/2012), Thai Listed Companies Association
- Capital Market Academy Leadership Program (CMA 7/2008), Capital Market Academy
- Advanced Certificate Course in Public Economics Management for Executives (KPI 6/2007), King Prajadhipok's Institute

Work Experience

- 2021 - Present : Director, Member of the Executive Committee, Member of Corporate Governance and Sustainable Development Committee, and Member of Risk Management Committee, Frasers Property (Thailand) Public Company Limited
- Oct 2020 - Present : Chief Executive Officer, Frasers Property Commercial (Thailand)
- Aug 2020 - Present : Country Chief Executive Officer, Frasers Property (Thailand) Public Company Limited
- 2016 - 2020 : Corporate Governance Committee, Golden Land Property Development Public Company Limited

- 2014 - 2020 : Chairman of Risk Management Committee, Golden Land Property Development Public Company Limited
- 2012 - 2020 : Executive Committee, Director, and President, Golden Land Property Development Public Company Limited
- 2003 - 2012 : Director, Executive Director, Univentures Public Company Limited
- 2001 - 2003 : Senior Vice President – Asset Sales Management Division, Bank of Asia Public Company Limited (Now is UOB Thai)
- 1998 - 2001 : Executive Vice President/ Director / Executive Committee, Sansiri Public Company Limited

Other directorship position / Other positions at present

- Other listed companies
 - None -
- Non-listed companies
 - Director, Kasemsubbhakdi Company Limited
 - Director, Krungthep Land Company Limited
 - Director, First Square Company Limited
 - Director, Prime Plus Asset Company Limited
 - Director, Regal Region Company Limited
 - Director, Sidewalk Land Company Limited
 - Director, Golden Land Residence Company Limited
 - Director, Golden Habitation Company Limited
 - Director, Golden Land (Mayfair) Company Limited
 - Director, Golden Land Polo Company Limited
 - Director, Golden Property Services Company Limited
 - Director, Grand Mayfair Company Limited
 - Director, Grand Paradise Property Company Limited
 - Director, MSGL Property Company Limited
 - Director, Narayana Pavilion Company Limited
 - Director, North Sathorn Realty Company Limited
 - Director, Ritz Village Company Limited
 - Director, Sathorn Supsin Company Limited
 - Director, Sathorn Thong Company Limited
 - Director, United Homes Company Limited
 - Director, Walker Homes Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Mr. Saenphin Sukhee

Age 58 years

Chief Executive Officer, Frasers Property Home (Thailand)

(Date of Appointment: 1 October 2020)

Education

- Master of Business Administration (MBA Executive), Chulalongkorn University
- Bachelor of Commerce, Thammasat University

Training/Seminar

- Directors Certification Program (DCP 190/2014), Thai Institute of Directors (IOD)
- Capital Market Leadership Program (CMA 21, 2017-2018), Capital Market Academy
- Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives Rationale (Class 21, 2017-2018), King Prajadhipok's Institute
- The Programme of Senior Executive on Justice Administration (Batch 23, 2018-2019), National Justice Academy, Judicial Training Institute
- The National Defense Course (Batch 62, 2019-2020), Thailand National Defense College
- Thai-Chinese Leadership Studies (TCL) (Batch 4, 2021-2022), Thai-Chinese Leadership Institute, Huachiew Chalermprakiet University

Work Experience

- Oct 2020 - Present : Chief Executive Officer, Frasers Property Home (Thailand)
- 2014 - Nov 2020 : Risk Management Committee, Golden Land Property Development Public Company Limited
- 2013 - Nov 2020 : Executive Committee and Executive Managing Director, Golden Land Property Development Public Company Limited
- Dec 2019 - Sep 2020 : Chief Executive Officer, Golden Land Residence Company Limited
- Jan 2018 - Nov 2019 : Executive Managing Director - Residential Business Development, Golden Land Residence Company Limited

- Feb 2013 - Dec 2017 : Managing Director - Residential Business Development, Golden Land Residence Company Limited
- 2009 - 2012 : Managing Director, Casaville Company Limited
- 2009 - 2012 : Assistant Managing Director, Quality House Public Company Limited
- 2006 - 2008 : Senior Vice President - Housing Project, Quality House Public Company Limited
- 2002 - 2005 : Vice President - Condominium Project, Quality House Public Company Limited

Other directorship position / Other positions at present

- Other listed companies
 - None -
- Non-listed companies
 - Director, Krungthep Land Company Limited
 - Director, First Square Company Limited
 - Director, Prime Plus Asset Company Limited
 - Director, Regal Region Company Limited
 - Director, Sidewalk Land Company Limited
 - Director, Golden Land Residence Company Limited
 - Director, United Homes Company Limited
 - Director, Ritz Village Company Limited
 - Director, Walker Homes Company Limited
 - Director, Grand Paradise Property Company Limited
 - Director, Golden Habitation Company Limited

Shareholding proportion in the Company : None

(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Mr. Sapon Racharaksa

Age 50 years

Chief Executive Officer, Frasers Property Industrial (Thailand)

(Date of Appointment: 1 October 2020)

Education

- Master of Public Administration, National Graduate Institute for Policy Studies, Japan
- Master of Economics, Michigan State University, USA
- Bachelor of Economics, Thammasat University

Training/Seminar

- Director Certification Program (DCP 282/2019), Thai Institute of Directors (IOD)
- Boardroom Success through Financing & Investment (BFI 5/2018), Thai Institute of Directors (IOD)
- Business Development, Industry and Investment for Top Executives (2/2015), Institute of Business and Industrial Development (IBID)

Work Experience

- Oct 2020 - Present : Chief Executive Officer, Frasers Property Industrial (Thailand)
- 2017 - Sep 2020 : President, Frasers Property (Thailand) Public Company Limited
- 2018 - Aug 2020 : Acting Chief Executive Officer, Frasers Property (Thailand) Public Company Limited
- 2015 - 2016 : Managing Director, T.C.C. Land Development Company Limited
- 2012 - 2015 : Assistant Deputy Managing Director, T.C.C. Hotel Group Company Limited

Other directorship position / Other positions at present

- Other listed companies
 - None -
- Non-listed companies
 - Director, Frasers Property Industrial (Thailand) Company Limited
 - Director, Frasers Property Thailand (International) Company Limited
 - Director, Frasers Property Industrial REIT Management (Thailand) Company Limited
 - Director, Frasers Property BFTZ Company Limited

- Director, Frasers Property Thailand (Hong Kong) Company Limited
- Director, Frasers Property Demco Power 6 Company Limited
- Director, Frasers Property Demco Power 11 Company Limited
- Director, Frasers Property Thailand (Vietnam) Pte. Ltd.
- Director, ECO Industrial Services Company Limited
- Director, Frasers Property Power Company Limited FKA Golden Habitation Company Limited
- Director, Automation Asset Company Limited
- Director, Bangkok Logistics Park Company Limited
- Director, Bangpakong Logistics Park Company Limited
- Director, Wangnoi Logistics Park Company Limited
- Director, TRA Land Development Company Limited
- Director, PBA Robotics (Thailand) Company Limited
- Director, System Assets Company Limited
- Director, N.C.C. Exhibition Organizer Company Limited
- Director, N.C.C. Image Company Limited
- Director, F & B International Company Limited
- Director, SMJC Development Company Limited
- Director, Moshow Entertainment Company Limited
- Director, TCC Exhibition and Convention Center Company Limited
- Director, Another Scenario Company Limited
- Director, N.C.C. International Events Company Limited
- Director, PT SLP Surya TICON Internusa, Indonesia
- Director, PT Surya Internusa Timur, Indonesia
- Director, Amigos An Phu Holding Pte. Ltd.
- Director, Amigos An Phu (Singapore) Pte. Ltd.
- Director, Alps Ventura Pte. Ltd.
- Director, New Motion Pte. Ltd.
- Director, Grand Trail Holdings Pte. Ltd.
- Director, Grand Trail Investments Pte. Ltd.

Shareholding proportion in the Company : None
(as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Mr. Somboon Wasinchutchawal

Age 59 years

Chief Financial Officer

(Date of Appointment: 1 October 2020)

Education

- Master of Business Administration, Thammasat University
- Bachelor of Accounting, Thammasat University

Training/Seminar

- Director Certification Program (DCP 102/2008), Thai Institute of Directors (IOD)

Work Experience

- Oct 2020 - Present : Chief Financial Officer and executive committee, Frasers Property (Thailand) Public Company Limited
- 2014 - 2020 : Risk Management Committee, Golden Land Property Development Public Company Limited
- 2012 - 2020 : Executive Committee and Senior Executive Vice President - Accounting and Finance, Golden Land Property Development Public Company Limited
- 2012 - 2013 : Director, Golden Land Property Development Public Company Limited
- 2008 - 2012 : Executive Vice President (Chief Financial Officer), Pruksa Real Estate Public Company Limited

Other directorship position / Other positions at present

- Other listed companies
 - None -
- Non-listed companies
 - Director, Frasers Property Corporate Services (Thailand) Company Limited
 - Director, Nawamin Residence Company Limited
 - Director, PT SLP Internusa Karawang
 - Director, PT SLP Surya TICON Internusa
 - Director, PT Surya Internusa Timur
 - Director, N.C.C. Management & Development Company Limited
 - Director, Frasers Property Thailand (Hong Kong) Company Limited
 - Director, Bangkok Logistic Park Company Limited
 - Director, Automation Asset Company Limited
 - Director, Frasers Property Treasury Center (Thailand) Company Limited

- Director, System Assets Company Limited
- Director, Wangnoi Logistics Park Company Limited
- Director, Bangpakong Logistics Park Company Limited
- Director, ECO Industrial Services Company Limited
- Director, Frasers Property BFTZ Company Limited
- Director, Frasers Property Industrial (Thailand) Company Limited
- Director, Silom Corporation Company Limited
- Director, Baan Mae Phim Company Limited
- Director, Golden Land Property Development Public Company Limited
- Director, Bhakdi Hospitality Company Limited
- Director, Bhakdi Retail Company Limited
- Director, Kasemsubbhakdi Company Limited
- Director, Krungthep Land Company Limited
- Director, First Square Company Limited
- Director, Prime Plus Asset Company Limited
- Director, Regal Region Company Limited
- Director, Sidewalk Land Company Limited
- Director, Frasers Property Home (Thailand) Company Limited (Golden Land Residence Company Limited)
- Director, Frasers Property Power (Thailand) Company Limited (Golden Habitation Company Limited)
- Director, Golden Land (Mayfair) Company Limited
- Director, Golden Land Polo Company Limited
- Director, Samyan Mitrtown Holding Company Limited (Golden Property Services Company Limited)
- Director, Grand Mayfair Company Limited
- Director, Grand Paradise Property Company Limited
- Director, MSGS Property Company Limited
- Director, Narayana Pavilion Company Limited
- Director, North Sathorn Realty Company Limited
- Director, Ritz Village Company Limited
- Director, Sathorn Supsin Company Limited
- Director, Sathorn Property Management Company Limited (Sathorn Thong Company Limited)
- Director, United Homes Company Limited
- Director, Walker Homes Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2021)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Mr. Supparat Sivapetchranat Singhara Na Ayutthaya

Age 42 years

Chief Technology and Digital Officer

(Date of Appointment: 1 October 2020)

Education

- Bachelor of Science (Computer),
Sirindhorn International Institute of Technology,
Thammasat University

Training/Seminar

- None -

Work Experience

- Sep 2019 - Present : Chief Technology and Digital Officer,
Fraser's Property (Thailand)
Public Company Limited
- 2018 - Aug 2019 : Managing Director,
TRUE Internet Data
Center Company Limited
- 2018 - Aug 2019 : Chairman, BBIX (Thailand)
Company Limited
- 2017 : Chief Technology Officer -
Infrastructure and Operations at
TRUE Money, Ascend Group
Company Limited
- 2014 - 2017 : Chief Product Officer and Chief
Technology Officer, TRUE Internet
Data Center Company Limited
- 2012 - 2014 : Global Head of Delivery,
Thomson Reuters (Thailand)
Company Limited

- 2009 - 2011 : Global Head of Technology Standards &
Product Qualifications,
Thomson Reuters (Thailand)
Company Limited
- 2007 - 2009 : Global Director - Customer Service,
Thomson Reuters (Thailand)
Company Limited
- 2004 - 2007 : Global Manager - Customer Service,
Reuters Software (Thailand) Limited
- 2003 - 2004 : Market Data System Consultant -
Customer Service, Reuters, USA
- 2002 - 2003 : Software Developer - Market Data
Systems, Reuters Software
(Thailand) Limited

Other directorship position / Other positions at present

- Other listed companies
 - None -
- Non-listed companies
 - Chief Executive Officer, STT GDC (Thailand)
Company Limited

Shareholding proportion in the Company : None
(as at 30 September 2022)

**Familial relationship with other directors, executives,
major shareholders and subsidiaries :** None

3. Company Secretary

During the Fiscal Year ended 30 September 2022 Ms. Prasnee Surastian, Deputy Managing Director corporate governance, corporate strategy, risk management and sustainable development is served as a Company Secretary.

The Company's Secretary has a key role in supporting and overseeing the Board's activities to be efficient, effective and in consonance with law, rules, regulations, and corporate governance principles. The Board of Directors shall appoint a qualified person to perform this position based on his/her knowledge, ability and suitability; and has defined roles and responsibilities of the Company Secretary as follows:

1. Prepare and maintain key documents, including the Board roster, annual reports, meeting notices, minutes of the Board meetings and shareholders' meetings.
2. Maintain reports of vested interests by the directors or executives.
3. Submit report of vested interests by the directors or executives or related persons to the Chairman of the Board and the Chairman of the Audit Committee within 7 days after receipt of such report.
4. Schedule Board meetings and shareholders' meetings under the law and company regulations.
5. Advise and support the performance of directors under the Company's Memorandum of Associations, Articles of Association, the Securities and Exchange Act, the Public Company Act and relevant regulations.
6. Coordinate between directors, executives and shareholders.
7. Coordinate conformance to the resolutions of the Board and shareholders' meetings.
8. Oversee disclosure of information and reports under relevant responsibilities to the monitoring agencies as specified by the rules and regulations of the authority.
9. Perform other tasks as prescribed in the Securities and Exchange Act B.E. 2535 (Articles 89/15 and 89/16) and revision of statutes or as assigned by the Board.

4. The Person Supervising Accounting

Ms. Rojana Asawavichienjinda has been appointed as Senior Vice President - Accounting, effective from October 2019, to be responsible for supervising accounting operation of the Company. Ms. Rojana Asawavichienjinda is well-qualified according to SEC's rules.

Ms. Rojana Asawavichienjinda

Age 55 years

Senior Vice President - Accounting

Education

- Master of Accounting (International Program), Thammasat University

- 2010 - 2017 : A.N.B. Laboratories Company Limited
- 2009 - 2010 : Property Care Services (Thailand) Company Limited
- 2007 - 2009 : Bangkok Hospital Ratchasima
- 1994 - 2007 : Pricewaterhouse Coopers ABAS Limited

Training/Seminar

- Modern Managers Program, Chulalongkorn Business School
- Management Development Program (1/2018)

Work Experience

- Oct 2020 - Present : Senior Vice President - Accounting, Fraser's Property (Thailand) Public Company Limited
- Oct 2019 - Sep 2020 : Senior Vice President - Finance and Accounting, and Acting Chief Financial Officer of Fraser's Property (Thailand) Public Company Limited
- 2017 - Sep 2019 : Vice President of Finance and Accounting, Fraser's Property (Thailand) Public Company Limited

Other directorship position / Other positions at present

- Other listed companies : None -
- Non-listed companies : None -

Shareholding proportion in the Company : None (as at 30 September 2022)

Familial relationship with other directors, executives, major shareholders and subsidiaries : None

Attachment 2 - Information of Directors of FPT's subsidiaries, associated companies and related companies

Directors	1	2	3	4	5	6	7	8	9	10
	Mr. Chainoi Puankosoom	Mr. Chatchaval Jiaravanon	Assoc. Prof. Tithiphan Chuerboonchai	Mr. Chali Sophonpanich	Mr. Chotiphat Bijananda	Mr. Chai Vinichbutr	Mr. Panote Sirivadhanabhakdi	Mr. Sithichai Chaikriangkrai	Mrs. Busaya Mathelin	Mr. Thanapol Sirithanachai
Company										
Frasers Property (Thailand) Plc.	X	/	/	/	/	/	//	//	/	//
Subsidiaries										
ECO Industrial Services Company Limited										
Frasers Property Industrial (Thailand) Company Limited										
Frasers Property Industrial REIT Management (Thailand) Company Limited										
Frasers Property Thailand (Hong Kong) Limited										
Frasers Property Thailand (International) Pte. Ltd.										
Frasers Property Technology (Thailand) Company Limited										
Bangkok Logistic Park										
Automation Asset Co., Ltd.										
System Asset Company Limited										
Frasers Property (Thailand) Treasury Center Company Limited										
Frasers Property Thailand (Vietnam) Pte. Ltd.										
Amigos An Phu Holding Pte. Ltd.										
Amigos An Phu (Singapore) Pte. Ltd.										
ALPS Ventura Pte. Ltd.										
Grand Trail Holdings Pte. Ltd.										
Grand Trail Investment Pte. Ltd.										
New Motion Pte. Ltd.										
Golden Land Property Development Pcl.							X			/
Frasers Property Power (Thailand) Co., Ltd.										
New Motion Industrial Co., Ltd.										
Wangnoi Logistics Park Co., Ltd.										
Frasers Property Thailand (Indonesia) Pte. Ltd.										
NM1 Pte. Ltd.										

Directors	1	2	3	4	5	6	7	8	9	10
	Mr. Chainoi Puankosoom	Mr. Chatchaval Jiaravanon	Assoc. Prof. Tithiphan Chuerboonchai	Mr. Chali Sophonpanich	Mr. Chotiphat Bijananda	Mr. Chai Vinichbutr	Mr. Panote Sirivadhanabhakdi	Mr. Sithichai Chaikriangkrai	Mrs. Busaya Mathelin	Mr. Thanapol Sirithanachai
PT SLP Surya TICON Internusa										
PT SLP Internusa Karawang										
PT Surya Internusa Timur										
Narayana Pavilion Co., Ltd.										/
United Homes Co., Ltd.										/
Golden Land (Mayfair) Co., Ltd.										/
Grand Mayfair Co., Ltd.										/
North Sathorn Realty Co., Ltd.										/
Ritz Village Co., Ltd.										/
Golden Land Polo Limited										/
Grand Paradise Property Co., Ltd.										/
Samyan Mitrtown Holding Co., Ltd.										
Sathorn Property Management Co., Ltd.										
Sathorn Supsin Co., Ltd										/
Walker Homes Co., Ltd.										/
Frasers Property Home (Thailand) Co., Ltd.										
Krungthep Land Public Co., Ltd.										/
MSGL Property Co., Ltd.										/
Sidewalk Land Co., Ltd.										/
Prime Plus Asset Co., Ltd.										/
First Square Co., Ltd.										/
Regal Region Co., Ltd.										/
Frasers Property Commercial Asset Management (Thailand) Co., Ltd.							/	/		
Silom Corporation Co., Ltd.										
Nawamin Residence Co., Ltd.										
Joint Ventures										
Frasers Property Demco Power 6 Co., Ltd.										
Frasers Property Demco Power 11 Co., Ltd.										
Frasers Property BFTZ Co., Ltd.										

Directors	1	2	3	4	5	6	7	8	9	10
	Mr. Chainoi Puankosoom	Mr. Chatchaval Jiaravanon	Assoc. Prof. Tithiphan Chuerboonchai	Mr. Chali Soponpanich	Mr. Chotiphat Bijananda	Mr. Chai Vinichbutr	Mr. Panote Sirivadhanabhakdi	Mr. Sithichai Chaikriangkrai	Mrs. Busaya Mathelin	Mr. Thanapol Sirithanachai
Justco (Thailand) Co., Ltd.										
STT GDC (Thailand) Co., Ltd.										
Bangpakong Logistics Park Co., Ltd.										
PBA Robotics (Thailand) Co., Ltd.										
Kasemsubbhakdi Co., Ltd.							/			/
Bhakdi Retail Co., Ltd.										
Bhakdi Hospitality Co., Ltd.										
Baan Mae Phim Co., Ltd.										
Associates										
Frasers Property Thailand Industrial Freehold & Leasehold REIT										
TRA Land Development Company Limited	X			/		/				
North Sathorn Hotel Co., Ltd.										
Golden Ventures Leasehold Real Estate Investment Trust (GVREIT)										
Related companies										
Frasers Property Limited							/	/		
Rojana Industrial Management Co., Ltd.						/				
City Realty Co., Ltd.				/						
Asia Plus Group Holdings Plc.				X						
Asia Industrial Estate Co., Ltd.				/						
Univentures Plc.			/				/	/		
Asset World Corporation Plc.			/					//		
Sermsuk Plc.					/			/		
Southeast Insurance Plc.					/					
Southeast Life Insurance Plc.					/					
Siam Food Plc.					//			/		
Oishi Group Plc.							/	/		
Berli Jucker Plc.							/	//		
Thai Beverage Plc.							/	/	/	

Remarks : / = Executive X = Chairman of the Board // = Member of executive committee

Attachment 3 - Details of Head of Internal Audit and Head of Compliance

1. Head of Internal Audit

The Audit Committee appointed **Ms. Pacchanya Chutimawong** as Head of Internal Audit and Secretary of the Audit Committee since 3 August 2022, based on her suitable educational qualifications and over 20 years' experiences in financial audit, internal auditing, risk management, and corporate governance. She also attended various training courses required for such duty performance. Furthermore, the selection, appointment, removal, termination, and performance evaluation of Head of Internal Audit must be considered by the Audit Committee. She has qualifications as follows:

Name / Position	Age (years)	Educational Qualifications	Share Possession in FPT (%) including share possession of his/ her spouse and minors	Family Relationship with Directors and Executives	Work Experiences During the Past 5 Years Period/ Position/ Company
		Certificates or Diplomas			Relevant Trainings
Ms. Pacchanya Chutimawong Senior Vice President - Internal Audit Department and Secretary of the Audit Committee	44	Educational Qualifications <ul style="list-style-type: none"> - Master of Science in Technology Management, Thammasat University - Master of Arts in English for Careers, Thammasat University - Bachelor of Science in Accounting, Thammasat University - Graduate Diploma in Auditing, Chulalongkorn University Certificates or Diplomas <ul style="list-style-type: none"> - Certified Information Systems Auditor (CISA) - Certified in Risk and Information Systems Control (CRISC) - Certified Information Security Manager (CISM) - Certified in the Governance of Enterprise IT (CGEIT) - Certified Data Privacy Solutions Engineer (CDPSE) - Certified Internal Auditor (CIA) - Certification in Risk Management Assurance (CRMA) - Certified Public Accountant (CPA) 	0.00	None	2022 - Present: Senior Vice President - Internal Audit Department and Secretary of the Audit Committee, Fraser's Property (Thailand) Public Company Limited 2016 - 2022: Head of Audit, Risk Management, and Governance, and Secretary of the Audit and Risk Management Committee, Hargreaves Central Department Store Limited 2019 - 2021: Secretary of the Risk Policy Committee, Central Retail Corporation Public Company Limited Relevant Important Positions in Listed Companies Relevant Important Positions in Non-Listed Companies None Other Relevant Important Positions 2017 - Present: Director of ISACA Bangkok Chapter Relevant Trainings Thai Institute of Directors (IOD) <ul style="list-style-type: none"> - Audit Committee Program - Anti-Corruption: The Practical Guide - Board Reporting Program

Name / Position	Age (years)	Educational Qualifications	Share Possession in FPT (%) including share possession of his/ her spouse and minors	Family Relationship with Directors and Executives	Work Experiences During the Past 5 Years Period/ Position/ Company
		Certificates or Diplomas			Relevant Trainings
		<ul style="list-style-type: none"> - PECB Certified ISO 31000 Lead Risk Manager - PECB Certified Data Protection Officer - RIMS-Certified Risk Management Professional (CRMP), The Risk Management Society - International Certificate in Enterprise Risk Management (IRMCert), The Institute of Risk Management - PECB Certified ISO 22301 Lead Implementer (Business Continuity Management) - Certified Fraud Examiner (CFE), Association of Certified Fraud Examiners 			<ul style="list-style-type: none"> - Company Reporting Program - Company Secretary Program - Directors Certification Program - Effective Minute Taking - Family Business Governance - How to Develop a Risk Management Plan - Monitoring Fraud Risk Management - Monitoring of the Quality of Financial Reporting - Monitoring the Internal Audit Function - Monitoring the System of Internal Control and Risk Management - Risk Management Program for Corporate Leaders

2. Head of Legal and Compliance

The Company assigned **Mr. Theppasak Noppakornvisate** as First Executive Vice President of Legal and Compliance Department to oversees the compliance with the relevant laws and regulations. The qualifications of the Head of the Legal and Compliance department are as follows:

Name / Position	Age (years)	Education / Training Experience	Share Possession in FPT (%) including share possession of his/ her spouse and minors	Family Relationship with Directors and Executives	Professional Experience During the Past 5 Years
					Time Period / Position / Company
Mr. Theppasak Noppakornvisate First Executive Vice President - Compliance	55	Education <ul style="list-style-type: none"> - Master of Accountancy, Chulalongkorn University - Master of Business Economics, National Institute of Development Administration - Bachelor of Accountancy, Siam University 	0.00	None	2020 - Present: First Executive Vice President - Financial Controller, Fraser's Property (Thailand) Public Company Limited 2014 - 2020: First Executive Vice President - Accounting and Finance, Golden Land Property Development Public Company Limited

Name / Position	Age (years)	Education / Training Experience	Share Possession in FPT (%) including share possession of his/her spouse and minors	Family Relationship with Directors and Executives	Professional Experience During the Past 5 Years
					Time Period / Position / Company
		Training - Director Certification Program (DCP 228/2016) Thai Institute of Directors			Relevant Important Positions in Non-Listed Companies -None- Relevant Important Positions in Listed Companies Director - Walker Homes CO., LTD. Director - Grand Paradise Property CO., LTD. Director - Grand Mayfair CO., LTD. Director - Golden Land (Mayfair) CO., LTD. Director - Golden Land Polo CO., LTD. Director - North Sathorn Realty CO., LTD. Director - Narayana Pavilion CO., LTD. Director - M.S.G.L. Property CO., LTD. Director - United Homes CO., LTD. Director - First Square CO., LTD. Director - Prime Plus Asset CO., LTD. Director - Krungthep Land PLC. Director - Samyan Mitrtown Holding CO., LTD. Director - Sidewalk Land CO., LTD. Director - Ritz Village CO., LTD. Director - Regal Region CO., LTD. Director - Sathorn Property Management CO., LTD. Director - Frasers Property Home (Thailand) CO., LTD. Director - Baan Mae Phim CO., LTD. Director - Silom Corporation CO., LTD. Director - Nawamin Residence CO., LTD. Director - Trogir CO., LTD. Director - Frasers Property Power (Thailand) CO., LTD. Director - Frasers Property Industrial (Thailand) CO., LTD. Director - Automation Asset CO., LTD. Director - ECO Industrial Services CO., LTD.

Attachment 4 - Assets used in the Business Operation

1. Industrial Property Business

As at 30 September 2022, the Company had the assets used in the business operation for the industrial property as follows:

Unit: Building

Industrial Estate / Industrial Park / Industrial Promotion Zone / Industrial Zone / Logistics Park / Logistics Center	Leased Factory/ Warehouse	Vacant Factory / Warehouse	Factory / Warehouse under Development	Total	Book Value (Million Baht)
Factories					
Amata City Industrial Estate, Chonburi	9	2	-	11	801.50
Laem Chabang Industrial Estate	28	2	-	30	399.01
Hi-Tech Industrial Estate	1	1	-	2	107.78
Amata City Industrial Estate, Rayong	6	-	-	6	308.51
Rojana Industrial Park, Ayutthaya	2	11	-	13	759.84
Kabinburi Industrial Zone	-	4	-	4	84.29
Navanakorn Industrial Promotion Zone	-	1	-	1	52.67
Asia Industrial Estate	15	13	-	28	652.44
Rojana Industrial Park, Prachin Buri	-	3	-	3	152.25
Pinthong Industrial Estate	-	-	-	-	67.98
Land under development	-	-	-	-	1,689.38
Total Factories	61	37	-	98	5,075.65
Warehouses					
Frasers Property Logistics Park (Bangna)	25	1	-	26	2,285.13
Frasers Property Logistics Park (Laemchabang 2)	8	10	-	18	844.95
Frasers Property Logistics Center (Wangnoi 1)	2	-	-	2	243.44
Frasers Property Logistics Center (Wangnoi 2)	12	2	1	15	3,385.12
Frasers Property Logistics Center (Eastern Seaboard 1 B)	4	-	-	4	131.81
Frasers Property Logistics Center (Eastern Seaboard 2 A)	4	2	-	6	174.69
Frasers Property Logistics Center (Eastern Seaboard 3)	-	-	-	-	179.06
Frasers Property Logistics Center (Phan Thong 1)	3	4	-	7	275.48
Frasers Property Logistics Center (Bangplee 1)	-	-	-	-	1,089.79
Frasers Property Logistics Center (Bangplee 2)	1	-	3	4	694.22
Frasers Property Logistics Center (Bangplee 3)	-	-	-	-	881.09
Frasers Property Logistics Center (Bangplee 4)	5	-	-	5	903.40
Frasers Property Logistics Center (Bangplee 5)	3	-	-	3	314.84
Frasers Property Logistics Center (Bangplee 6)	2	-	-	2	2,500.51
Frasers Property Logistics Center (Bangplee 7)	2	1	-	3	1,094.11

1. Industrial Property Business (cont.)

Industrial Estate / Industrial Park / Industrial Promotion Zone / Industrial Zone / Logistics Park / Logistics Center	Leased Factory/ Warehouse	Vacant Factory / Warehouse	Factory / Warehouse under Development	Total	Book Value (Million Baht)
Frasers Property Logistics Park (Khon Kaen)	14	-	-	14	311.52
Frasers Property Logistics Center (Amata City Rayong)	11	-	-	11	403.33
Frasers Property Logistics Center (Lampoon)	9	-	-	9	175.20
Frasers Property Logistics Center (Samutsakhon)	2	-	-	2	1,579.22
Bangkok Logistics Park	-	-	-	-	300.50
System assets	-	-	-	-	968.11
Logistics Park (Wangnoi 3)	-	-	-	-	375.11
Land under development	-	-	-	-	4,811.73
Logistics Park in Vietnam	5	4	-	9	2,858.74
Logistics Park in Indonesia	25	22	-	47	2,905.44
Total Warehouses	137	46	4	188	29,686.54
Total Factories and Warehouses	198	83	4	286	34,762.19

Remarks : The Company holds the ownership of land and factories/ warehouses in Industrial Estate/ Industrial Park/ Industrial Promotion Zone/ Industrial Zone/ Logistics Park/ Logistics Center as per stated above, except the land in Laem Chabang Industrial Estate, Frasers Property Logistics Center (Bangplee 2), Frasers Property Logistics Center (Bangplee 7), Logistics Park in Vietnam, and some parts of Frasers Property Logistics Park (Bangna).

2. Residential Property Business

As at 30 September 2022, the Company had the assets used in the business operation for the residential property as follows:

Projects	Location	Area (Rai-Ngan-Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
Golden Prestige Watcharapol-Sukhaphiban 5	Sukhaphiban 5 Road, Or Ngoen Sub-District, Sai Mai District, Bangkok	0-1-92.9	23.19	-	Frasers Property Home Co., Ltd.
Commercial building Bangna-Kingkaew	Racha Thewa Sub-District, Bang Phli District, Samut Prakan	3-1-89.3	35.76	-	Frasers Property Home Co., Ltd.
Golden Town Vibhavadi-Chaengwattana	Sikan Sub-District, Bang Khen District, Bangkok	0-2-22.6	25.53	-	Frasers Property Home Co., Ltd.
Golden Town 4 Ladphrao-Kasetnawamin	Khlong Kum Sub-District, Bueng Kum District, Bangkok	6-2-65.8	231.04	-	Frasers Property Home Co., Ltd.
Golden Town Ramintra-Wongwaen	Khan Na Yao District, Bang Khen District, Bangkok	4-3-21.5	166.87	-	Frasers Property Home Co., Ltd.

2. Residential Property Business (cont.)

Projects	Location	Area (Rai-Ngan- Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
Golden Town Srinakarin-Sukhumvit	Phraekkasa Sub-District, Mueang District, Samut Prakan	0-0-25.4	2.59	-	Frasers Property Home Co., Ltd.
Golden Town Bangna Km.5	Bang Phli District, Samut Prakan	21-2-4.5	455.50	394.48	Frasers Property Home Co., Ltd.
Golden Town Phaholyothin-Saphanmai	Sai Mai Sub-District, Sai Mai District, Bangkok	9-2-69.1	392.66	-	Frasers Property Home Co., Ltd.
Golden City Chaengwattana- Muang Thong	Ban Mai Sub-District, Pak Kret District, Nonthaburi	2-3-30.4	201.65	79.34	Frasers Property Home Co., Ltd.
Golden Town Chiangrai-BigCAirport	Ban Du Sub-District, Mueang District, Chiang Rai	9-1-93.1	244.57	-	Frasers Property Home Co., Ltd.
Golden Town Petchkasem 81	Nong Khaem / Nong Khang Phlu Sub-District, Nong Khaem (Phasi Charoen) District, Bangkok	8-1-1.3	311.84	-	Frasers Property Home Co., Ltd.
Golden Neo Ngamwongwan- Prachachuen	Pak Kret Sub-District, Bang Talat District, Nonthaburi	9-1-10.8	399.07	-	Frasers Property Home Co., Ltd.
Golden Neo 2 Bangkae	Lak Song Sub-District, Bang Khae District, Bangkok	2-0-28.5	89.41	-	Frasers Property Home Co., Ltd.
Golden Town 2 Ramintra-Wongwaen	Tha Raeng Sub-District, Bang Khen District, Bangkok	10-1-16.3	352.54	206.14	Frasers Property Home Co., Ltd.
Golden Town Rattanathibet-WestGate	Bang Bua Thong District, Nonthaburi	6-3-70.7	246.75	-	Frasers Property Home Co., Ltd.
Golden Town 3 Rama 2	Mueang District, Samut Sakhon	8-0-86.5	205.34	-	Frasers Property Home Co., Ltd.
Golden Town Charoen- muang-Superhighway	Mueang Chiang Mai District, Chiang Mai	2-1-88.1	91.92	-	Frasers Property Home Co., Ltd.
Neo Home Rattanathibet-Ratchapruet	Bang Bua Thong District, Nonthaburi	10-2-26.8	358.08	-	Frasers Property Home Co., Ltd.
Grandio 2 Rama 2	Mueang District, Samut Sakhon	42-1-53.6	1,098.87	326.42	Frasers Property Home Co., Ltd.
Prestige Future-Rangsit	Thanyaburi District, Pathum Thani	36-3-0.5	440.41	750.00	Frasers Property Home Co., Ltd.
Prestige Rama 9- Krungthepkreetha	Saphan Sung Sub-District, Saphan Sung District, Bangkok	8-3-66.1	526.50	-	Frasers Property Home Co., Ltd.

2. Residential Property Business (cont.)

Projects	Location	Area (Rai-Ngan-Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
Golden Town Suksawat-Rama 3	Rat Burana Sub-District, Rat Burana District, Bangkok	18-0-25	728.55	323.55	Fraser's Property Home Co., Ltd.
Golden Neo Sukhumvit-Lasalle	Samrong Nuea Sub-District, Mueang District, Samut Prakan	11-1-98	502.15	230.24	Fraser's Property Home Co., Ltd.
Neo Home Bangkai	Lak Song Sub-District, Bang Khae District, Bangkok	12-1-66.5	147.28	-	Fraser's Property Home Co., Ltd.
Golden Town Sukhumvit-Lasalle	Samrong Nuea Sub-District, Mueang District, Samut Prakan	3-0-7.8	159.98	39.61	Fraser's Property Home Co., Ltd.
Vacant Land Ramintra	Tharang Sub-District, Bang Khen District,	3-0-41.3	20.17	-	Fraser's Property Home Co., Ltd.
Golden Town Ratchapruk-Rama 5	Bang Bua Thong District, Nonthaburi	6-3-20.6	241.75	-	Fraser's Property Home Co., Ltd.
Land for future development Ngamwongwan- Prachachuen	Talat Khwan Sub-District, Bang Talat District, Nonthaburi	2-2-98	45.07	-	Fraser's Property Home Co., Ltd.
3 Suksawat-Phuttha Bucha(Land)	Thung Khru District, Bangkok	4-1-40.58	52.02	-	Fraser's Property Home Co., Ltd.
The Grand Vibhavadi 60	Bang Khen Sub-District, Don Mueang District, Bangkok	3-2-72.3	302.93	-	Fraser's Property Home Co., Ltd.
Neo home 2 Korat-Terminal	Mueang District, Nakhon Ratchasima	22-0-15.5	268.10	-	Fraser's Property Home Co., Ltd.
Grandio Kaset-Nawamin	Khlong Kum District, Bueng Kum District, Bangkok	9-1-6.5	102.23	-	Fraser's Property Home Co., Ltd.
Grandio 2 Ladphrao-Kasetnawamin	Khlong Kum Sub-District, Bueng Kum District, Bangkok	27-1-3.5	349.71	-	Fraser's Property Home Co., Ltd.
Golden Neo 2 Bangna-Kingkaew	Bang Phli District, Samut Prakan	23-1-91.2	700.91	-	United Homes Co., Ltd.
Grandio Bangna Km.5	Bang Phli District, Samut Prakan	28-0-52.2	666.44	463.91	United Homes Co., Ltd.
Golden Town 3 Bangna-Suanluang	Dokmai Sub-District, Prawet District, Bangkok	0-1-13.7	14.66	-	United Homes Co., Ltd.
Golden Town Sathorn	Bang Khun Thian Sub-District, Jomthong District, Bangkok	4-0-32.3	248.32	-	United Homes Co., Ltd.

2. Residential Property Business (cont.)

Projects	Location	Area (Rai-Ngan-Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
Golden Town 2 Bangkae	Lak Song Sub-District, Bang Khae District, Bangkok	4-1-69.3	193.13	-	United Homes Co., Ltd.
Golden Town Ngamwongwan-Khae Rai	Mueang District, Nonthaburi	7-1-1.4	308.29	-	United Homes Co., Ltd.
Golden Neo Chaengwattana- Muang Thong	Ban Mai Sub-District, Pak Kret District, Nonthaburi	3-2-67.8	238.75	96.95	United Homes Co., Ltd.
Golden Town Phaholyothin-Lumlukka	Lam Luk Ka Sub-District, Khu Khot District, Pathumthani	9-0-23	245.68	-	United Homes Co., Ltd.
Grandio 2 Vibhavadi-Rangsit	Thanyaburi District, Pathum Thani	13-0-60.2	360.50	-	United Homes Co., Ltd.
Land for future development-riww 1	Tha Raeng Sub-District, Bang Khen District, Bangkok	1-1-49	56.64	-	United Homes Co., Ltd.
Golden Town 4 Rama 2	Mueang District, Samut Sakhon	16-0-27.4	258.86	220.00	United Homes Co., Ltd.
Golden Neo Korat-Terminal	Muen Wai Sub-District, Nakhon Ratchasima District, Nakhon Ratchasima	4-3-95.5	93.77	-	United Homes Co., Ltd.
Prestige Rattanathibet-Ratchapruek	Bang Bua Thong District, Nonthaburi	65-2-35	553.26	-	United Homes Co., Ltd.
Golden Town Chiang Mai-Kad Ruamchok	Fa Ham Sub-District, Mueang Chiang Mai District, Chiang Mai	11-0-89.2	382.51	-	United Homes Co., Ltd.
Golden Neo Siriraj-Ratchapruek	Bang Khun Si Sub-District, Bangkok Noi District, Bangkok	21-1-15.5	1,043.48	709.87	United Homes Co., Ltd.
Golden Town Siriraj-Ratchapruek	Bang Khun Si Sub-District, Bangkok Noi District, Bangkok	8-3-98.7	503.88	234.58	United Homes Co., Ltd.
Golden Town Petchkasem-Liap Khlong Thawi Watthana	Bang Khae Nuea Sub-District, Bang Khae District, Bangkok	13-1-90.7	383.43	-	United Homes Co., Ltd.
Golden Town Future - Rangsit	Thanyaburi District, Pathum Thani	10-2-81	204.69	-	United Homes Co., Ltd.
Alpina	Mueang Samut Sakhon District, Samut Sakhon	11-3-68.4	529.17	-	Krungthep Land Plc
The Island (Courtyard)	Mueang Samut Sakhon District, Samut Sakhon	0-1-56.5	38.05	-	Krungthep Land Plc
Grandio Bangkae	Lak Song Sub-District, Bang Khae District, Bangkok	14-0-26	470.19	-	Krungthep Land Plc

2. Residential Property Business (cont.)

Projects	Location	Area (Rai-Ngan- Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
The Grand Lux Bangna-Suanluang	Dokmai Sub-District, Prawet District, Bangkok	8-0-23.2	307.41	-	Krungthep Land Plc
Grandio Petchkasem 81	Nong Khaem Sub-District, (Nong Khang Phlu), Nong Khaem District (Phasi Charoen), Bangkok	4-0-9.8	166.22	-	Krungthep Land Plc
Grandio Ramintra-Wongwaen	Tha Raeng Sub-District, Bang Khen District, Bangkok	25-2-65.5	674.86	544.66	Krungthep Land Plc
Golden Town Rangsit - Klong 3	Khlong Sam Sub-District, Khlong Luang District, Pathum Thani	17-3-10.6	413.14	122.99	Krungthep Land Plc
Grandio Vibhavadi-Rangsit	Khlong Nueng Sub-District, Khlong Luang District, Pathum Thani	21-1-14.6	549.30	-	Krungthep Land Plc
Golden Town Petchkasem- Phutthamonthon Sai 3	Nong Khang Phlu Sub-District, Nong Khaem District, Bangkok	0-0-47.41	5.51	-	Krungthep Land Plc
Grandio Rattanathibet-Ratchapruek	Bang Rak Phatthana Sub-District, Bang Bua Thong District, Nonthaburi	23-2-95.7	690.90	-	Krungthep Land Plc
Golden Town Tiwanon-Chaengwattana	Ban Mai Sub-District, Mueang Pathum Thani District, Pathum Thani	7-3-80.7	206.28	-	Krungthep Land Plc
Golden Neo 3 Rama 2	Mueang District, Samut Sakhon	11-0-45.2	249.79	-	Krungthep Land Plc
Golden Town 2 Rangsit - Klong 3	Khlong Sam Sub-District, Khlong Luang District, Pathum Thani	48-0-23.4	304.32	-	Krungthep Land Plc
Grandio Sathorn	Bang Khun Thian Sub-District, Chom Thong District, Bangkok	22-0-54.3	927.71	763.34	Krungthep Land Plc
Golden Neo 2 Ramintra-Wongwaen	Anusawari Sub-District, Bang Khen District, Bangkok	7-0-82.2	250.25	190.90	Krungthep Land Plc
Grandio Suksawat-Rama 3	Bang Pakok Sub-District, Rat Burana District, Bangkok	9-0-4.8	429.60	-	Krungthep Land Plc
De Pine	Sala Thammasop Sub-District, Thawi Watthana District, Bangkok	0-2-69.5	27.16	-	First Square Co., Ltd

2. Residential Property Business (cont.)

Projects	Location	Area (Rai-Ngan-Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
Neo Home Angsila-Sukhumvit	Muang Chonburi District, Chonburi	15-3-20.8	360.28	242.05	First Square Co., Ltd
Golden Town Sriracha-Assumption	Surasak Sub-District, Si Racha District, Chonburi	4-1-14.5	145.18	-	First Square Co., Ltd
Golden Town Ayutthaya	Ban Krot Sub-District Bang Pa-in District, Phra Nakhon Si Ayutthaya	4-3-7.5	126.43	-	First Square Co., Ltd
Golden Village Chiang Rai- BigC Airport	Ban Du Sub-District, Mueang District, Chiang Rai	3-0-58.7	88.78	-	First Square Co., Ltd
Golden Town Pattaya Tai- Sukhumvit	Nong Prue Sub-District, Bang Lamung District, Chonburi	0-2-40.4	22.71	-	First Square Co., Ltd
Golden Neo Chachoengsao-Ban Pho	Ban Pho Sub-District, Bang Krut District, Chachoengsao	11-2-16.6	244.84	-	First Square Co., Ltd
Prestige Rama 2	Phan Tay Norasing Sub-District, Mueang District, Samut Sakhon	20-0-2.9	388.95	331.90	First Square Co., Ltd
Golden Neo Bangna-Suanluang	Bang Kaeo Sub-District, Phra Khanong District, Bangkok	3-0-90.7	117.23	-	First Square Co., Ltd
Golden Neo Suksawat-Rama 3	Rat Burana Sub-District, Rat Burana District, Bangkok	16-2-64	670.61	337.70	First Square Co., Ltd
Golden Town 5 Rama 2	Phan Tay Norasing Sub-District, Mueang District, Samut Sakhon	33-2-36	219.85	306.00	First Square Co., Ltd
Angsila-Sukhumvit (Land)	Muang Chonburi District, Chonburi	5-2-26.1	38.63	-	First Square Co., Ltd
Golden Town Angsila-Sukhumvit	Muang Chonburi District, Chonburi	17-2-34.5	410.72	290.60	First Square Co., Ltd
Neo home Udon- Prachasanti	Mueang Udon Thani District, Udon Thani	14-3-85.3	181.44	-	First Square Co., Ltd
Golden City Sathorn	Bang Wa Sub-District, Phasi Charoen District, Bangkok	1-3-65.2	132.01	-	Prime Plus Asset Co., Ltd.
Golden Town 2 Ngamwongwan- Prachachuen	Bang Khen Sub-District, Mueang District, Nonthaburi	0-0-33	4.85	-	Prime Plus Asset Co., Ltd.
Golden Town Vibhavadi-Rangsit	Khlong Nueng Sub-District, Khlong Luang District, Pathum Thani	11-2-43.3	280.02	-	Prime Plus Asset Co., Ltd.

2. Residential Property Business (cont.)

Projects	Location	Area (Rai-Ngan-Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
Golden Town Rama 9-Krungthepkreetha	Khlong Prawet Sub-District, Phra Khanong District, Bangkok	13-3-89.1	490.66	-	Prime Plus Asset Co., Ltd.
Golden Neo Khonkaen-Bueng Kaennakhon	Nai Mueang Sub-District, Mueang Khon Kaen District, Khon Kaen	5-3-94.1	163.36	-	Prime Plus Asset Co., Ltd.
Golden Town 2 Srinakarin-Sukhumvit	Bang Mueang Sub-District, Mueang Samut Prakan	11-2-6.7	353.14	-	Prime Plus Asset Co., Ltd.
The Grand Ratchapruk-Rama 5	Bang Bua Thong District, Nonthaburi	20-3-82	594.81	-	Prime Plus Asset Co., Ltd.
The Royal Residence	Chorakhe Bua Sub-District, Lat Phrao District, Bangkok	19-3-74.8	1,187.47	572.70	Nawamin Residence Co., Ltd.
Golden Village 2 Chiang Rai-BigCAirport Golden Town 2 Chiang Rai-BigCAirport Golden Condo Chiangrai	Ban Du Sub-District, Mueang District, Chiang Rai	29-2-76.3	320.21	-	Fraser's Property Home Co., Ltd. United Homes Co., Ltd.
Grandio - Future Rangsit Golden Town 2 Future - Rangsit Golden Town 3 Future - Rangsit Golden Biz Future - Rangsit	Thanyaburi District, Pathum Thani	166-18.7	999.77		Fraser's Property Home Co., Ltd. Krungthep Land Plc First Square Co., Ltd
Golden Town 2 Sathorn The Grand Sathorn Prestige Sathorn Golden Town 3 Sathorn Condo Sathorn	Bang Khun Thian Sub-District, Phasi Charoen, Chom Thong District, Bangkok	93-0-32.2	2,146.98	850.00	Fraser's Property Home Co., Ltd. Krungthep Land Plc First Square Co., Ltd
Alpina Rama 2 Prestige 2 Rama 2 Neo Home Kanda	Phan Tay Norasing Sub-District, Mueang District, Samut Sakhon	153-2-73.59	1,463.67	750.00	Krungthep Land Plc First Square Co., Ltd Prime Plus Asset Co., Ltd.
The Grand Chaengwattana-Muang Thong Grandio Chaengwattana-Muang Thong	Ban Mai Sub-District, Pak Kret District, Nonthaburi	78-2-60.2	865.44	663.00	Prime Plus Asset Co., Ltd.
Rama 2 phase 5 Rama 2 phase 8 Rama 2 phase 14	Phan Tay Norasing Sub-District, Mueang District, Samut Sakhon	22-3-77.4	87.25	-	Krungthep Land Plc
Total Residential property			33,622.44	10,040.93	

3. Commercial Property Business

As at 30 September 2022, the Company had the assets used in the business operation for the commercial property as follows:

Projects	Location	Area (Rai-Ngan- Sq.wa.)	Book Value (Million Baht)	Collateral value (Million Baht)	Ownership
Panorama Golf And Country Club	Km. 199 Mittraphap Rd., Sikhio District, Nakhon Ratchasima	2,096-3-76.7	262.50	-	Golden Land Property Development Plc.
Land	Nong Thale Sub-District, Krabi	118-3-20	148.47	-	Golden Land Property Development Plc.
Sathon Square - office for rent Land for rent (W Bangkok Hotel)	Narathiwat Ratchanakarin Rd., Bangkok	5-0-60.32 4-3-17.45	- -	-	North Sathorn Realty Co., Ltd. (Leasehold right)
FYI Center	Rama 4 Rd., Khlomg Toei District, Bangkok	7-3-27.52	3,074.51	-	Golden Land Property Development Plc. (Leasehold right)
Silom Edge	Silom Rd., Bang Rak District, Bangkok	2-0-65	2,698.54	-	Silom Corporation Co., Ltd. (Leasehold right)
Land (Golden Heritage Village (Pinklao village))	Ratchaphruek Rd, Bang Ramat Sub-District, Taling Chan District, Bangkok	4-1-25.10	26.40	-	United Homes Co., Ltd.
Land	Kanchanaphisek Road, Bang Chan Sub-District, Khlomg Sam Wa Dis- trict, Bangkok	1-0-7.20	15.91	-	United Homes Co., Ltd.
Land (Ratchapruet Village)	Bangbon 4 Road, Nong Khaem Sub-District, Nong Khaem District, Bangkok	9-3-56	19.78	-	Krungthep Land Plc.
Total Commercial Property			6,2461.11	-	

The fair value of assets used in the business operations was appraised by an independent appraiser. The valuation for land for future development and land under development were based on the market price, while the valuation for factories/warehouses for sales/ rent and office for rent were based on the income approach. Key assumption used in the valuation of factories/warehouses and office buildings consisted of the rate of return from investment, occupancy rate, long-term rental growth rate, termination period and indirect expenses to attract potential office tenants such as rent-free period and waiver of other fees.

4. Other fixed assets

As at 30 September 2022, the Company has other fixed assets as below,

Unit : Million Baht

Assets	Net Book Value
Land, golf course, and building	5,400
Tool Decoration, installation and office equipment	663
Vehicle	81
Utilities	593
Work in progress	12
Total	6,749
<u>Less</u> Accumulated depreciation	(2,328)
Total	4,421
Computer software	240
Work in installation	10
<u>Less</u> Accumulated Amortization	(141)
Total	109

5. Details of land leases and office building

As at 30 September 2022, the Company had land lease agreement for Laem Chabang Industrial Estate, Export Zone, as well as several land plots on both Bangna-Trad Road and key business areas in Bangkok as follows

No.	Counterparties		End of the rental period	Rental price
	Tenants / Sub-lessees	lessors / sub-lessors		
1.	Frasers Property (Thailand) Public Company Limited	Industrial Estate Authority of Thailand (IEAT)	2025	5,684,924.85 Baht/Year
2.	Frasers Property (Thailand) Public Company Limited	Industrial Estate Authority of Thailand (IEAT)	2027	797,307.27 Baht/Year
3.	Frasers Property (Thailand) Public Company Limited	Industrial Estate Authority of Thailand (IEAT)	2029	2,681,414.31 Baht/Year
4.	Frasers Property (Thailand) Public Company Limited	Industrial Estate Authority of Thailand (IEAT)	2048	1,359,356.81 Baht/Year
5.	Frasers Property (Thailand) Public Company Limited	Industrial Estate Authority of Thailand (IEAT)	2048	3,755,867.58 Baht/Year
6.	ECO Industrial Services Co., Ltd.	Industrial Estate Authority of Thailand (IEAT)	2048	10,267,390.24 Baht/Year
7.	Frasers Property Industrial (Thailand) Co., Ltd. (Sub-lessee)	Chaianant-Bangplee Parkland Co., Ltd.	2039	8,179,296.91 Baht/Year
8.	Frasers Property Industrial (Thailand) Co., Ltd.	Pornchai Equipment Co., Ltd.	2044	5,775,000.00 Baht/Year

5. Details of land leases and office building (cont.)

No.	Counterparties		End of the rental period	Rental price
	Tenants / Sub-lessees	lessors / sub-lessors		
9.	Frasers Property Industrial (Thailand) Co., Ltd.	Individual LVMH Group Co., Ltd. LV Manufacturing Co., Ltd.	2049	8,530,318.00 Baht/Year
10	Bangkok Logistics Park Co., Ltd.	Mrs. Romanee Sanguandeeikul Mrs. Kalaya Tivayanond	2048	5,175,094.74 Baht/Year
11.	Narayana Pavilion Co., Ltd.	The crown price property bureau	2022	4,527,749.16 Baht/Year
12.	Sathorn Supsin Co., Ltd.	Golden Land Property Development Plc.	2053	4,690,335 Baht/Year
13.	Golden Land (Mayfair) Co., Ltd. (Sub-lessee)	Gold Property Fund (Leasehold)	2023	48,000,000 Baht/Year
14.	North Sathorn Realty Co., Ltd. (Main tenants)	The crown price property bureau	2040	54,000,000 Baht/Year
15.	Golden Ventures Leasehold REIT (Sub-lessee)	North Sathorn Realty Co., Ltd.	2040	54,000,000 Baht/Year
16.	North Sathorn Realty Co., Ltd. (Main tenants)	The crown price property bureau	2040	21,000,000 Baht/Year
17.	North Sathorn Hotel Co., Ltd. (Sub-lessee)	North Sathorn Realty Co., Ltd.	2040	21,000,000 Baht/Year
18.	Golden Land Property Development Plc.	The crown price property bureau	2047	34,500,000 Baht/Year
19.	Silom Corporation Co., Ltd.			36,839,064.46 Baht/Year

Remarks : Other important details in the lease agreement are as follows:

1. Leases contract 1-3, the lessor can adjust its rent every 10 years at the rate of 10% from the original rent.
Leases contract 4-6 and 14, the lessor may adjust and change the rent in accordance with the lessor's announcement.
Leases contract 8, the lessor can adjust the rent every 5 years.
Leases contract 9 The lessor can adjust the rent according to the period and rental rate specified in the contract.
Leases contract 10 The lessor can adjust the rent every 3 years at the rate of 10% from the original rent.
Leases contract 7 and 11-12, 19 There were no rental adjustment.
Leases contract 14 -18 There were no rental adjustment, but the payments have been postponed due to the COVID-19 situation.
2. If the tenants want to renew the leases for contract 1-6, the tenants must notify in writing at least 6 months prior to the termination of the lease agreement for IEAT to consider.
3. If the tenants want to renew the lease for contract 7, the lessees must notify in writing not less than 90 days before the termination of the lease agreement for the sub-lessor to consider.

In addition, the company had the office rental agreements, with details disclosed under the 'Connected Transaction' section.

Fixed assets used as collateral

As at 30 September 2022, the Company had loan from the financial institutions by using lands and buildings as the collateral, as follows:

Unit : Million Baht

Collateral Assets	Credit Line	Current Loan	Period of Contract
1. Title deeds no. 4178 and 5587 in Samutprakan	778.00	-	October 2019 to 5 years from the first loan use
2. Title deeds no. 18491, 18495 and 18519 in Amphoe Bang Sao Thong, Samutprakan	425.00	340.56	July 2021 to July 2026
3. Bangplee 6	2,700.00	2,700.00	September 2022 to September 2029
4. Karawang	772.78	272.02	October 2015 to December 2023
5. Leasehold right of The Ascott Hotel Bangkok and Sky Villas	535.00	295.28	September 2013 to September 2025
6. Leasehold right of Silom Edge	1,000.00	1,000.00	August 2022 to August 2034
7. Golden Town Chaengwattana-Muangthong Project	663.00	-	October 2018 to October 2022
8. Golden Neo Chaengwattana-Muangthong Project	448.00	35.39	October 2018 to February 2023
9. Golden City Chaengwattana-Muangthong Project	327.00	25.79	October 2018 to February 2023
10. Golden Town Rangsit Klong 3 Project	164.00	75.59	March 2019 to February 2023
11. Golden Town 2 Rangsit Klong 3 Project	170.00	161.22	March 2019 to February 2025
12. Grandio Ramintra-Wongwaen Project	694.00	365.56	August 2019 to September 2023
13. Golden Neo 2 Ramintra-Wongwaen Project	298.00	138.14	August 2019 to September 2023
14. Golden Town 2 Ramintra-Wongwaen Project	264.00	81.77	August 2019 to September 2024
15. Neo Home Angsila-Sukhumvit Project	342.07	267.53	November 2019 to November 2024
16. Golden Town Angsila-Sukhumvit Project	416.42	237.57	November 2019 to November 2024
17. Golden Neo and Golden Town Sukhumvit - Lasalle Project	602.00	201	April 2020 to March 2024
18. Sathorn Kalapapruek Project	850.00	-	June 2020 to December 2022
19. Grandio Sathorn Project	682.00	616.93	July 2020 to July 2023
20. Golden Neo Siriraj-Ratchapruek Project	801.00	748.43	December 2020 to June 2024
21. Golden Town Siriraj-Ratchapruek Project	384.00	312.70	December 2020 to December 2023
22. Rama 2 Project	870.00	492.31	January 2021 to February 2027
23. Golden Neo Suksawat-Rama 3 Project	404.00	-	January 2021 to July 2024
24. Golden Town Suksawat-Rama 3 Project	375.00	-	January 2021 to July 2024
25. Future Park - Rangsit Project	750.00	10.00	March 2021 to September 2023
26. Samrong Tai (Bearing)	1,350.00	-	October 2021 to October 2026
27. The Royal Residence	610.00	577.30	November 2021 to November 2026
28. Grandio 2 Rama 2	870.00	326.42	December 2021 to December 2026
29. Grandio Bangna KM.5	477.00	237.32	January 2021 to January 2026
30. Golden Town Bangna KM.5	410.00	194.84	January 2021 to January 2026
31. Alpina Rama 2	750.00	203.00	May 2022 to November 2025
Total loan and guarantee	20,182.27	9,913.67	

6. Company's Investment Policy

As at 30 September 2022, the Company had invested in subsidiaries and related companies as follows:

Company Name	Type of Business	Paid-Up Capital	Shareholding Proportion (Percent)	Investment Value (Equity Method)	Investment Value (Cost Method)
Subsidiaries					
Eco Industrial Services Co., Ltd.	Property Development	13 million Baht	99.99	-	13 million Baht
Frasers Property Industrial (Thailand) Co., Ltd.	Property Development	11,500 million Baht	99.99	-	11,515 million Baht
Frasers Property Thailand (Hong Kong) Limited	Investment Management	16 million USD (575 million Baht)	100.00	-	16 million USD (575 million Baht)
Frasers Property Industrial REIT Management (Thailand) Co., Ltd.	REIT Management	10.0 million Baht	69.99	-	7.0 million Baht
Frasers Property Thailand (International) Pte. Ltd.	Investment Management	422 million SGD (10,355 million Baht)	100.00	-	422 million SGD (10,355 million Baht)
Frasers Property Technology (Thailand) Co., Ltd.	Data center business	1,502 million Baht	99.99	-	1,502 million Baht
System Asset Co., Ltd.	Property development	400 million Baht	100.00	-	400 million Baht
Golden Land Property Development Public Company Limited ^{/1}	Property development	11,038 million Baht	99.46	-	19,651 million Baht
Bangkok Logistics Park Co., Ltd.	Property development	300 million Baht	75.00	-	225 million Baht
Automation Asset Co., Ltd.	Automation solutions and services	25 million Baht	100.00 ^{/2}	-	25 million Baht
Frasers Property (Thailand) Treasury Center Co., Ltd.	Financial management	2 million Baht	99.99	-	2 million Baht
Frasers Property Thailand (Vietnam) Pte. Ltd.	Investment Management	1.2 million SGD (27 million Baht)	100.00	-	1.2 million SGD (27 million Baht)
Amigos An Phu Holding Pte. Ltd.	Investment Management	1 million SGD (23 million Baht)	100.00	-	1 million SGD (23 million Baht)
Amigos An Phu (Singapore) Pte. Ltd.	Investment Management	0.9 million SGD (21 million Baht)	100.00	-	0.9 million SGD (21 million Baht)
Alps Ventura Pte. Ltd.	Investment Management	0.03 million SGD (0.6 million Baht)	100.00	-	0.03 million SGD (0.6 million Baht)
New Motion Pte. Ltd.	Investment Management	0.03 million SGD (0.6 million Baht)	100.00	-	0.03 million SGD (0.6 million Baht)
Grand Trail Holding Pte. Ltd.	Investment Management	0.06 million SGD (1.2 million Baht)	100.00	-	0.06 million SGD (1.2 million Baht)

6. Company's Investment Policy (cont.)

Company Name	Type of Business	Paid-Up Capital	Shareholding Proportion (Percent)	Investment Value (Equity Method)	Investment Value (Cost Method)
Grand Trail Investment Pte. Ltd.	Investment Management	0.03 million SGD (0.6 million Baht)	100.00	-	0.03 million SGD (0.6 million Baht)
New Motion Industrial Co., Ltd.	Property Development	296 million VND (386 million Baht)	100.00	-	296 million VND (386 million Baht)
Sathorn Supsin Co., Ltd.	Residential Building	245 million Baht	60.00	-	147 million Baht
North Sathorn Realty Co., Ltd.	Office Building	639 million Baht	100.00	-	639 million Baht
Golden Land (Mayfair) Co., Ltd.	Residential Building	11 million Baht	100.00	-	11 million Baht
Grand Paradise Property Co., Ltd.	Property Development	41 million Baht	100.00	-	41 million Baht
Fraser Property Power (Thailand) Co., Ltd. (Formerly name "Golden Habitation Co., Ltd.")	Property Development	38 million Baht	100.00	-	6.84 million Baht
United Homes Co., Ltd.	Property Development	550 million Baht	100.00	-	550 million Baht
Ritz Village Co., Ltd.	Property Development	100 million Baht	100.00	-	100 million Baht
Krungthep Land Plc.	Property Development	1,780 million Baht	100.00	-	3,560 million Baht
Narayana Pavilion Co., Ltd.	Office Building	475 million Baht	100.00	-	475 million Baht
Sathorn Property Management Co., Ltd. (Formerly name Sathorn Thong Co., Ltd)	Property Development	154 million Baht	100.00	-	15.40 million Baht
Golden Land Polo Co., Ltd.	Labor Hiring Services	4 million Baht	100.00	-	4 million Baht
Samyan Mitrtown Holding Co., Ltd. (Formerly name Golden Property Services Co., Ltd.)	Property Management Service	1,480 million Baht	100.00	-	1,480 million Baht
Grand Mayfair Co., Ltd.	Residential Building	12 million Baht	100.00	-	12 million Baht
Prime Plus Assets Co., Ltd.	Property Development	20 million Baht	100.00	-	20 million Baht
First Square Co., Ltd.	Property Development	20 million Baht	100.00	-	20 million Baht
Sidewalk Land Co., Ltd.	Property Development	41 million Baht	100.00	-	41 million Baht
Regal Region Co., Ltd.	Property Development	21 million Baht	100.00	-	21 million Baht
MSGL Property Co., Ltd.	Property Development	11 million Baht	100.00	-	11 million Baht
Walker home Co., Ltd.	Property Development	1 million Baht	100.00	-	1 million Baht

6. Company's Investment Policy (cont.)

Company Name	Type of Business	Paid-Up Capital	Shareholding Proportion (Percent)	Investment Value (Equity Method)	Investment Value (Cost Method)
Fraser Property Home (Thailand) (Formerly name "Goldenland Residence Co., Ltd.")	Property Development	1,000 million Baht	100.00	-	1,003 million Baht
Fraser Property Commercial Management (Thailand) Co., Ltd. (Formerly Name "Univentures REIT Management")	REIT Management	10 million Baht	100.00	-	32 million Baht
Silom Corporation Co., Ltd.	Property Development for sales and rent	500 million Baht	100.00	-	633 million Baht
Wang Noi Logistic Park Co., Ltd.	Development and Management of Warehouse for rent	397 million Baht	51.00 ^{/2}	-	202 million Baht
PT SLP Surya TICON Internusa (Since June 2022)	Property Development	603 million Rps (1,657 million Baht)	75.00	-	1,405 million Baht
PT Surya Internusa Timur (Since June 2022)	Property Development	180,100 million Rps (398 million Baht)	100.00	-	443 million Baht
Associated Companies					
Industrial Freehold and Leasehold REIT (FTREIT)	Property Investment	31,119 million Baht	26.62 ^{/3}	5,258 million Baht	8,729 million Baht
TRA Land Development Co., Ltd.	Property Development	9,822 million Baht	50.00	4,897 million Baht	4,911 million Baht
Golden Ventures Leasehold Real Estate Investment Trust (GVREIT)	Investing in freehold and leasehold properties	8,046 million Baht	23.52	1,109 million Baht	1,898 million Baht
North Sathorn Hotel Co., Ltd.	Hotel	2,850 million Baht	20.0	88 million Baht	570 million Baht
Joint Venture Companies					
JustCo (Thailand) Co., Ltd.	Operating business of co-working office and co-working space	514 million Baht	51.00	136 million Baht	262 million Baht
Fraser Property BFTZ Co., Ltd.	Property Development	787 million Baht	59.99 ^{/2}	544 million Baht	472 million Baht

6. Company's Investment Policy (cont.)

Company Name	Type of Business	Paid-Up Capital	Shareholding Proportion (Percent)	Investment Value (Equity Method)	Investment Value (Cost Method)
Fraser's Property Demco Power 6 Co., Ltd.	Production and distribution of electricity	5 million Baht	51.00 ^{/2}	4 million Baht	2 million Baht
Fraser's Property Demco Power 11 Co., Ltd.	Production and distribution of electricity	4 million Baht	51.00 ^{/2}	3 million Baht	2 million Baht
Bangpakong Logistics Park Co., Ltd.	Property Development	840 million Baht	51.00 ^{/2}	344 million Baht	449 million Baht
STT GDC (Thailand) Co., Ltd.	Property Development	2,934 million Baht	51.00 ^{/4}	1,170 million Baht	1,497 million Baht
PBA Robotics (Thailand) Co., Ltd.	Automation solutions and services	47 million Baht	51.00 ^{/5}	-	25 million Baht
Kasemsubbhakdi Co., Ltd.	Property Development for sales and rent	3,000 million Baht	49.00	940 million Baht	1,470 million Baht
Baan Mae Pim Co., Ltd.	Property Development	280 million Baht	65.00	182 million Baht	182 million Baht

Remarks : ^{/1} The shareholders can find more information about the company that Golden Land Property Co., Ltd. Development Public Company Limited ("GOLD") held from GOLD's annual report and the note to financial statements for the year ended 30 September 2021 at GOLD's website (investor.goldenland.co.th)

^{/2} Held by Fraser Property Industrial (Thailand) Co., Ltd, which was an associated company

^{/3} Held by the Company and Fraser's Property Thailand (International) Pte. Ltd., which was an associated company

^{/4} Held by Fraser Property Technology (Thailand) Co., Ltd, which was an associated company

^{/5} Held by Automation Assets Co., Ltd, which was an associated company of Fraser Property Industrial (Thailand) Co., Ltd.

Attachment 5 - Corporate Governance Policies Ethical and Business Code of Conduct Revision 2021

CORPORATE GOVERNANCE POLICY ETHICAL AND BUSINESS CODE OF CONDUCT

Revision 2021

(original)

Acknowledgement and Conformity Form

I have received and read this Frasers Property (Thailand) Public Company Limited Corporate Governance Policy, Ethical and Business Code of Conduct Handbook. I understand, acknowledge and will comply with these practices.

Signature:
(.....)
Position:
Department:
Date:

(copy)

Acknowledgement and Conformity Form

I have received and read this Frasers Property (Thailand) Public Company Limited Corporate Governance Policy, Ethical and Business Code of Conduct Handbook. I understand, acknowledge and will comply with these practices.

Signature:
(.....)

Position:

Department:

Date :

Introduction

Frasers Property (Thailand) Public Company Limited and its group companies Hereinafter collectively referred to as the “Company”, it is committed to conducting business with fairness and responsibility to all stakeholders. develop good service and quality to customers as well as encouraging directors, executives and employees of the Company to adhere to the principles of good self-conduct according to good corporate governance guidelines. Therefore, a manual on good corporate governance, ethics and business ethics has been prepared. with purpose, This is a Code of Conduct that everyone has a duty to strictly follow. which prevents any action that may be detrimental to the operation and the reputation of the company both now and in the future

The Company expects that operating under good governance and ethics will result in recognition from customers, partners, and other stakeholders. related, including the employees themselves. This will result in the company being able to grow sustainably.

Board of Directors reviewed and approved the announcement of the good corporate governance manual and ethical standards and this Code of Business Conduct. Effective from November 9, 2021 onwards. In addition, the Board of Directors thinks that ethical standards and codes of conduct in business conduct should be regularly reviewed every year in order to be appropriate for the changing circumstances.

Mr. Chainoi Puankosoom
Chairman of the Board

Mr. Thanapol Sirithanachai
Country Chief Executive Officer

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THE COMPANY'S CORPORATE GOVERNANCE POLICY

The Company's Board of Directors ("the Board") believes that the Good Corporate Governance ("CG") principles can boost the Company's growth and long-term shareholder value, by taking into account the interests of all Company stakeholders. Therefore, the Board has established the Company's CG Policy and Practice as a guideline for the Company personnel. The Directors, Management, and employees shall implement as follows:

1. The Board, Management, and employees shall implement all five Principles of the Company's good CG practices: rights of shareholders, equitable treatment of shareholders, role of stakeholders, disclosure and transparency, and responsibilities of the Board.
2. The Board shall establish the Company's Ethical Standards and Business Code of Conduct, which the Board, Management, and employees must comply with, in prevention and management of conflicts of interest and connected transactions or related transactions with the Company's rules and regulations.
3. The Board shall be the ethics role model and shall perform its duties in accordance with the Company's good CG guidelines, as well as oversee and resolve conflicts of interest and connected transactions. (in the Appendix)
4. The Board shall perform its duty with dedication, accountability, and independence. There shall be a clear segregation of role and responsibility between the Chairman of the Board ("The Chairman") and the Top Executive.
5. The Board shall set an appropriate staff selection system for all key management positions at all levels with transparency in the nomination procedure.
6. The Board plays a vital role in formulating the Company's vision, strategies, policies, and plans while taking into consideration the risk factors and establishing appropriate risk management, as well as ensuring that the accounting systems, financial reports, and accounting audits are all reliable.
7. The Board may appoint Sub-Committees, as deemed appropriate, to assist in reviewing critical matters.
8. The Board performs an annual self-assessment to be used as a framework for reviewing the Board's performance to enhance its effectiveness.

9. The Board shall ensure that the important information relevant to the Company, including financial reports and non-financial information, is disclosed correctly, reliably and on a timely basis so that the shareholders and other stakeholders can access such information equally. Furthermore, the Public Relations unit and the Investor Relation Department are responsible for providing information relevant to the Company to the general public and all investors.
10. The Board shall establish an efficient anti-corruption system to ensure anti-corruption awareness to be implemented by Management.
11. The Company's shareholders shall receive equitable treatment, and have the right to access the Company information through easy-to-access channels.

THE COMPANY'S ETHICAL STANDARDS

Having good Corporate Governance, the Company established Ethical Standards for the Board, Management and employees to abide by as a Company value, together with the Company's rules and regulations, to ensure transparency, fairness and efficiency as follows:

1. Adherence to moral and ethical principles
2. Good conscience, honesty and responsibilities
3. Uphold the benefit of the Company, with no conflict of interest
4. Abide by correctness, fairness and legitimacy
5. Equitable, non-discriminative treatment of stakeholders
6. Disclosure of all important information appropriately, correctly, and sufficiently without distortion of facts
7. Aim for successful results with the Company's quality standard, transparency and auditable management systems

SECTION 1

GENERAL STATEMENT

GENERAL STATEMENT

1. Vision and Objective

1.1 Vision

The Company's vision is to be the leading company in developing and providing rental services of industrial properties of international quality by taking into account the social and environmental impacts, as well as maximizing returns to the investors.

1.2 Mission

To be a leading Provider of smart industrial platform, committed to deliver end-to-end solutions serving customer's demand in industrial 4.0 under good corporate governance best practices to 2020 in providing factories and warehouses of international quality for rent, coupled with associated services according to tenant's demand, and to maintain its position as the leader in developing and providing rental services of industrial properties of international quality in Thailand, with consideration of good Corporate Governance for the benefits of all stakeholders.

2. Values

C	:	COLLABORATIVE	We believe in teamwork and take ownership, together. We help each other. We partner with our colleagues, customers and stakeholders to create shared value. And we stand stronger together.
R	:	RESPECTFUL	We put our customers at the heart of everything we do. We listen. We believe in each other's expertise. Our legacy inspires us.
P	:	PROGRESSIVE	We are curious and actively seek opportunities to innovate. We are responsive and purposeful. We are pro-active, not reactive. Naturally, change is our friend.
R	:	REAL	We are authentic in our dealings. We celebrate diversity. You can rely on us to do what's right and we take your trust seriously. We are what we do.

3. Instructions and Mechanism for the Company's Corporate Governance and Ethical Standards and Business Code of Conduct Handbook

Hierarchical superiors in any department are responsible for overseeing and supporting their subordinates to strictly follow the Company's Corporate Governance and Ethical Standards and Business Code of Conduct.

In event of violation, the behavior characteristics, intention, avoidance, ethics, misunderstanding, motive, career position, age, past behavior record, adverse effect of the violation, and other related factors may be taken into consideration.

The Company cannot specify all incidents or situations in the Business Code of Conduct handbook. The Company personnel shall take into consideration that if they find any difficulty in making decisions, they shall first employ their own judgment before proceeding by asking the following questions:

- Is it against the law?
If the answer to the above question is "yes", they should refrain from acting in the situation.
- Is it against the Company's policies?
If the answer to the above question is "yes", they should refrain from acting in the situation.
- Is it against the Company's values or Company's culture?
If the answer to the above question is "yes", they should refrain from acting in the situation.
- Could it have any adverse effects on the Company's stakeholders?
If the answer to the above question is "yes", they should refrain from acting in the situation.
- Could it have any adverse effects on the Company's reputation?
If the answer to the above question is "yes", they should refrain from acting in the situation.
- Could it initiate any undesired Company culture in the future?
If the answer to the above question is "yes", they should refrain from acting in the situation.

In the event that any Company personnel have doubts whether a certain action complies with the good practices or code of ethics presented in this handbook, they should seek advice from colleagues, direct supervisors or directors. Management is responsible for advising their subordinates or consulting with Human Resource Department, Corporate Governance Department, Managing Director and the Company Secretary.

In event of violation, the behavior characteristics, intention, avoidance, ethics, misunderstanding, motive, career position, age, past behavior record, adverse effect of the violation, and other related factors may be taken into consideration. In event that a failure to comply with these principles is discovered and is confirmed by the results of a fair investigation, the Company personnel may be discharged, and prosecuted by legal action.

The Company may review the Corporate Governance Manual. Code of conduct and business ethics to suit the changing circumstances.

SECTION 2

THE GOOD CORPORATE GOVERNANCE OF THE COMPANY

THE GOOD CORPORATE GOVERNANCE OF THE COMPANY

Meaning

Good Corporate Governance is setting structures and processes for the relationships between the Board, Management, employees and shareholders to boost the Company's long-term shareholder value, taking into account the interests of stakeholders.

The principles of good Corporate Governance are presented in five categories:

1. Rights of shareholders
2. Equitable treatment of shareholders
3. Role of stakeholders
4. Disclosure and transparency
5. Responsibilities of the Board

The importance of good Corporate Governance

1. Improve the management systems to be transparent and internationally comparable, enhancing competitiveness and eliminating conflicts of interest, if any.
2. Create trust and confidence among domestic and foreign investors, by encouraging communication among the Company and its stakeholders, to boost the Company's share value.
3. A tool to measure and monitor the Company's performance, helping to improve the operational efficiency.
4. Set the Board's and the Management's responsibility framework to all stakeholders so that their authority shall not exceed their position.

Good practices in accordance with the Company's good Corporate Governance principles

1. Rights of shareholders

Shareholders have the right as owners of the Company to attend the Shareholders Meeting to set the direction of business through the Board of Directors, elected by the shareholders. Shareholders

have the right to make decisions on matters that have a significant impact on the Company. The Shareholders Meeting is an essential opportunity for shareholders to communicate, express their opinions, ask questions and make decisions on the Company's key matters. Therefore, shareholders shall have sufficient time for consideration and acknowledge the resolutions executed therein.

- 1.1. The Company must not act in such a way that restricts shareholders' access to its information; shareholders shall receive adequate information on procedures governing the meetings and all items on the agenda, along with complete supporting data, at least 7 days prior to the meeting, or not less than 14 days prior to the meeting in the event that the notice of the meeting contains a special agenda, in accordance with the Company Articles of Association. The Company shall provide various communication channels for shareholders to ask questions regarding the Shareholders Meeting.
- 1.2. The Board shall facilitate the participation of shareholders in the meeting. The meeting venue shall be in Bangkok or nearby provinces which are conveniently accessible and can accommodate all shareholders.
- 1.3. The Company shall not act in such a way as to restrict access to information or attendance at the Shareholders Meeting. Shareholders shall be able to attend any meeting session, be given equal opportunities to express their opinions, ask questions, and vote at the meeting. The Chairman of the meeting shall allocate sufficient time and encourage shareholders to participate in the meeting.
- 1.4. Shareholders shall have the right to vote separately on each item on the agenda. Voting procedures and equipment for the election of directors shall be transparent, convenient, efficient and effective. The equipment shall be able to compute the results in a timely manner so they can be promptly presented to the shareholders.
- 1.5. The Directors, Sub-Committees, and the Company Secretary shall attend the Shareholders Meeting, or provide acceptable reasons for not doing so, to answer shareholders' questions and acknowledge their opinions.
- 1.6. Shareholders shall have the right to consider remuneration of the Board annually, in cash and non-cash items, such as regular compensation, meeting allowance, bonus and other compensation.

2. Equitable treatment of shareholders

The Company shall treat all shareholders equally regardless of gender, age, race, nationality, religion, beliefs, political opinions, or disabilities. If shareholders cannot attend the Shareholders Meeting, they shall be entitled to appoint a proxy to attend the Shareholders Meeting.

- 2.1. Every shareholder has the right to receive information and documents either in Thai or in English. The documents provided for foreigners shall be translated into English.
- 2.2. Shareholders shall be entitled to appoint a proxy to attend the Shareholders Meeting. Alternatively, they may appoint an Independent Director as their proxy, and request the background and personal information of the Independent Director for their consideration.
- 2.3. The Board must encourage minority shareholders to propose additional agenda for the meeting and to nominate candidates for the position of director in compliance with the applicable laws and the Company's regulations or rules.
- 2.4. The Company recognizes a great importance to the governance on the use of inside information in accordance with a principle of good corporate governance. It adheres to the principles of business ethics and ensures that investors in the Company's securities receive information disclosure, regarding the inside information set forth by the Stock Exchange of Thailand that is correct, immediate, equitable, and sufficient. In order to comply with the implementation guidelines on the information disclosure and protection of information that may affect the price of securities, together with guidelines for considering actions in a manner that does not take advantage of other persons; the Company has set rules for securities trading of directors, executives, and employees in accordance with the laws. Details are as follows;

2.4.1 Directors, executives, and employees must not use the Company's inside information that are material to the changes in price of securities which have not yet been disclosed to the public or the Stock Exchange of Thailand for trading of the Company's securities which brings interests for oneself and others.

2.4.2 No director, executive, or employee who has gained knowledge of the Company's financial statements uses or allows others to use such information for trading the Company's securities either for the interests of oneself or others in the 30 days prior to the public release of the financial statements. And the Company's securities must not be traded until 24 hours have passed after the financial statements have been disclosed to the public. The Company will notify its directors, executives and employees in advance before the security trading restriction period. Moreover, directors and Executives perform the duty to report the holdings of securities, issued by their companies, spouse, or cohabitant as husband and wife including the underage children to the Office of the Securities and Exchange Commission.

2.4.3 The Company has strict rules on computer system security and information disclosure for preventing sensitive information from being disclosed. Those involved with the inside information must not disclose the information until such information has been informed to the Stock Exchange of Thailand. In the event that directors, executives, or employees misuse the inside information of the Company, the strict measure on penalties will be enforced. If there is a violation of the aforementioned regulations, the Company will consider as a serious disciplinary offense which may be subject to the disciplinary action and as required by law. In regards, the Securities and Exchange Act, B.E. 2535 (1992) stipulates that directors and executives are required to report their securities holdings of listed companies where such directors and executives hold positions when taking office within 30 business days and it must be reported every time when trading securities within 3 business days to the Office of Securities and Exchange Commission.

2.4.4 Directors and executives are responsible for ensuring that their spouses or cohabitants as husband and wife are aware and understand the policy on suspending the trading of the Company's securities.

3. Role of stakeholders

Company business involves several parties, including shareholders, Directors, Management, employees, creditors, customers, business partners, competitors and the community. Each party has different needs and interests so that the policy shall be established appropriately for each stakeholder in a fair manner.

- 3.1. The Company must set communication channels sufficient to communicate effectively with each group of stakeholders.
- 3.2. The Company aims to improve its products and services, and set the payment appropriately to the situation, not taking advantage of its customers. In addition, the Company shall operate fairly in its best interests without taking advantage of its business partners.
- 3.3. The Company must consider employee welfare and not take advantage of its employment agreement. Remuneration shall be set fairly and appropriately to the employees' capability in order to maintain their motivation. Training shall be provided to enhance the employees' capacity. Furthermore, the Company shall provide a standard of safety and discipline in the workplace. An appropriate compensation plan shall be drawn up in the event that the employee has to cease working in the company for any reason.
- 3.4. The Company must establish a Corporate Social Responsibility unit to support and contribute benefit to the community and society as a whole. The Company shall have a

sustainable plan to preserve the environment, especially when the Company's business has an adverse effect on the environment.

- 3.5. The Board shall establish communication channels so that all stakeholders can contact or complain directly to the Board. These channels shall be disclosed clearly.

4. Disclosure and transparency

The Company has an obligation to disclose all information appropriately, correctly and sufficiently without distortion of facts so as to support stakeholder's decision-making. Disclosure indicates operational transparency, which is a key factor for building investor trust and an inspection mechanism for the Company.

- 4.1. The Board has a duty to disclose financial and non-financial information in an adequate, reliable and timely manner, so that all shareholders and stakeholders shall obtain information equally in accordance with the law, regulations and rules of the Company and related state agencies. The Company shall update its website regularly to ensure that the shareholders can search for updated information for their consideration and can contact the relevant department easily.
- 4.2. To regularly and efficiently provide important information about the Company's operating performance to shareholders, investors, employees, related parties and the general public. Furthermore, the Investor Relations Department shall be responsible for providing investment and operating information to institutional investors, security analysts and shareholders through convenient and accessible communication channels.
- 4.3. The Board must prepare the audited financial statements, Auditor's Report and Message from the Chairman, for the Shareholders Meeting for consideration and approval.
- 4.4. In the Company's annual report, the Company must present the financial performance of the Company, the Statement of Director's Responsibilities concerning the Company's financial report, the Independent Auditor's Report, the Management Discussion and Analysis (MD&A), the Report of the Audit Committee on Corporate Governance, and the meeting attendance record of the Board and/or the Sub-Committees compared to the previous year's record.
- 4.5. Members of the Board must disclose changes in shareholdings of the Company's securities in accordance with the Securities and Exchange Commission ("SEC") regulations and report such changes to the Board.

5. Responsibilities of the Board

The Board must consist of directors with a variety of qualifications, which include skills, experience and expertise that are useful to the Company, and shall perform its duties with dedication. The Board is appointed by the shareholders to oversee the Company's business. The Board appoints the Management in charge of business operations; the Sub-Committees to be accountable for specific matters; the Company's Auditor; and the Company Secretary to arrange meetings and compliance with laws and regulations. The Company may review the Corporate Governance Manual. Code of conduct and business ethics to suit the changing circumstances.

5.1 Composition, Qualification and Appointment of the Board

The Board, led by the Chairman, must give direction and manage the operation to be effective and efficient to achieve the success and add value for shareholders and other stakeholders.

- 5.1.1. The Board shall be composed of at least five directors, which are not less than one-third of the total directors and not less than 3 members shall be Independent Directors. The independent directors shall be well-educated, skillful, and have diverse experiences that will be beneficial to the Company's operations wide range of experience.
- 5.1.2. The Board shall be comprised of those who have the necessary skills, experience and ability sufficient for managing the Company's business. Furthermore, at least one Board member shall have accounting and or related financial management skill.
- 5.1.3. Each director must be qualified in accordance with the Public Company regulation and the Standard Qualifications for State Enterprise Directors law. Directors must have no record of suspicion concerning any behavior breach of the Fiduciary Duty, according to the Securities and Exchange Commission.
- 5.1.4. The appointment of Board members must be transparent. The Nominating Committee shall initiate the nomination process and nominate candidates for the position of Director. The list of candidates shall be provided to the Board for consideration and presented at the Shareholders Meeting for approval. However, if a director position becomes vacant for reasons other than retirement by rotation, the Board shall approve the nomination of a new director.
- 5.1.5. Within three months after appointment, the new director shall be given the necessary information to perform their duties efficiently.

- 5.1.6. The profile of all directors must be disclosed in the Annual Information Disclosure or Annual Report and on the Company's website.

5.2 Independence of the Board

Directors shall express their opinions independently and vote in matters which they have authority to manage. If their decision-making is made under pressure from other office staff, family or a conflict of interest, the decision-making may be distorted to be biased toward themselves. The independence of directors is a major concern in order to protect the welfare of shareholders and the Company.

- 5.2.1. To ensure that the Board, led by the Chairman of the Board, can effectively and efficiently manage the operation, the roles and responsibilities of the Chairman of the Board shall be clearly different from those of the Top Executive.
- 5.2.2. Independent directors must be able to access the financial information and other business matters so that they can express their opinion independently in order to protect stakeholders' value. They shall attend the Board Meeting regularly.
- 5.2.3. Independent Directors must be qualified in accordance with the notification of the Capital Market Supervisory Board, the SEC, and the Stock Exchange of Thailand ("SET") (in the Appendix). They shall monitor and ensure that all shareholders be treated equally, and that there be no conflict of interest between the Company and the Management or major shareholders, or other companies which have the same groups of Management. Independent Directors must freely express their opinion in meetings.

5.3 Roles and Responsibilities of the Board

The Board shall act professionally on behalf of the shareholders to steer the Company's operations and make decisions on important matters, and safeguard the benefits for all stakeholders. Furthermore, the Board is accountable for overseeing management operations, risk management and determining remuneration.

- 5.3.1. New directors shall attend orientation classes regarding business operations of the Company.
- 5.3.2. The directors shall conduct their duties in compliance with all laws, objectives and the Articles of Association of the Company, as well as comply with resolutions of

the Shareholders Meetings with honesty and integrity and carefully safeguard the benefits of the Company to ensure fair accountability towards all shareholders.

- 5.3.3. The Board must dedicate time and effort to formulate vision, direction and strategies of the Company's operations, by reviewing them every year. Additionally, the Board is accountable for seeking useful information for the Company, and considering any potential risk to ensure that the Management can implement the determined vision, direction and strategies efficiently.
- 5.3.4. The Board shall formulate policies and direction for the Company's operations, and also monitor and supervise the Management to function in accordance with such policies and regulations with efficiency and effectiveness, under the principles of good Corporate Governance, to maximize economic value and shareholders' wealth.
- 5.3.5. Be a head of the Company and a role model in performing their own duties in accordance with the Company's regulation, in line with the good Corporate Governance of the Company.
- 5.3.6. Be a director who undergoes continuous training, either internal or external, in order to improve his own performance and thus to be a role model for employees.
- 5.3.7. Arrange effective and reliable accounting systems, financial reports, accounting audits, internal control and internal audit systems.
- 5.3.8. Consider the Company's significant risk and setting out a risk management process throughout the Company. The Board shall ensure that the Management has an efficient risk management process, and seeks business opportunities that may arise.
- 5.3.9. A dividend payment shall be made to shareholders when the Company has sufficient profits, and no accumulative losses, by taking into account the Company investment and cash flow management.
- 5.3.10. The Board shall oversee and resolve conflicts of interest, connected transactions, and other signification transactions to ensure the best shareholder and stakeholder value.
- 5.3.11. Independent and other external directors are capable of using their judgment with an independent opinion in determining matters such as setting out strategies, operational tactics, resource utilization, nomination of directors, including setting up performance standards for the Company. They also have to be ready to oppose any

acts of other directors or the Management on issues affecting the equity of shareholders.

- 5.3.12. Report and update the “Report on the interests of Director and Management” to the Company, in compliance with the Company’s criteria.
- 5.3.13. Ensure that the Management treats all stakeholders ethically and equitably.
- 5.3.14. Review the Company’s Good Corporate Governance Policy regularly.
- 5.3.15. Set out and effectively oversee the anti-corruption system to ensure Management awareness and attention to the anti-corruption scheme; embed the Company anti-corruption culture.
- 5.3.16. Set out and oversee when the company receives a complaint.
- 5.3.17. Comply with the anti-corruption measures and punish when noncompliance occurs.
- 5.3.18. Appoint the Company Secretary to take care of the Board’s and the Company’s activities such as the Board Meeting and the Shareholders Meeting; also assist the directors and the Company in performing their duties as required by law and related rules and regulations from time to time. Furthermore, the Company Secretary is accountable for supporting the directors and the Company in disclosing all information accurately, completely, transparently, and providing it in a timely manner.
- 5.3.19. Report the Company’s performance to Shareholders Meetings and via the Company’s annual report.
- 5.3.20. Provide easy-to-access channels that are appropriate for shareholders.
- 5.3.21. Board self-assessment and the Top Executive’s performance evaluation should be conducted regularly, at least annually, to be used as a framework for reviewing performance to enhance its effectiveness. The result should be disclosed in the Company’s annual report. Furthermore, the Top Executive’s remuneration should be evaluated according to his performance.
- 5.3.22. Seek external professional opinions to make comments or give advice on the Company’s operations at the Company’s expense as necessary.

5.4 Term of office for members of the Board of Directors

At every Annual Ordinary General Meeting of shareholders, one-third of the total number of directors shall retire by rotation. In case the number of directors is not a multiple of three, the number nearest to one-third shall retire and the director who has served the longest period in the office shall retire. A retiring director is eligible for re-election. The board should establish the policy that the tenure of an independent director should not exceed a cumulative term of nine years from the first day of service. Upon completing nine years, an independent director may continue to serve on the board, subject to the board's rigorous review of his/her continued independence.

Apart from retirement by rotation, the directors shall vacate office upon:

- Death;
- Resignation (effective as from the day that the Company receives the resignation letter);
- Loss of qualifications or disqualification under Section 68 of the Public Limited Company Act. B.E. 2535 (1992);
- Removal by a resolution of the shareholders' meeting under Section 76 of the Public Limited Company Act. B.E. 2535 (1992);
- Removal by a court order.

If a vacancy on the Board of Directors occurs for any reason other than retirement by rotation, the Board can consider appointing another director who is fully qualified to replace the resigning member. The substitute member shall have membership for the remaining term of service of the resigning member. In the case where vacancies in the Board result in the number of directors being below the number required to constitute a quorum for a meeting, the remaining directors may act in the name of the Board, in respect of the arrangement for holding a Meeting of Shareholders for the purpose of electing directors. The vacancies must be filled within one month from the date on which the vacancies fall below the number required to constitute a quorum. The new director(s) shall hold office only for the remaining term of the replaced director(s).

5.5 Establishment of Sub-Committees

To ensure efficient operations, the Board has set up Sub-Committees as follows:

- 5.5.1. Executive Committee** shall be appointed by the Board and composed of members with managerial skills; the Management can be part of the Executive Committee.

Roles, duties and responsibilities of the Executive Committee

1. Undertake action assigned by the Board.
2. Strictly comply with laws, objectives, rules and regulations of the Company.

Term of office for members of the Executive Committee

- 1) Executive Committee who is a Company Director, shall have the term of office for 3 years and vacates office upon the expiration of term or upon retirement from the directorship of the Company or when the Board of Directors resolves to vacate office. He or She may be re-appointed by the Board of Directors as necessary and appropriate .
- 2) In the event that the position of the Executive Committee is vacant due to reasons other than the retirement by rotation under 1), the Board of Directors shall appoint a person with full qualifications as detailed in the Executive Board Charter, served as an Executive Committee to replace the vacant position. The person elected to replace the Executive Committee shall hold office only for the remaining term of the Executive Committee whom he or she replaces.
- 3) Executive Committee who is a senior executive of the Company, shall have a term of office as long as holding a position as an executive of the Company unless the Board of Directors resolves otherwise.

5.5.2. An Audit Committee shall be appointed by the Board and comprised of at least three independent directors, with at least one member having financial and accounting expertise. The Audit Committee members must bear independent qualifications in accordance with notification of the SEC, regarding the qualifications and scope of work of Audit Committees. (in the Appendix)

Roles, duties and responsibilities of the Audit Committee

1. Review the accuracy and adequacy of the Company's financial reports.
2. Ensure that the Company has a suitable and efficient internal control system, internal audit, good Corporate Governance process and risk management system.
3. Review the efficiency and effectiveness of the Information Technology System in relation to Internal Control and Risk Management.

4. Review the Company's compliance with the Securities and Exchange Act, the SET's regulations, and the laws relating to the Company's business.
5. Consider connected transactions, or transactions that may lead to conflicts of interest, to ensure that they are in compliance with the SET's rules and regulations together with the laws relating to the Company's business.
6. Review the risk assessment process and give advice on risk mitigation measures to the Board. The Management shall implement such advice.
7. Review and consider with Management any defects that have been found, and monitor the response by Management.
8. Empower the auditing and investigation of all related parties in accord with the authorization of the Audit Committee, and is authorized in hiring an expert so as to audit and investigate in compliance with the Company's regulations.
9. Consider, select, nominate/discharge and recommend remuneration for the Company's external auditor. The Audit Committee shall meet privately with the external auditor at least once a year, without Management being present.
10. Consider scope of work and plans of the external auditor and the internal audit department in order to ensure cooperation of both parties and ensure there are reductive double operations of financial auditing.
11. Coordinate with the Company's auditors and may advise them to review any significant transactions.
12. If the Audit Committee finds any issue that may affect the financing and performance of the Company, the Audit Committee shall report to the Board to improve it in due course.
13. Oversee the internal control of financial reporting and other processes involved with the anti-corruption measures, including oversee the compliance of anti-corruption policy.
14. Review the relevant measures and internal control to ensure the anti-corruption measures are sufficient and efficient.

15. Regularly report to the Board issues relevant to internal audit results on the anti-corruption measures. Provide suggestions and/or procedures to the Management.
16. Implementation of the Management process regarding the receiving of complaints.
17. The Chairman or a member of the Audit Committee shall attend the Company's Annual General Shareholder Meeting so that shareholders may ask questions related to the Audit Committee or the nomination of the Company's auditor.
18. Evaluate the Audit Committee performance at least one time annually, and report to the Board.
19. Prepare a report for the Audit Committee on Corporate Governance to be included in the Company's annual report, affixing the signature of the Chairman of the Audit Committee. Minimum contents to be disclosed in the report are the Audit Committee's performance, number attending the meetings, attendees and overall opinions of the Committee.
20. Ensure that remuneration for the Company's auditor is disclosed in the Company's annual report.
21. Approve Charter, work plans, budget and manpower of the Internal Audit Department.
22. Consider, select, nominate and evaluate the Internal Audit Manager as well as the independence of the Internal Audit Department.
23. Perform any other acts assigned by the Board, with the approval of the Audit Committee.

Term of office for members of the Audit Committee

1. The term of service of the Audit Committee members is fixed and covers a reasonable period of 3 years. The Audit Committee members may be reappointed for another term depending on the consideration of the Board Meeting but their membership term shall not be automatically renewed.

2. The Board's or the Shareholders' meetings may appoint or remove the Audit Committee members as appropriate.
3. The Audit Committee member shall be vacated from the position upon:
 - Death
 - Resignation
 - Retirement by rotation
 - Termination of the Board membership
 - Loss of qualification or disqualification in accordance with the Company's regulations or the SET's rules and regulations
 - Removal by the resolution of the Board
4. In event that any Audit Committee member wishes to resign before the expiration of his term of service, the resigning member shall give notice thereof to the Chairman of the Board not less than 30 days in advance. The Company shall also report such resignation and send a copy of the resignation letter to the SET.
5. If a vacancy on the Audit Committee occurs for any reason other than retirement by rotation, the Board can consider appointing another director who is qualified to replace the resigning member. The substitute member shall have membership for the remaining term of service of the resigning member. The Company shall also inform such appointment to the SET. In the event of removal by resolution of the Board, the removed member may clarify the reasons to the SET and the SEC.

5.5.3. Compensation and Nomination Committee shall be appointed by the Board, at least one of whom must be an Independent Director.

Roles, duties and responsibilities of the Compensation Nomination Committee

Recruitment

- (1) Set criteria, methodology for selection of the Board and Sub-committee members as well as Top Executive, for the purpose of transparency.
- (2) Nominate Board members and Sub-committee members for the Board and/or shareholders to appoint.
- (3) Recruit those nominees to be the Top Executive for the Board to appoint.
- (4) The Nomination Committee conducts a preliminary screening of candidates with the required qualifications (in the Appendix), knowledge, skills and experience

and then nominates them to the Compensation Committee for submission of the final list to the Board for its consideration and approval.

Compensation Consideration

- (1) Propose policy and criteria for compensation of the Board and Sub-committee members, including meeting allowance, bonus, welfare and other compensation in both cash and non-cash terms, by taking into consideration similar compensation in the industry.
- (2) Determine compensation for the Top Executive.
- (3) Determine cash and non-cash welfare and other benefits for the Company's employees.
- (4) Ensure that the Company has disclosed the policy, principle and rationale underlying the director's remunerations.
- (5) The Board and Top Executive shall not remunerate themselves owing to conflicts of interest. The Compensation Committee shall be responsible for determining compensations. Furthermore, the Company's performance and similar Directors' compensation of listed companies in the industry have been taken into account. The compensation has been initially determined by the Compensation Committee, and proposed to shareholders for approval.

(5.1) The formulation and structure of such compensation shall be fair and reflect the Board's performance and responsibilities. The compensation should be attractive enough to retain suitable directors, and be competitive with the general level in the same industry. The structure of the compensation shall be clear, transparent, and easy to comprehend.

(5.2) Shareholders have the right to consider compensation structures and policies for each directorial position annually. The Board shall propose compensation packages as an item on the agenda for shareholders to consider and approval at the Annual Ordinary General Meeting.

Term of office for members of the Compensation and Nomination Committee

- 1) Compensation and Nomination Committee shall have the term of office for 3 years and vacates office upon the expiration of term or upon retirement from the directorship of the Company or when the Board of Directors resolves to vacate office. He or She may be re-appointed by the Board of Directors as necessary and appropriate.

2) In the event that the position of the Compensation and Nomination Committee is vacant due to reasons other than the retirement by rotation under 1), the Board of Directors shall appoint a person with full qualifications as detailed in the Compensation and Nomination Committee, served as an Compensation and Nomination Committee to replace the vacant position. The person elected to replace the Compensation and Nomination Committee shall hold office only for the remaining term of the Executive Committee whom he or she replaces.

5.5.4 Risk Management Committee shall be appointed by the Board.

Roles, duties and responsibilities of the Risk Management Committee

1. Regulate and support risk management procedure in line with the Company's strategies and objectives, responding to any risk situation change.
2. Consider Risk Management Policy and procedures in all areas, e.g. credit risk, market risk, operational risk, strategic risk, liquidity risk, regulatory risks and other risks.
3. Assess the Company's risks in the areas mentioned in item 2.
4. Define and review risk management tools and guidelines to ensure that they are efficient and appropriate with regard to the overall risk associated with the operation.
5. Determine and review risk limits and corrective measures.
6. Follow up with risk assessments which assume both normal operational mode and crisis situations (stress testing).
7. Evaluate the risk entailed in operating new businesses and trading new products. Furthermore, to define preventive measures to deal with the risk derived from transactions.
8. Review and improve, if needed, the Charter of the Risk Management Committee, and report the amendment to the Board.
9. Risk Management Report shall be presented to the Board. Should any event be likely to have significant impact on the Company, the Board shall be informed immediately.

10. The Risk Management Committee shall set its meeting schedule at least one time per quarter.
11. Review and support Anti-Corruption risk management implementation by assessment of corruption risks and review appropriateness of the anti-corruption measures.
12. A Risk Management Report regarding anti-corruption shall be presented to the Audit Committee. Should any event be likely to have significant impact on the Company, the Board shall be informed immediately.
13. Perform any other acts assigned by the Board.

Term of office for members of the Risk Management Committee

- 1) Risk Management Committee shall have the term of office for 3 years and vacates office upon the expiration of term or upon retirement from the directorship of the Company or when the Board of Directors resolves to vacate office. He or She may be re-appointed by the Board of Directors as necessary and appropriate
- 2) In the event that the position of the Risk Management Committee is vacant due to reasons other than the retirement by rotation under 1), the Board of Directors shall appoint a person with full qualifications as detailed in the Risk Management Committee Charter, served as an Risk Management Committee to replace the vacant position. The person elected to replace the Risk Management Committee shall hold office only for the remaining term of the Risk Management Committee whom he or she replaces.

5.5.5. Corporate Governance and Sustainable Development Committee shall be appointed by the Board; the Management can be part of the Corporate Governance Committee.

Roles, duties and responsibilities of the Corporate Governance and Sustainable Development Committee

1. Propose good Corporate Governance (“CG”) Policy to the Board.
2. Provide suggestions on good CG to the Board
3. Ensure that directors and the Management conform to the good CG principles.

4. Review the Company's good CG practices and guidelines, in line with international standards, and present to the Board.
5. Formulate policy and practice for Sustainable Management ("SM") and Corporate Social Responsibility ("CSR") and present to the Board.
6. Review and follow-up the SM plan.
7. Framing the guidelines and oversee the operations related to anti-corruption in the company.
8. Establish and review the Anti-Corruption Policy. Provide suggestions and guidelines, monitor and assess Anti-Corruption risk compliance at least one time per year.

Term of office for members of the Corporate Governance and Sustainable Development Committee

1) Corporate Governance and Sustainable Development Committee shall have the term of office for 3 years and vacates office upon the expiration of term or upon retirement from the directorship of the Company or when the Board of Directors resolves to vacate office. He or She may be re-appointed by the Board of Directors as necessary and appropriate

2) In the event that the position of the Corporate Governance and Sustainable Development Committee is vacant due to reasons other than the retirement by rotation under 1), the Board of Directors shall appoint a person with full qualifications as detailed in the Corporate Governance and Sustainable Development Committee Charter, served as a Corporate Governance and Sustainable Development Committee to replace the vacant position. The person elected to replace the Corporate Governance and Sustainable Development Committee shall hold office only for the remaining term of the Corporate Governance and Sustainable Development Committee whom he or she replaces.

5.6 Board Meetings and Receipt of Relevant Documents and Information

Every Board member shall attend the Board Meetings on a regular basis, and the Company Secretary is responsible for coordinating the meetings, arranging the venue, and preparing the appropriate documents. Each director shall be informed in advance of the date and agenda of the meeting and receive supporting information.

- 5.6.1. The Board must fully devote its time and efforts, to concentrate on the Company's operations and shall regularly attend the Board Meetings, at least once a quarter or more frequently if deemed necessary. The Company Secretary shall coordinate the meetings and prepare necessary documents and invitations. Each meeting must be constituted by a quorum according to the Company's Articles of Association.
- 5.6.2. The Company secretary prepares the meeting agenda according to the Chairman of the Board's order by consulting with the Chief Executive Officer and considering the director's requests to include other important matters as an agenda for consideration in the next meeting.
The Chairman of the Board is the person who summons the Board of Directors' meeting by making a letter calling for the meeting together with the meeting agenda signed by the Chairman of the Board or the Company secretary by order of the Chairman of the Board.
- 5.6.3. The Board must allocate sufficient time for Management to present information and for directors to discuss important matters.
- 5.6.4. The Board must receive relevant information at least seven days in advance of each Board Meeting to allow adequate time to study, examine, and decide on important matters, with the exception of urgent meetings.
- 5.6.5. The Board can request documents, information, advice and other services concerning the Company's operations from Management for support in each meeting. The Company Secretary shall collaborate in the delivery of such information for the Meeting. The Board can request independent advice from external advisors as necessary and this expense shall be absorbed by the Company.
- 5.6.6. Directors who may have conflict of interest in any item in the agenda, must not vote or express their opinion on that item and/or shall leave the meeting room when it is discussed.
- 5.6.7. The minutes of the Board Meetings must be clear and contain the resolutions of the meeting and the comments of the Board for reference.

5.7 Management

The Management is authorized to carry out tasks assigned by the Board of Directors under the rules, regulations and Articles of Association of the Company. However, any member of

the Management having a material interest, directly or indirectly, or having a conflict of interests in any matter with the Company/Subsidiaries, as defined by the SEC, has no right to engage in such matter.

Roles, duties and responsibilities of the Management

- 5.7.1. Establish a risk assessment in operational processes where corruption may occur.
- 5.7.2. Establish a process to promote anti-corruption and communicate this to the personnel of the company and its stakeholders.
- 5.7.3. Instruct personnel of the company to comply strictly and continuously with the anti-corruption policy and protection framework.
- 5.7.4. Set out the evaluation and report the results of compliance measures to Corporate Governance Committee regularly.
- 5.7.5. Establish a process for receiving complaints.
- 5.7.6. Review the appropriateness of the procedures and other measures to comply with changes in business, regulatory and legal requirements.

5.8 Company Secretary

The Company Secretary is responsible for arranging Board Meetings and the Annual General Meeting of shareholders to ensure that they are organized in a transparent way and in compliance with applicable law and related regulations.

- 5.8.1. The Board shall appoint the Company Secretary, in accordance with the Securities Exchange Act, to manage the documents for the Meetings, keep and submit a copy of the Report of Interests filed by Directors, Management and other relevant persons to the Chairman of the Board and the Chairman of the Audit Committee within seven days from the date of the Company receiving said Reports. The Company Secretary shall be in charge of other tasks as required by the Capital Market Supervisory Board in accordance with the Securities and Exchange Act. After appointing the Company Secretary, the Chairman of the Board shall notify the Office of the Capital Market Supervisory Board within fourteen days.
- 5.8.2. The Company Secretary is responsible for arranging the Board Meetings and the Annual General Meeting of Shareholders as well as providing legal advice, training and other useful information to the Board.

5.9 Segregation of duties for the Chairman and the Top Executive

Segregation of policy-making duties and day-to-day management will help directors to monitor and evaluate the operating performance efficiently. The position of Chairman and the Top Executive should be held by different individuals.

5.9.1. Roles, duties and responsibilities of the Chairman

1. Oversee the Management's performance, guide and advice. However, the Chairman must not take part in or interfere with day-to-day management, which is the duty of the Top Executive under the authority delegated by the Board.
2. Chair Board Meetings and Shareholders Meetings fairly.
3. Encourage participants to exercise their voting rights and strictly comply with good Corporate Governance principles.

5.9.2. Roles, duties and responsibilities of the Top Executive

1. Efficiently and successfully implement policies assigned by the Board, in accordance with good Corporate Governance principles and fair responsibility to shareholders.
2. Create strategic plans for financial, investment, management and real estate development in accord with the Company's business.
3. Propose important matters for the Board's approval i.e. dividend payment for shareholders, arrangement of shareholder meetings and selecting, nominating and proposing the independent auditor's fees.
4. Approval of important matters concerning the Company operations.
5. Acknowledge complaints, fraud suspicions and questions about Ethical Standards and Business Code of Conduct, by following the process of dealing with the matters of complaint.
6. Authority to order employees at all levels

7. Promote qualified individuals, who have knowledge, skills and experience useful to the Company, to Management.

5.10 Self-assessment of the Board

The Board's self-assessment form is applied from the SET guidelines, and is adjusted to suit the Company business and the Board structure. The results are key factors in enhancing the effectiveness and efficiency of the Board's performance. The assessment of the Board consists of six categories as follows:

1. Structure and qualifications of the Board
2. Roles, duties and responsibilities of the Board
3. Board Meetings
4. Board performance
5. Relationship with Management
6. Director's self-improvement and Management improvement

5.11 Succession Plan

The Board must ensure that the Company has an appropriate nomination process for key management positions at all levels.

The Company must prepare a process for identifying and developing individuals with the potential to fill key business leadership positions in the Company for the succession plan, especially the Management positions, by establishing a policy and development guideline for each person to be ready for a higher position when there are future leadership needs. The Management positions are Managing Director, General Manager and Head of Department or equivalent position.

SECTION 3

ETHICAL AND BUSINESS CODE OF CONDUCT

ETHICAL STANDARDS AND BUSINESS CODE OF CONDUCT

Meaning

The Company's Code of Business Ethics is a business framework and standard for conduct and behavior that all the Company personnel, including the Board, the Management, and employees at all levels shall adopt when performing their work. All Company personnel shall conduct themselves ethically, with integrity and creativity, and give equal treatment to all in order to effect sustainable growth and maintain the good image of the Company.

1. Responsibility to shareholders

The company is committed to being a good representative of shareholders in carrying out their business with responsibility and to create satisfaction for shareholders. With regard to sustainable growth, able to generate suitable returns for the company with transparency, trustworthiness

Good practice

1.1 Company personnel must perform their duties with honesty. And fair to all shareholders

1.2 Company personnel will apply knowledge and operational skills. Management to apply to the full capacity

1.3 Company personnel will be careful any actions that may cause conflicts of interest.

2. Compliance with Laws and Regulations and Human Rights Principles

The Company and all Company personnel must respect and comply with law, culture, traditions of each country that the Company invests in or associates with, abide by Human Rights Principles, and do business righteously, fairly and legitimately.

Good Practices

2.1 Company personnel must understand and strictly abide by laws related to his/her roles and responsibilities.

2.2 When Company personnel perform their duties overseas, they must understand the laws, traditions, customs and cultures of the destination countries before departure.

2.3 The Company must abide by Human Rights Principles, and not support any business that violates Human Rights Principles.

3. Political Support

The Company is a politically neutral organization which encourages Company personnel to uphold the democratic form of government with the King as Head of State, and activities that align with the local governing system. The Company encourages its personnel to exercise their political rights in compliance with the law.

Good Practices

- 3.1 The Company does not permit its personnel to utilize the Company's resources, logo and/or trademark to support direct or indirect political activities.
- 3.2 The Company's personnel can join, support, and exercise their political rights after office hours, by using their personal resources only.

4. Interest and Conflicts of Interest

Company personnel must perform operations with their first consideration being the benefit of the Company and its stakeholders.

Good Practices

- 4.1 Company personnel are prohibited from using their personal authority in executing transactions between the Company and themselves, any partnership or other legal entity to which they may belong, or their related parties, over the ordinary welfare and benefits that Company personnel merit. Exceptions may be made if a conflict of interest is disclosed and approved in principle.
- 4.2 Company personnel and their connected parties (in the Appendix) may enter into other normal business agreements without using the influence of other Company personnel.
- 4.3 Any orders given for self-benefit are prohibited.
- 4.4 When agenda items are raised during a meeting, any person with a conflict of interest shall not vote or should temporarily leave the meeting to allow other attendees to consider, analyze and discuss the items without the influence of such person.
- 4.5 The Board and the Management must consider Connected Transactions between the Company and its subsidiaries or associated companies (in the Appendix) independently with prudence, honesty, and ethically by taking into account the benefits to the Company.

- 4.6 Company personnel must disclose every potential conflict of interest transaction involving themselves and/or their relatives that may arise.
- 4.7 Directors and Management must report every conflict of interest transaction with the Company, its subsidiaries or associated companies. Directors and Management must disclose their Company's share holdings or those of Connected Persons in accordance with the rules and regulations established by the Securities and Exchange Act.
- 4.8 Company personnel must not accept any temporary or permanent external engagements considered as competing with the Company's business operations or which might cause any conflict of interest.

5. Confidentiality, Safeguarding, Use of Inside Information and Reporting of interests

The Company is responsible for keeping non-public information confidential, and may only disclose it to authorized personnel. It is the duty of the person in charge of, or possessing the information, to keep information strictly confidential and safeguarded.

Good Practices

- 5.1 The Company shall set up access levels and applicable procedures. Company personnel must understand each access level and keep any information within their responsibility confidential.
- 5.2 Company personnel shall not disclose confidential information even after their retirement, resignation or termination of their position at the Company.
- 5.3 The Company must keep information about customers and trade privacy confidential. Company personnel must not disclose confidential information relating to customers unless it is required by law, for court cases, or approved by the Board.
- 5.4 Inside information is for operational and managerial purpose which is not yet ready to be disclosed to the public. If such information was disclosed before time, it could impact the Company, its subsidiaries and associated companies, particularly the trading stock price in the SET. Company personnel must keep inside information confidential and shall not disclose or exploit it for self gain.
- 5.5 Company personnel who have gained knowledge of inside information that is material and may affect the price of the Company's securities, must suspend trading of the Company's securities at least 30 days before such inside information is disclosed to the public.

Persons involved in suspension of securities trading during the aforementioned period, include;

- 1) Directors, executives at Executive Vice President Level and above
- 2) Those who have gained knowledge of the Company's financial statements or information that is material to changes in prices of the Company's securities.
- 3) Spouse or cohabitant as husband and wife and underage children of persons under item 1 or 2.

5.6 Information must only be disclosed by the Company's authorized personnel. Unauthorized personnel shall not disclose any information. If an unauthorized person is asked to disclose information, a direct enquiry must be made to the authorized person to ensure the correctness and consistency of the disclosed information.

5.7 Company personnel shall retain information on paper and/or in an electronic format for future retrieval. For such documents that must be kept in compliance with the law, Company personnel shall consider the requirements on a case-by-case basis, and safely destroy such documents when their retention period has expired.

5.8 Directors and executives of the Company shall perform a duty to report the interests of oneself and those involved in accordance with the relevant laws and regulations, regarding reporting of interests of directors, executives and related persons.

6. Practices for Customers

Creating customer satisfaction, having responsibility towards customers, providing quick-response to customer needs and ensuring a hospitable customer experience are major considerations for the Company.

Good Practices

- 6.1 The company is committed to developing quality products and services to meet the needs of customers. with reasonable price and with fair conditions
- 6.2 Disclosure of information about products and services in a complete, accurate and timely manner and does not distort the facts so that customers can make the right decision
- 6.3 Set up a system for customers to make complaints about products and services. in order to be able to respond quickly to customers and consider fixing problems
- 6.4 Respect customers and communicate with customers politely.

7. Practices with Business Competitors

Fair competition and no concealment of illegal agreements

Good Practices

- 7.1 The Company operates its business with free and fair competition. Untruthful accusations, libel, or unreasonable or doubtful information to discredit competitors must not be tolerated.
- 7.2 Company personnel must in all circumstances associate carefully with business competitors and their personnel and must not disclose the Company's confidential information either intentionally or negligently to trade competitors.

8. Practices with Trade Partners

With good Corporate Governance principles, the Company treats all trade partners fairly and transparently as potential business partners for the future.

Good Practices

- 8.1 The Company encourages transparent and fair operations and does not discriminate against trade partners of the Company and its subsidiaries or associated companies.
- 8.2 Company personnel must remain neutral, refrain from any request for, or acceptance of, benefit from trade partners, and also strictly comply with the good practices in the *Ethics for Stakeholding and Conflict of Interest*.
- 8.3 Company personnel must retain documents relating to trade partners, as supporting evidence, for an appropriate period.
- 8.4 The Company must strictly adhere to contractual agreements. If either the Company or the trade partner should fail to comply with the agreed terms and conditions or circumstances arise that render compliance impossible, the Company personnel shall immediately report to their supervisor to seek corrective action.

9. Community, Social and Environmental Responsibilities

The Company realizes the importance of community activities, society, environment, religious support, environmental development, conserving and increasing natural resources, and educational support for young people.

Good Practices

- 9.1 The Company shall strive to fulfill its social responsibilities regarding quality, safety and health and environmental protection by using natural resources efficiently with due regard to the security and environmental awareness of its stakeholders.
- 9.2 The Company shall consider alternative use of natural resources to alleviate adverse effects on the community, environment and quality of life. The Company supports the reduction in consumption of energy and resources.
- 9.3 The Company shall embed awareness of individual social and environmental responsibilities in all the Company employees at all levels.

10. Treatment of Employees

The Company personnel are the most important part of the business. The Company shall recognize all employees without discrimination, encourage unity, provide a safe and satisfactory working environment and offer appropriate welfare and benefits to employees.

Good Practices

- 10.1 The Company must treat its personnel equally without discrimination, regardless of origin, ethnicity, gender, age, colour, race, religion, disability, financial status, family or educational background or other status that is not directly related to their working performance.
- 10.2 The Company must provide all its personnel the opportunity to perform to their best ability with reasonable compensation. The Company shall motivate personnel by determination of salaries, bonuses and operating expenses. In addition, the Company shall provide its personnel with opportunities for university education as well as short-term and long-term training.
- 10.3 All Company personnel must perform their duties to their best ability with integrity, fairness, morality ethics and responsibility. Company personnel shall not assign any other person to complete their work, either directly or indirectly, except when it is necessary or the job in general does not need any specific skills.
- 10.4 Company personnel shall perform their duties in line of authority, receiving orders from and being directly responsible to their supervisor. The line of authority should only be crossed if absolutely necessary. Company personnel shall refrain from making comments about their supervisors and colleagues that could have adverse effects on the person or the Company,

and personnel shall be thoughtful and reasonably open to the opinions of their subordinates and colleagues without prejudice.

- 10.5 Company personnel shall use all company resources, including staff, premises and other facilities to carry out their assignments. Their use for other purposes, or beyond the benefit to which he or she is entitled, is prohibited.
- 10.6 Company personnel shall be polite and well-dressed and behave according to their roles and the local customs without damaging the Company image.
- 10.7 Company personnel shall fully cooperate with the Company's activities organized to promote unity, harmony and cooperation, including those involving corporate social responsibilities.
- 10.8 Company personnel must not cause trouble, annoyance, assault, or demean other Company personnel or outsiders. Prohibited behavior includes sexual assault, insults, verbal or visual obscenity and sexual harassment.
- 10.9 The Company must support employees' rights in accordance with the Labour Protection Act.

11. Creditors

Good Practices

- 11.1 The Company shall comply strictly with the debt agreement and treat all creditors transparently, and equally in terms and conditions of payment.
- 11.2 The Company shall consistently report its financial status with integrity, accuracy, and timeliness to creditors.
- 11.3 If terms and conditions in the contracts/agreements cannot be observed, the Company shall inform creditors in advance to find solutions together.

12. Internal Control and Internal Audit

The Company must establish, maintain and monitor internal control systems and risk management systems to ensure that risk is at an acceptable level.

Good Practices

- 12.1 The Company must set up a good internal control system and encourage the employees to have a positive attitude towards the system. The Company shall set up a risk assessment

system to measure the risks which may affect the Company objectives, goals and success. Additionally, the Company shall provide information technology and communication systems, both internal and external, to ensure that internal control systems are implemented appropriately. Furthermore, the Company must establish a good monitoring system and evaluation system to ensure the appropriateness of the system and improve the system according to the changing environment.

- 12.2 The Company must assign a team responsible for risk assessment and risk management, internal control evaluation and compliance review and use the results to improve the standard of its control system according to changes in environment and related risk factors, with support from senior and middle Management.
- 12.3 The Audit Committee must review the internal control system, risk management system and internal audit system. The Audit Committee shall report the results to the Board and shareholders for acknowledgement.
- 12.4 The Company must establish an independent unit which directly reports to the Audit Committee (in the Appendix). This independent unit shall perform internal audits efficiently and shall have adequate resource with qualified Internal Auditors and operate under the Code of Ethics for Internal Audit Professions.
- 12.5 Company employees must cooperate in internal control and audit systems, review, and follow the process strictly.
- 12.6 All the Company employees shall support and provide accurate information to the internal audit department and the Company external auditors. Company employees are responsible for correct financial records and must report immediately if any mistakes or suspicious cases occur.

13. Anti-Fraud and Corruption

The Company stipulates honest, transparent and just doing business practice in accordance with related law, Good Corporate Governance principle, Anti-Corruption Policy, Ethical Standards and the Business Code of Conduct Handbook. The Company understands the effects of corruption relating to economic growth systems, society, and public security, thus the Company supports counteraction against fraud and corruption as follows:

Good Practices

- 13.1 Embed an anti-corruption culture and prevent fraud risk to all Company personnel, in accordance with good Corporate Governance.

- 13.2 The Company must perform with care in receiving gifts, hospitality, assets or other benefits from any relevant person, if such benefits are based on the business relationship. However, conduct permissible by local culture and local norms is acceptable. Such gifts and hospitality must be appropriate and not illegal. Additionally, Company personnel are not permitted to use their position at work for an inappropriate benefit in association with their job.
- 13.3 The Company must provide an audit process for every operating procedure, including assessment of corruption risk, and procedure to correct the error (if any).
- 13.4 The Company must provide a proper and sufficient internal control system, including the efficiency of audit process and monitoring procedure to balance the authority and responsibility of each Company personnel, to prevent corruption involvement and fraud risk.
- 13.5 The Company must provide channels for the communication and training of guidelines on the prevention of corruption involvement for Company personnel, to ensure awareness and attention to the Anti-Corruption scheme.
- 13.6 The Company must provide channels for receiving information, suspicions or complaints on breaches of the Company regulations Ethics Handbook, with a policy to protect the providers of such information and treat the received information with confidentiality, including measures on investigation and punishment under the Company discipline and/or related regulations.
- 13.7 The Company shall support any activities, arranged by any entity, on the prevention of corruption involvement and fraud risk.

14. Safety, Health and the Environment

The Company must emphasize the safety and health of the employees and community, and support the efficient use of resources.

Good Practices

- 14.1 The Company must promote safety and acknowledge the importance of safety in the workplace by setting Quality Security Safety Health and Environment regulations, which are equal to international standard quality. Each Company employee is required to train and strictly adhere to the policy in accordance with the Company's requirements.

- 14.2 The Company shall make every effort to avoid and prevent losses from accidents, fire, occupational illness and injury, loss of or damage to assets, violation of safety measures, improper working practices and other errors. The Company shall provide a safe workplace and regularly train its employees on safety and security plans. It is the responsibility of Management and employees to report any accidents and incidents according to the required procedures.
- 14.3 If the Company discovers any practice which is unsafe or is not being implemented according to the Quality Security Safety Health and Environment regulations, or if its continued implementation will have a negative effect on the environment, employees may temporarily cease such operations and notify colleagues, supervisors and related departments in order to resolve the situation, and they must not resume operations until a solution has been put into effect.

15. Intellectual Property and Use of Information Technology

The Company must support its personnel in conducting research and development for the benefit of the Company. Company employees must use information technology and communication channels to communicate with external parties with care and caution, respecting the rights of the owners of intellectual property.

Good Practices

- 15.1 The Company must support its personnel in developing computer programs. Any returns from such work, as well as associated legal rights would belong to the creator. However, the Company shall hold the legal rights to any work commissioned by the Company and/or based on the Company's information or knowledge within the Company.
- 15.2 Company personnel shall protect the confidentiality and prevent any leak of the Company's trade secrets, secret formulas and secret business methods.
- 15.3 The Company must encourage its personnel to use the internet to support their work. Company personnel must not perform any act that might interfere with or cause disruption to others on the computer and internet system in the office. Personnel shall not use the Company's computer system to release inappropriate information that is against the law, morality, culture or tradition; e.g., causing damage to reputation or property, propagating pornography, sending spam email, disrupting mail forwarding, or advertising merchandise or businesses that are irrelevant to the Company's products and services.
- 15.4 Company personnel must conduct their business using genuine software and, if they must use a computer or software that belongs to outside parties, they shall check for

the copyrights and consult their supervisor. Installing and using illegal software in the office is strictly prohibited.

15.5 The Company personnel must safeguard their passwords and not disclose them to others to prevent unauthorized access to the computer system. Accessing inappropriate websites should be avoided since it may cause damage to the Company's computer system.

15.6 If the Company personnel request access to the Company's information technology system for temporary staff or a contractor's employees, they must oversee such person's use of the computer and be held responsible for any consequent damages.

15.7 The Company shall review, supervise, monitor, investigate and control the use of its information technology system by its personnel to ensure the Company's information system security.

16. Treatment and Use of Company Assets

The Company personnel is responsible for taking care of the use of the Company's assets for the utmost benefit and appropriateness in the Company's business operations.

Good Practices

16.1 The Company's personnel must comply with safety requirements in the use, care, and maintenance of tools, equipment, and assets related to the Company's business operations.

16.2 The Company personnel must not take, use, sell, give, borrow, lend or dispose of the Company's assets without permission. regardless of whether the property has value or not.

16.3 The Company personnel must not intend to damage or destroy the Company's property.

16.4 The Company personnel must not use the Company's assets for their benefit or outside affairs.

17. The behavior of employees and treatment for other employees

All personnel of the company should maintain a working environment. By recognizing the non-infringement of personal rights And should respect each other to supervisors, co-workers and subordinates As well as providing assistance Suggesting opinions and solving problems together in work

Good practice

- 17.1 Personnel of the company must not incite promotion of slander or mockery. Which causes breakage Unity Including not bringing the works of others into their own
- 17.2 The personnel of the company must not do anything. Which is sexual harassment against colleagues
- 17.3 The company's personnel must be disciplined. Do not act as a disrespect to the supervisor Colleagues and subordinates
- 17.4 The company will promote the values of morality and ethics in conducting the event by praising the employees who do good to create a working environment and atmosphere

APPENDIX

1. Definitions and Qualifications of Independence of Directors

- 1.1 Holding shares not more than one percent of the total number of voting shares of the Company or its parent company, subsidiaries, associated company, or juristic persons who may have conflicts of interest by including the shares held by those related to that independent director.
- 1.2 Not be an employee or an officer or an advisor or a person having controlling power over the Company or its parent company, subsidiaries, associated company, or juristic persons which may have conflict of interest.
- 1.3 Not be a person having relationship either through blood or lineage or marriage or legal registration with persons who may have conflict of interest.
- 1.4 Not have any business relationship with the Company or its parent company, subsidiaries, associated company, or juristic persons who may have conflict of interest, in the manner in which his/her independent discretion might be affected.
- 1.5 Not have any characteristics by which his/her independent comment or opinion on the Company's operations may be affected.

The persons who could pose conflicts of interest means such persons as follow:

- (a) The Company Management
- (b) The Company major shareholders
- (c) A person having controlling power over the Company
- (d) A person having relationship through blood or lineage or marriage or legal registration with persons under (a), (b) or (c) as a father, mother, spouse, sibling or child or other close relatives.
- (e) Any juristic persons under (a), (b) or (c) holding shares or having power to control or having any conflict of interest either directly or indirectly.

2. Qualifications of Audit Committee

- 2.1 Audit Committee member, including of his/her related persons, holding shares not more than 1 percent of the total number of voting shares of the Company or its parent company, subsidiaries, associated company and other related companies.
- 2.2 Persons who have benefits or financial and/or managerial interests in the Company and/or its related companies, either at present or during the past 2 years, shall be prohibited. Such prohibited relationships include:
 - Executive director, employee, worker, advisor receiving regular salary or having controlling power over the Company;
 - Professional advisors, including auditor, legal or financial advisor, or property appraiser;
 - Those who have business relationships with the Company, including trade for business engagement purpose, any transaction relating to asset or service, any financial support or acceptance of financial support, etc.
- 2.3 If a member of the Company Audit Committee holds the position of independent director of other companies in the same group, such information including the received compensations from that company must be disclosed.
- 2.4 Not be a director on any other committee of other listed companies in the same group.
- 2.5 Not be a related person to the Company, or not a close relative of any Management or major shareholder of the Company.
- 2.6 Not be a director appointed as a representative to safeguard interests of the Company directors, major shareholders, or other shareholders relating to the Company's major shareholders.
- 2.7 Be able to perform duties, give opinions or report the results of performance of work according to the duties delegated by the Board. Freely give opinion without any controlling power from the Management or major shareholders of the Company including related persons or close relatives.

Related persons includes persons having relationship with the Company to the extent that they cannot perform their duties independently or in a flexible manner such as suppliers, customer, creditor, debtor or person who has material business relation, etc.

3. Qualifications of Compensation and Nomination Committee

- 3.1 Directors should possess a variety of experiences and knowledge, and they should understand the qualifications, duties and responsibilities of the Compensation and Nomination Committee, with good Corporate Governance in mind.
- 3.2 Each member of the Committee must be a Director of the Board. He/she should be free of bias and should be neutral in accordance with the good Corporate Governance principles.
- 3.3 Directors should have enough time to perform their duties effectively.

4. Qualifications of Risk Management Committee and Corporate Governance Committee

- 4.1 Directors should possess a variety of experiences and knowledge, and they should understand the qualifications, duties and responsibilities of the Risk Management Committee and Corporate Governance Committee, with good Corporate Governance in mind.
- 4.2 Directors should have enough time to perform their duties effectively.

5. Qualifications of the Top Executives

- 5.1 Not under prohibition of Clause 68 of the Public Company Act B.E. 2535 (1992).
- 5.2 Have management experience and have held a Top Executive position for not less than eight years.
- 5.3 Have leadership skills, broad vision, morals, ethics, decision making skills and good working experience.
- 5.4 Have experience in formulating strategic plans in finance, investment, management and property development.
- 5.5 Be interested in the Company's business and should have enough time to perform the duties.
- 5.6 Have good interpersonal relations, strong communication skills with groups of people and other parties, and good coordination skills both domestic and overseas.

- 5.7 Must not engage in any other business the nature of which is the same as that of the Company, and must not compete with the business of the Company, even if the said business is for self benefit or the others. However, this could only be accepted if it is acknowledged at the shareholders meeting before the Top Executive has been appointed.

6. Qualifications and Duties of Internal Audit

Internal Audit must have qualifications and duties as follows:

- 6.1 Possess independence in auditing duty in accordance with the International Standards for the Professional Practice of Internal Auditing.
- 6.2 Possess the rights to audit assets and activities including accounting books, supporting documents, correspondence and other relevant reports.
- 6.3 Possess the rights to request employees of the department being audited to clarify and provide relevant information.
- 6.4 Submit the results of the Company's internal control assessment to Audit Committee at least once a year.

7. Definitions: Guidelines involving conflict of interest

Connected party refers to any Management, major shareholders, controlling entity, or person appointed as a controlling entity of the Company or its subsidiaries, including related persons and close relatives of the aforementioned persons.

Connected Transaction refers to any transaction in which the Company or its subsidiary engages with the Company's connected parties, or a transaction in which a subsidiary engages with a subsidiary's connected parties. Connected Transactions can be classified into six categories as follows:

- 7.1 A normal business transaction is a transaction relating to assets/services of the Company's normal business operations, which follows general trade terms and conditions such as sale of lands and factories/warehouses.
- 7.2 A transaction supporting normal business is a transaction relating to assets/services that support smooth business operations of the Company, such as being a property manager of leased factories/warehouses etc.

7.3 Lease/sublease of real estate in short-term period is leasing or subleasing real estate which has a contract period of less than three years and is not included under normal business.

7.4 Transactions related to other assets or services.

7.5 Financial support to subsidiaries and affiliates by way of providing working capital, borrowing, lending, guaranteeing or providing collateral, etc. The Company must receive returns at the market rate.

8. A subsidiary refers to:

A company having one of the following characteristics:

- (a) Company which Frasers Property (Thailand) Public Company Limited ("TICON") has a controlling power over;
- (b) Company which (a) has a controlling power over;
- (c) Company which (b) has a controlling power over, the chain of control beginning with the controlling power of (b).

9. An affiliated company refers to:

A company which FPTor a subsidiary has authority to participate in decision making related to the company's financial policy and business operation, but has no controlling power over such policy and is not deemed as a subsidiary or joint venture.

In case FPTor a subsidiary directly and indirectly holds shares in an aggregate amount of twenty percent, but not exceeding fifty percent of the total number of the voting rights of such company, it shall be presumed that FPTor the subsidiary has the authority to take part in the decision making under the first paragraph, except where it is proven otherwise.

10. Controlling power refers to:

Any of the following relationships:

- (a) Holding shares with voting rights of company in an amount exceeding fifty percent of the total number of the voting rights of such company;

- (b) Having controlling power of the majority voting rights in the shareholders' meeting of the company whether directly or indirectly or by any other reason;
- (c) Having direct or indirect controlling power over the appointment or removal of a least half of all directors.

Anti-Corruption Policy

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MESSAGE FROM THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Frasers Property (Thailand) Public Company Limited (“THE COMPANY”) focuses on the value of, and is committed to, running its business with integrity, transparency and fairness, within the framework of law, ethics, and good corporate governance practices with full support for anti-corruption measures and the recognition that corruption impacts on business operations and the sustained growth of the Company as well as the economic and social stability of the country.

As a part of society with hopes of ridding Thailand of corruption, THE COMPANY joined the Private Sector Collective Action Coalition Against Corruption (CAC) and developed this Anti-Corruption Policy document for all company personnel to observe, and for stakeholders to become aware of THE COMPANY’s desires and business guidelines.

THE COMPANY requires the Company personnel to study, understand and comply with this Anti-Corruption Policy seriously to jointly turn the Company into a transparent entity, trusted by all stakeholders.

This policy is effective from 9th November 2021.

Mr. Chainoi Puankosoom
Chairman of the Board

Mr. Thanapol Sirithanachai
Country Chief Executive Officer

ANTI-CORRUPTION POLICY

THE COMPANY directors, executives, or employees may not demand, engage in, or tolerate corruption in any country and any public or private agency involved in THE COMPANY's business. Rather, they must cooperate in promoting the values of integrity and whether, for the benefit of the company, self, family, friends, or acquaintances. responsibility as a corporate culture, as well as review practices and requirements for operators to comply with changes in business regulations and legal requirements.

Definition "Corruption" means bribery in any form as follows: 1. Provide, offer, promise or agree to provide: 2. Accept or request:

Money, assets or benefits which are inappropriate for a government officer, private officer or any relevant person in charge, either directly or indirectly, in order to do, or refrain from, their duty, which may deliver or preserve inappropriate benefit. However, conduct permissible by law, regulations, announcements, articles, local culture, local norm and business practice is acceptable.

Company means Fraser's Property (Thailand) Public Company Limited.

A subsidiary refers to: A company having one of the following characteristics:

- (a) Company which Fraser's Property (Thailand) Public Company Limited ("THE COMPANY") has a controlling power over;
- (b) Company which (a) has a controlling power over;
- (c) Company which (b) has a controlling power over, the chain of control beginning with the controlling power of (b)

An affiliated company refers to:

A company in which THE COMPANY or a subsidiary has authority to participate in decision making related to the Company's financial policy and business operation, but has no controlling power over such policy and is not deemed as a subsidiary or joint venture.

In case THE COMPANY or a subsidiary directly or indirectly holds shares in an aggregate amount of twenty percent, but not exceeding fifty percent of the total number of the voting rights of such company, it shall be presumed that THE COMPANY or the subsidiary has the authority to take part in the decision making under the first paragraph, except where it is proven otherwise.

Controlling power refers to: Any of the following relationships:

- (a) Holding shares with voting rights of a company in an amount exceeding fifty percent of the total number of the voting rights of such company;
- (b) Having controlling power of the majority of voting rights in the shareholders' meeting of a company whether directly or indirectly or by any other reason;
- (c) Having direct or indirect controlling power over the appointment or removal of at least half of all directors.

Company Personnel means THE COMPANY's Directors, Executives, and company employees.

Directors mean THE COMPANY's Directors.

Executives mean the Company's executives, from Vice President upwards.

Employees means employees from the level of executives downwards, whether rank-and-file employees, specially contracted employees, or temporary employees.

Business partners means suppliers of goods and services to the Company, designers, consultants, contractors, and sub-contractors

Stakeholders' means shareholders, directors, executives, creditors, employees, customers, business partners, business competitors and other related people in society.

Political contribution means direct or indirect financial or other contributions in support of political activities, including loans, provision of articles or services, advertisements in support of political parties, or donations to join activities of entities closely related to political parties conducive to mutual, improper benefit.

Service Fees means meal costs, beverage costs, gift costs, printing costs and expenses related to entertainment, including services and other expenses related to one or more persons who come to work, visit or are on a sightseeing trip.

Government means the ministries or government agency that is called otherwise and is a Department, Provincial Local Government and Enterprises set up by act or decree.

Donations to charity mean a sacrifice or giving money or goods to any organization or individual without expecting something in return or causing an economic advantage to the donor.

Sponsorship means money used for the purpose of business, brand or reputation of the Company without the ulterior purpose of serving as a pretext for bribes or corruption.

Roles and Responsibilities of the Board

Board of Directors

- Set out and effectively oversee the anti-corruption system to ensure Management awareness and attention to the anti-corruption scheme; embed an anti-corruption culture in the Company.
- Set out and oversee action when the Company receives a complaint.
- Comply with the anti-corruption measures and punish when non-compliance occurs.

Audit Committee

- Oversee the internal control of financial reporting and other processes involved with the anti-corruption measures, including overseeing compliance with the Anti-Corruption Policy.
- Review the relevant measures and internal controls to ensure the anti-corruption measures are sufficient and efficient.
- Review the risk assessment process and give advice on risk mitigation measures to the Board. The Management shall implement such advice.
- Regularly report to the Board issues relevant to internal audit results on the anti-corruption measures. Provide suggestions and/or procedures to Management.
- Implementation of the Management process regarding the receiving of complaints.

Corporate Governance and Sustainable Development Committee

- Frame the guidelines and oversee the operations related to anti-corruption in the Company.
- Establish and review the Anti-Corruption Policy. Provide suggestions and guidelines, monitor and assess Anti-Corruption risk compliance at least one time per year.

Risk Management Committee

- Review and support Anti-Corruption risk management implementation by assessment of corruption risks and review appropriateness of the anti-corruption measures.

- A Risk Management Report regarding anti-corruption shall be presented to the Audit Committee. Should any event be likely to have significant impact on the Company, the Board shall be informed immediately.

Management

- Establish a risk assessment in operational processes where corruption may occur.
- Establish a process to promote anti-corruption and communicate this to the personnel of the Company and its stakeholders.
- Instruct personnel of the Company to comply strictly and continuously with the Anti-Corruption Policy and protection framework.
- Set out the evaluation and report the results of compliance measures to Corporate Governance Committee regularly.
- Establish a process for receiving complaints.
- Review the appropriateness of the procedures and other measures to comply with changes in business, regulatory and legal requirements.

Employees

- Comply with the Anti-Corruption policy, rules, regulations, and orders of the company related to anti-corruption. including ethics and the code of conduct of employees.

Suggested Practices

1. The Company's personnel shall not commit or be involved in any Corruption in either direct or indirect forms of providing or accepting, and shall comply with the Anti-Corruption Policy, Corporate Governance, Ethical Standards and Code of Business Ethic Handbook, regulations and relevant articles.
2. The Company's personnel shall perform with care in receiving and providing gifts, assets, or other benefits including hospitality and other expenses. Moreover, providing and receiving gifts and hospitality must have business or custom objectives. The value of such gifts and hospitality must be appropriate and not affect practical decisions.

3. Philanthropy donations and support by the Company shall have review, approval and audit processes. Documentary evidence must be precise and comply with the Company regulations. Such process can ensure that any gifts or hospitality are not used to cover up corruption.

4. The Company shall establish a frequent reviewing process in sales and marketing operational systems and procedures, including procurement and contract drafting works. The relevant corruption risks shall be appropriately assessed and mitigated.

5. The Company shall have human resource management system that reflects anti-corruption commitment. The Company will not demote, punish or affect any Company personnel who decline corrupt practices even when such refusal may cause loss in business opportunities. The Company shall have clear communication channels for such policy.

6. The Company shall establish documentation readiness and record keeping procedures to ensure auditing accuracy of the financial statements and relevant procedures so that no accounting items will be missing, unexplainable or false.

7. The Company shall establish procedures to ensure that the internal controls of accounting and information storage have been internally audited. Such procedures shall ensure effectiveness of the anti-corruption measures and the financial statements have enough evidence for audit.

8. The Company shall provide communication and training that genuinely educate the Company's personnel on the anti-corruption measures, the Company expectations and punishment for violation.

9. The Company shall communicate the Anti-Corruption Policy and practice to subsidiaries, associated companies, other controlled companies, business partners and stakeholders including the general public through various communication channels for notification and implementation of the Anti-Corruption Policy.

10. The Company's personnel shall neither ignore nor tolerate potential violation of the anti-corruption measures. The Company shall establish a whistle-blowing channel and protection for the whistle-blower. Such channel shall provide suggestions on the anti-corruption measures for personnel.

11. The Corporate Governance Committee shall report the Anti-Corruption performance to the Board of Directors, at least once a year.

12. The Internal Audit Department shall immediately report violation to the President, Chief Executive Officer, Audit Committee and then report to the Board of Directors.

Policy on giving and acceptance of gifts, entertainment or other benefits

- The Company does not support traders, sellers, subcontractors or related parties of the Company in giving gifts, assets or other benefits to employees, which may affect operational decisions or cause conflict of interest, unless the gifts are given at traditional times of year.
- Gifts, assets or other benefits given by the Company to any person at traditional times of year must not be of unreasonable or extravagant value.
- Executives and employees should not accept gifts, presents, assets or other benefits that are of inappropriate value on traditional occasions. If the gifts cannot be refused for fear of causing offence, employees who receive such gifts, presents, assets or other benefits worth more than 3,000 baht should report to their supervisor or above.
- Any received gifts must not be cash or qualify as cash and must comply with the regulations specified by the company.

Policy on donation or contribution to charitable causes

All donations or contributions to charitable causes must bear the following characteristics:

- Undertaken properly, openly, transparently, morally, and under laws and Company regulations, as well as those of government agencies, state enterprises, and relevant agencies but not being used as an excuse for corrupt practices.
- Compatible with the policy on society, communities, and the environment, or activities leading to Company sustainability, or classified as public services.
- Without hidden purposes to bolster advantage or induce business favours.
- Not leading to conflicts of interest between oneself and THE COMPANY.
- Donations or contributions must be put in writing as a memorandum for approval, stating objectives and clear names/recipient agencies complete with supporting documents, for THE COMPANY's authorities to approve before proceeding further.

Political Support

The Company is a politically neutral organization which encourages Company personnel to uphold the democratic form of government with the King as Head of State, and activities that align with the local governing system. The Company encourages its personnel to exercise their political rights in compliance with the law

- The Company does not permit its personnel to utilize the Company's resources, logo and/or trademark to support direct or indirect political activities.
- The Company's personnel can join, support, and exercise their political rights after office hours, by using their personal resources only.

Data recording and retention process

THE COMPANY's financial and accounting data must be properly recorded and stored accurately, completely, transparently, and accountably, to be verified by an efficient, reliable internal control system and internal audit under the supervision of the Audit Committee. The guidelines for recording and storing data are to follow the Code of Business Conduct and Corporate Governance Policy, announcements, regulations, and relevant policies.

Communication and Training

1. Communication

- Communication must be made on the Anti-Corruption Policy and Measures with related personnel company, subsidiaries, associates and stakeholders
- Communication must be made on punitive measures for violators of the Anti-Corruption Policy and Measures.
- Communication must be made that no demotion, punishment, or negative repercussions are to affect directors, executives or employees who refuse to take part in corrupt practices even if such refusal could deprive THE COMPANY of business opportunities.

Each time related policies and measures are edited, communication and disclosure must follow through proper channels, including letters, Emails, website, intranet, printed media and bulletin boards.

2. Training

- THE COMPANY must stage orientation and training on the Anti-Corruption Policy and Measures for directors, executives, and employees
- THE COMPANY must encourage directors' and executives' participation in employee education to set good examples for observance of the Anti-Corruption Policy and Measures.

Punishment

Since the Anti-Corruption Policy and Measures form part of work discipline, directors, management and personnel of the Company who violate them will be subject to investigation and disciplinary action under THE COMPANY's regulations, as well as those of the Public Limited Companies Act, Securities and Exchange Act and the law.

Acknowledgement and Conformity Form

I have received and read this Frasers Property (Thailand) Public Company Limited Anti-Corruption Policy. I understand, acknowledge and will comply with these practices.

Signature:
(.....)

Position:

Department:

Date:

Acknowledgement and Conformity Form

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Signature:

(.....)

Position:

Department:

Date:

WHISTLEBLOWING POLICY

The Company encourages all Company personnel to implement, in accordance with the Good Corporate Governance and Ethical Standards and Code of Business Ethics principles, as well as to ask questions on any relevant matters or concerns on the Ethical Standards and Code of Business Ethics. Furthermore, any inquiries or complaints can be sent to the Audit Committee, Top Management, Company Secretary, Human Resources Department or direct supervisor.

The Company shall treat all Company personnel equally and transparently, and give fair judgment in a timely manner. The name of any complainant shall be protected and kept confidential during and after the investigation process.

1. Objectives

1.1 To encourage Company personnel to operate correctly, transparently, rightfully and accountably in accordance with the principles of Good Corporate Governance, Ethical Standards and the Company Code of Business Ethics. Everyone is expected to report in good faith any act contrary to, or suspected to be in violation of, such matters to the Company. The Company shall improve or modify operations to be correct, suitable, transparent, fair and consistent with the Securities and Exchange Act which protects the persons giving information in good faith to the complaint receiver.

1.2 To ensure that supervisors and the Human Resources Department of the Company are responsible for managing, providing advice and monitoring that the various actions of staff are performed correctly. Additionally, the complainants shall be protected if they have acted in good faith.

2. Channels of notifying suspicions or complaints

2.1 In cases of doubt or discovering actions violating the principles of good practice concerning the following matters:

- Violation of compliance with the principles and practice guidelines of Good Corporate Governance Policy
- Violation of the rules and regulations of the Company
- Not being treated fairly at work
- Fraud

2.2 Discovery of acts that cause suspicion and have a bad effect on the Company.

3. Channels of notifying suspicions or complaints for stakeholders

3.1 Mail:

To Chairman of Audit Committee

Frasers Property (Thailand) Public Company Limited

No. 944 Mitrtown Office Tower, 22nd-23rd Floor, Rama 4 Road, Wangmai, Pathumwan, Bangkok,
10330

3.2 Email: Audit Committee: FPT.AuditCommittee@frasersproperty.com

3.3 Website: www.frasersproperty.co.th/whistleblowing

3.4 The Company has prepared "Suggestion Box" in its common area for complainants to openly submit their complaints themselves.

4. Conditions of accepting notification of suspicions or complaints

4.1 Detail of notifying clues or complaints must be accurate, true and adequate for further investigation processes.

4.2 Informers or complainants must disclose their name, surname and contact telephone number for the process of reporting progress on the investigation and/or asking for additional useful information relating to the complaints, in order to efficiently clarify the facts and quickly contain any damage.

4.3 If informers or complainants do not disclose their name, surname and contact telephone number, the person responsible for receiving the complaint will not consider the matter reported by the informers or the complainants.

4.4 All received evidence shall be kept confidential and the name of the person notifying suspicions or complaints will not be disclosed without their permission.

4.5 The rights of informers or complainants, both Company employees and outsiders, will be protected.

4.6 The period of the complaint process will depend on the complication of the complaint, sufficiency of the evidence, and the explanation of the respondent.

4.7 The person responsible for receiving complaints, being relevant to the investigation process, must keep relevant documents as confidential as possible and disclose only information as needed, with consideration of safety for the complainant or the person coordinating in the investigation.

4.8 The Company shall not accept a fraud complaint in such circumstances as follows:

4.8.1 The investigation committee finishes the investigation process and has no new significant evidence.

4.8.2 The respondent was discharged from the Company more than five years before the complaint was made.

4.8.3 Fraud or complaints about which there is insufficient evidence to undertake the investigation process.

4.8.4 The date on which the fraud happened is more than five years before the date of the complaint and presently sufficient evidence cannot be found to undertake any further investigation.

5. Relevant persons in the whistleblowing management process

5.1 Informers	The person reporting suspicions or complaints
5.2 Complaint receiver	Audit Committee
5.3 Complaint coordinator	The person representing the Audit Committee for receiving preliminary information, coordination and collection of the investigation results.
5.4 Person responsible for complaint	Direct supervisor of the respondent or the upper direct supervisor of the respondent's department.
5.5 Person responsible for regulation	Human Resources department
5.6 Top Management (CEO)	
5.7 Audit Committee	

6. Process of dealing with matters of complaint

6.1 Registration and submission of matters

6.1.1 After the Audit Committee receives the matter of complaint, they shall represent the complaint coordinator for Whistle Blower registration.

6.1.2 The Complaint Coordinator registers the complaint and fixes the date of reporting back any progress on the said matter to the complainant as follows:

- In the event of serious impact on the reputation of the Company, take action as urgently as possible.

- For other cases, take action quickly.
- For general inquiries such as questions about share price, dividend payment, there is no need for registration of these matters. However, the matters shall be submitted to the departments directly responsible to answer questions from inquirers.

6.1.3 The Complaint Coordinator records information from the complainant as follows:

- Complainant's full name and contact number
- Complaint date
- Name of the person or cause of complaint
- Other relevant information

6.1.4 After registration of complaint, define the confidentiality level in accordance with the nature of the matter (except for general inquiries) and proceed as follows:

- Submit to the person responsible for that complaint so as to supervise the investigation according to their level of authority.
- Submit a copy of the matter to the Human Resources Department as preliminary information to prepare for providing advice on disciplinary or other actions.
- Submit a copy of the matter to the Top Management and Audit Committee for acknowledgement.

6.2 Gathering facts and giving orders

6.2.1 The person responsible for that complaint shall undertake to find facts and advise the relevant person to behave or practice appropriately. If disciplinary action must be imposed, consult with the Human Resources Department so that the punishment is in accord with the Company's punitive measures. If the person responsible for that complaint has no power to order punishment, the matter should be submitted to a higher level, until it reaches the correct level of authority. This may vary case by case. The results of the investigation, the action taken and the punishment for that case must be submitted to the Top Management through the relevant superiors for acknowledgement or further action.

6.2.2 Regarding a complaint by an anonymous person and inability to find sufficient additional information, the person responsible for that complaint shall submit a report on the results of information verification and comments on that complaint to the Top Management through the relevant superiors so as to seek guidelines for appropriate action. If the Top Management considers that it is not

feasible to act on the complaint, that complaint shall be dropped. Furthermore, the person responsible for complaint must submit a copy for the Complaint Coordinator to acknowledge so as to report to the Audit Committee.

6.2.3 If the person responsible for a complaint finds, after investigation, that the respondent is not guilty, or that the matter arises from a misunderstanding, or if advice has already been provided to the respondent or the relevant person to behave appropriately, or if examination reveals that the matter should be closed without any penalty, the person responsible for that complaint shall submit the said matter to their superiors so as to request approval for closing the case, and shall submit a copy to the Complaint Coordinator to inform the complainant. The Coordinator shall report to the Top Management and Audit Committee.

6.3 Investigation

6.3.1 If the person responsible for that complaint and the Human Resources Department consider that disciplinary action must be imposed, the Human Resources Department shall submit the matter to the Top Management for further investigation into the facts.

6.3.2 In accord with Top Management's orders, the person responsible for that complaint shall be notified of the outcome so as to follow the next steps.

6.4 Notifying conclusive results to the complainant, improvements and modifications

6.4.1 The person responsible for a complaint shall follow the orders of the Top Management, and proceed to recommend appropriate behaviour or practice. The Complaint Coordinator shall be informed about the results of the action.

6.4.2 The Complaint Coordinator notifies the complainant of the results and records the results of action on the complaint by informing the Audit Committee and the Board of Directors on a quarterly basis. Then, inform the results of the action to the complainant.

6.4.3 The Complaint Coordinator follows the results of improvements and modifications (if any) and reports to the Top Management and the Audit Committee, and the Board of Directors for acknowledgement.

7. Complaint in bad faith

For Company personnel, if notification of suspicions or complaints proves to have been made in bad faith, disciplinary action shall be imposed. For an outsider who acts and causes damage to the Company, legal proceedings shall be taken against that person.

8. Measures to protect the informers or complainants

8.1 The Company shall keep information and the identity of the informers, complainants and respondents confidential.

8.2 The Company shall disclose information as necessary, taking into account the safety of, or threat to, the informers or relevant persons.

8.3 Any persons suffering harm shall be treated with right and fair procedures.

8.4 In the event that the complainant or other persons cooperating in the investigation consider that they may be unsafe or potentially suffer harm, the complainants or persons cooperating in the investigation can request that the Company adopt appropriate protection measures. The Company may adopt the protection measures without the request of complainants or persons cooperating in the investigation if the situation is considered to be unsafe.

8.5. The Company shall not do anything which is unfair to the informers or the complainants, including changing their job or office, suspension from work, intimidation, interference with work, dismissal or any other actions that appear to be unfair treatment of the informers, complainants or persons cooperating in the investigation.

9. Punishment

Since the Anti-Corruption Policy and Measures form part of work discipline, directors, management and personnel of the Company who violate them will be subject to investigation and disciplinary action under THE COMPANY's regulations, as well as those of the Public Limited Companies Act, Securities and Exchange Act and the law.

(original)

Acknowledgement and Conformity Form

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I understand, acknowledge and will comply with these practices.

Signature:
(.....)

Position:

Department:

Date:

(copy)

Acknowledgement and Conformity Form

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Signature:
(.....)

Position:

Department:

Date:

Board of Directors Charter

Frasers Property (Thailand) Public Company Limited

Board of Directors Charter

1.Objective

As representatives of the shareholders, the Board of Directors plays an important role in formulating the strategies, policies, and directions of the Company's business. The Board shall supervise the administration of the management to create value for the business and the best interests of the Company and shareholders in the long run. It shall be based on social responsibility, considering the impact on the environment and being fair to all stakeholders under the Company's corporate governance policy. It must comply with laws, regulations, objectives, and articles of association of the Company, resolutions of shareholders' meetings, and resolutions of the Board of Directors with knowledge, abilities, honesty, responsibility, caution, prudence, and good ethics.

The Charter of the Board of Directors has been prepared to enable the Company's directors to understand the roles and duties of corporate governance under the objectives and goals with efficiency, effectiveness, and transparency and to be a leader in performing correctly and appropriately for the benefit of creating sustainable business values.

2. Composition and structure of the Board of Directors

- 2.1 The Board of Directors consists of not less than five directors, regardless of gender, age, religion, education level, knowledge, ability, experience, and may or may not be a shareholder of the Company. In this regard, not less than half of the total number of directors must reside in the Kingdom.
- 2.2 The Board of Directors shall have directors who are genuinely independent of the management and free from any business relationship or other relationship that may influence independent judgment. It shall not be less than one-third of existing Company directors and must not be fewer than three people.
- 2.3 The Board of Directors selects one director to be the Chairperson of the board. If the Board of Directors deems appropriate, the Chairperson may select one or more directors to be the Vice-Chairperson.
- 2.4 The Chairperson of the board must be an independent director and must not be the same person as the chief executive officer to have a clear separation of roles and duties and a balance of power in operation.
- 2.5 The Company provides an orientation for new Company directors. The Company's director manual and other relevant information will be delivered to the new director to provide directors with basic

knowledge about the organization and understand the roles and responsibilities that must be held in the capacity of the Company's directors.

- 2.6 The Company should encourage directors to continually develop their knowledge to perform their duties efficiently and appropriately in response to changes in external circumstances and sustainable development of the Company.

3. Qualifications of the Board of Directors

- 3.1 Directors must have knowledge, abilities, honesty, business ethics, expertise, and experience to benefit the Company. It also requires leadership, vision, good work history, dedication, and the ability to devote full time to the Company's duties.
- 3.2 Directors must have full qualifications and must not have any prohibited characteristics under the law governing public limited companies, the law on securities and exchange, and other relevant laws. Also, they must not have untrustworthy status, according to the announcement of the Office of the Securities and Exchange Commission.
- 3.3 Directors can hold directorships in other companies. However, being such a director must not be an obstacle to the performance of a director of the Company. It must be in accordance with the guidelines set by the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand. However, a director must not operate a business, or become a partner, or a director in another juristic person who operates businesses of the same nature and is in competition with the business of the Company, whether for their benefit. or another person's benefit unless notified to the shareholders' meeting before the resolution of appointment.
- 3.4 Directors can perform duties, ask questions, express opinions, express visions, and use independent judgment in making decisions, for example, determining strategy, administration, resource utilization, the appointment of directors, and determine operational measures. Also, in case of conflicting opinions on matters that affect the Company's best interests, shareholders, and stakeholders, the directors shall be independent to oppose the actions of other directors or the management.
- 3.5 Independent directors must have complete independent qualifications as prescribed by the Company and follow independent directors' qualifications as specified in the Notification of the Capital Market Supervisory Board. Also, it must be independent of the control of the management, major shareholder, or controlling person and must not have any involvement or interest in the finances and management of the business.

Independent directors of the Company must have qualifications as follows:

1. A person holds shares not more than 1% of the total number of shares with the Company's voting rights, parent company, subsidiary company, associated company, major shareholder, or controlling person. In this regard, it shall also include the shareholding of related persons of that independent director.
2. A person is not or used to be a director, employee, personal, a regular salary consultant, or controlling person of the Company, parent company, subsidiary, associated company, same-level subsidiary, or major shareholder, or controlling person unless the aforementioned nature has been vacated for not less than two years.

However, such prohibited characteristics do not include the case where the independent director used to be a government official or advisor of a government agency that is a major shareholder or controlling person of the Company.

3. A person does not have a blood relationship or by legal registration in the manner of father, mother, spouse, siblings, and children. It also includes child's spouse of executive, major shareholder, controlling person of the Company, or person to be nominated as an executive or controlling person of the Company or its subsidiary.
4. A person does not have or ever had a business relationship with the Company, parent company, subsidiary, associated company, major shareholder, or controlling person of the Company in a manner that would impede the exercise of one's independent judgment. Also, he/she must not be or have been a significant shareholder, controlling person of the Company, or controlling person of a person having a business relationship with the Company, parent company, subsidiary, associated company, major shareholder, unless the previous relationship has been terminated for not less than two years.
5. A person is not or has been an auditor of the Company, parent company, subsidiary, associated company, major shareholder, or controlling person of the Company. Also, he/she must not be a partner of the audit firm which has auditors of the Company, parent company, subsidiary company, associated company, major shareholder, or a company to which the Company's controlling person is affiliated. Unless the status as mentioned above has been vacated for not less than two years.
6. A person is not or has been a provider of any professional services, including serving as legal advisors or financial advisors who receive service fees over 2 million baht per year from the Company, parent company, subsidiary company, associated company, major shareholder, or controlling person of the Company. Also, he/she must not be a significant shareholder,

controlling person of the Company, or partner of the professional service provider, unless terminated from the position mentioned above for not less than two years.

7. A person has not been appointed to represent the director of the Company's major shareholders or shareholders who are related to the major shareholders.
8. A person does not have any other characteristics that prevent independent opinions on the Company's operations.

4. Term of office, appointment and retirement of directors

4.1 Term of office

At every annual general meeting of shareholders, one-third of the directors shall vacate office. If the number of directors cannot be divided exactly into three parts, the number closest to one-third of the directors who will vacate office in the first year will be retired. In the second year after the Company's registration, the Board of Directors shall draw lots to determine who will be retired. In subsequent years, the longest-serving director shall retire. A member who vacates office may be elected to a new position.

Appointment of directors

1. The appointment of directors must be following the Company's Articles of Association and relevant legal requirements with transparency and clarity.
2. The selection of directors shall be carried out following the criteria and nomination process of the Remuneration and Nomination Committee. In this regard, the selection shall include considering suitable persons nominated for selection as the Company's directors by minority shareholders according to the criteria specified by the Company.
3. The appointment of a director must be based on various qualifications, including gender, age, and information about that person's educational background and professional experience. It must include specific attributes that include business, industry, management, financial accounting, legal, and corporate governance skills to provide a wide range of opinions and details sufficient to make informed decisions of the Board of Directors and/or shareholders.
4. The meeting of shareholders shall appoint directors using the following rules and procedures:
 - (1) One shareholder has one vote per share.

- (2) Each shareholder must use all his/her votes under (1) to elect one person or more to be directors but cannot divide his/her votes to any number of people.
 - (3) The persons receiving the highest number of votes in descending order shall be elected as directors in the number equal to the number of directors that should have or should be elected at that time. If the persons who are elected in descending order have equal votes exceeding the number that should have or should be elected at that time, the Chairperson of the meeting shall have the casting vote.
5. Suppose a director's position becomes vacant for reasons other than the expiration of the term. In that case, the Board of Directors shall elect a person who has all the qualifications and does not have any prohibited characteristics under the law on public limited companies and the law on securities and exchange to become a replacement director at the next Board of Directors' meeting, unless the remaining term of the director is less than two months. The person appointing a replacement director will hold office only for the remaining term of the director whom he/ she replaces.

4.2 Retiring from the position of director

In addition to vacating office upon the expiration of the term under Clause 4.1 above, following the Company's Articles of Association, Directors may vacate office in the following cases:

- (1) died;
- (2) resign;
- (3) Lack of qualifications or having prohibited characteristics under the law governing public limited companies and the law on securities and stock exchange, or has a characteristic that indicates a lack of suitability to be entrusted to operate a business with a public shareholder as prescribed in the announcement of the Securities and Exchange Commission.
- (4) The shareholders' meeting passes a resolution to remove that director from office with a vote of not less than three-fourths of the number of shareholders attending the meeting with the right to vote. They also hold shares amounting to not less than one-half of the total number of shares held by shareholders attending the meeting with having the right to vote.
- (5) The Court issued an order to leave the position.

Any director wishing to resign from his/her position must submit a resignation letter to the Company. The resignation is effective from the date the resignation letter reaches the Company.

5. Roles, duties, responsibilities, and authorities of the Board of Directors

Roles, duties, responsibilities

Chairperson

1. Direct, monitor, and supervise to ensure efficient performance of the Board of Directors to achieve the objectives and main goals of the organization.
2. Ensure that all directors are involved in fostering an ethical corporate culture and good corporate governance.
3. Convene the Board of Directors meeting and set the agenda of the Board meeting by discussing with the Chief Executive Officer and ensure that important matters are included in the meeting agenda. In this regard, directors must obtain sufficient information in advance of the Board of Directors' meeting.
4. Allocate adequate time for the management to present matters and to discuss important issues cautiously while encouraging directors to exercise prudent discretion and express their opinions freely.
5. Strengthen good relationships between executive directors and non-executive directors and between the Board and the management.

Board of Directors

1. Perform duties for the best interests of shareholders (Fiduciary Duty) by adhering to four key practices:
 - a. Perform duties with responsibly, cautiously, and carefully (Duty of Care);
 - b. Perform duties with honesty (Duty of Loyalty);
 - c. Compliance with laws, objectives, articles of association, resolutions of the Board of Directors, and resolutions of the shareholders' meeting (Duty of Obedience);
 - d. Disclosure of information to shareholders is accurate, complete, transparent, verifiable, and timely (Duty of Disclosure).
2. Determine vision, objectives, policies, goals, strategies, plans, and annual budgets by analysing the environment and changes in factors affecting business and stakeholders, along with overseeing the management, allocating essential resources to implement the policies, objectives, and goals set efficiently, transparent, and fair. It shall be under the framework of legal requirements business ethics taking into account the stakeholders social and environmental impact for the sustainability and maximum benefit of the company and its

shareholders. In addition, there are annual reviews and improvements for the efficiency of business operations.

3. Define, establish, and implement to comply with corporate governance policy, business ethics, and work practices with a written policy against corruption and related practices of the Company. It also considers and reviews the policy and its implementation regularly, at least once a year.
4. Operate the Company to have an effective risk management system or process by defining a risk management policy and considering important risk factors that may arise, including regularly reviewing the risk management.
5. Ensure that there is an appropriate, efficient, and effective internal control and internal audit system to reduce the risks of fraud and abuse of power and prevent unlawful actions.
6. Support and promote innovation creation and use innovation and technology to create added value to the business and create benefits for all stakeholders.
7. Supervise the management of information technology in accordance with the needs of the Company and have measures to maintain the security of information technology.
8. 8. Consider conflicts of interest carefully, have clear guidelines, and benefit the Company and shareholders without any Interested persons participating in decision-making.
9. Determine and review the structure of the Board of Directors regarding the number of directors, the proportion of independent directors, and various qualifications to suit the Company's business operations.
10. Supervise the process of nominating and electing persons to be directors of the Company transparently and setting appropriate remuneration for the Company's directors and sub-committees.
11. Report the interests of one's or a related person related to the management of the Company's or its subsidiaries' business to the Company, which can be examined under "Reporting Form on Interests of Directors/Executives" as determined by the Company. It shall comply with the rules, procedures, and conditions prescribed by the Capital Market Supervisory Board. In addition, it is also obliged to notify the increase or decrease of the holding of securities in the Company or its affiliates.
12. Supervise the policies and operations of subsidiaries, associated companies in accordance with the policy of good corporate governance and sustainable development of the parent company under relevant laws and regulations.

13. Consider the person's suitability to be nominated as a director/or executive in a subsidiary, associated company, or joint venture company.
14. Regulate reliable accounting, financial reporting, and auditing systems.
15. Supervise the preparation of financial statements at the end of the Company's acc หน้า 6 ของ 11 to be accurate. It must show the financial position and operating results of the past year to be accurate, complete, and correct according to generally accepted accounting standards and audited by the Company's auditors before proposing to the shareholders' meeting for consideration and approval.
16. Require the management to regularly report on the Company's performance by comparing actual events with established goals and presenting financial reports and the progress of operations in various areas of the Company. It is to ensure that the business operations are following the goals and policies set. If that is not the case, the Board of Directors must arrange for corrections, improvements and supervise the management to continually rectify and improve the matter.
17. Establish a policy for disclosure of confidential information, confidential information management, internal information management to prevent leakage, the confidentiality of confidential information, and inside information that may affect securities prices.
18. Supervise disclosure of information including annual reports, annual registration statements (Form 56-1) to be able to adequately reflect the financial position and operating results and current information with commenting on the adequacy of the internal control system and risk management in the annual report as well as the disclosure of information through various channels under the criteria prescribed by law or regulatory agencies regularly.
19. Arrange a shareholders' meeting as an annual general meeting within four months from the end of the Company's accounting period with sending an invitation letter for the shareholders' meeting including meeting agendas and supporting documents for consideration in advance for a reasonable period and shall not be less than the period specified by relevant laws or regulations.
20. Ensure that shareholders participate in decision-making on important Company matters by respecting their rights and treating major shareholders, minority shareholders, and all stakeholders equally, fairly, transparently, and providing the appropriate communication channels with shareholders and stakeholders.
21. Hold a Board meeting at least once every three months.

22. Attend at least 75 % of the Board of Directors' meetings held each year and shareholders' meetings unless there is a force majeure event. Directors unable to attend the meeting must inform the Chairperson of the Board or Company Secretary in advance of the meeting.
23. 23. Determine the performance evaluation of the Board of Directors and sub-committees at least once a year. The secretary of the Board of Directors will submit the performance assessment form for all committees to assess their annual performance of the entire Board and individual. After each director has completed the assessment, the director will send the assessment form back to the Company Secretary to collect the evaluation scores of each director and summarize the results of the assessment of the Board of Directors' performance in the year. The Company Secretary shall report it to the Board of Directors for consideration. Therefore, the Board of Directors can review the results, problems, and obstacles during the past year. Also, it will increase the efficiency and effectiveness of the Board of Directors in accordance with the principles of good corporate governance by disclosing the criteria, procedures, and assessment results in the annual report.
24. Develop knowledge and ability to work continuously, encourage directors and executives of the Company to attend training, or attend courses related to the performance of duties and responsibilities of directors and executives, or seminars that increase knowledge in continuous operation.
25. Arrange for the preparation of a succession plan and a plan to develop senior executives to have the knowledge, skills, experience, and attributes necessary to drive the organization towards its goals.
26. Provide an assessment of the performance of senior management using the goals and assessment criteria linked to the strategic plan and annual work plan to determine the appropriate compensation and incentives.
27. Provide clear, transparent, and appropriate action guidelines for receiving and handling complaints, whistle-blowing, as well as a process to protect complainants, whistle-blowers.
28. Appoint a Company Secretary to help carry out various activities of the Board of Directors and the Company, including meetings of directors and shareholders and advising directors and the Company on how to conduct themselves and operate the business in accordance with the relevant laws and regulations regularly. Also, the Board shall ensure that directors and the Company disclose information accurately, completely, transparently, and in a timely manner.

29. Encourage all directors, executives, and employees to understand and abide by the laws, rules, regulations, business codes of conduct, work practices, corporate governance policies, anti-corruption policies, and related practices of the Company.

Authority of the Board

1. Consider appointing and determining the duties and responsibilities of the various sub-committees, namely the Audit Committee, the Remuneration and Nomination Committee, the Executive Committee, the Corporate Governance and Sustainable Development Committee, and the Risk Management Committee for efficient operations and benefits to the Company, shareholders, and stakeholders.
2. Consider the management structure with the authority to appoint the Chief Executive Officer, including the determination of approval authority authorized to the Chief Executive Officer, and consider amending such powers for appropriateness.
3. Under the control and supervision of the Board, the Board may authorize one or more directors, sub-committees, or the Chief Executive Officer, or any other person to perform any action on behalf of the Board. The Board may authorize such person to have authority within the period as the Board deems appropriate. Also, the Board may revoke, waive, change, or amend such power of attorney when it considers it appropriate.

However, the delegation must not be in the nature of a power of attorney that allows such person to consider and approve an issue that he or a person may be an interested person, have a conflict of interest with, or any other conflicts of interest (if any). Unless it is an approval of normal business transactions and under general trading conditions or following the policies and rules considered and approved by the Board of Directors. It shall be subject to the rules, procedures, and conditions as specified in connection with the connected transactions and the acquisition or disposal of important assets of listed companies according to the Notification of the Capital Market Supervisory Board and/or any other announcements of relevant agencies.

Suppose the Board assigns any person to act on behalf of the Board of Directors in any matter. In that case, such assignment must be made in writing or recorded as the Board's resolution in the minutes of the Board Meeting and specify the scope of powers and duties of the authorized representative.

To consider and approve the connected transactions and the acquisition or disposal of assets unless the shareholders' meeting must approve such transaction. In considering such approval,

it shall be under the Notification of the Capital Market Supervisory Board and/or announcement Regulations and/or related regulations of the SET.

4. Consider and approve any transaction or action that has a material impact on the Company's financial position, liabilities, business, and reputation and also monitoring the adequacy of financial liquidity and ability to repay debt.
5. Consider, review, examine, and approve business expansion plans, large investment projects, other significant transactions, and joint investments with other operators proposed by the management.
6. Consider and approve the payment of the Company's interim dividends to shareholders when considering that the Company has reasonable profits and report the said dividend payment to the shareholders' meeting in the next shareholders' meeting.

6. Board of Directors Meeting

6.1 Meeting

1. The meeting of the Board of Directors shall be under the rules of law and the Company's Articles of Association.
2. The Board of Directors should hold a Board meeting at least once every three months and may hold special meetings as necessary.
3. The Chairperson of the Board of Directors shall summon a meeting of the Board of Directors by making an invitation to the meeting signed by the Chairperson of the Board or the Company Secretary as an order of the Chairperson of the Board together with the meeting agenda documents. The Company Secretary shall send it to all directors at least seven days before the meeting date. Therefore, the directors will have time to study and consider the information in advance of the meeting. Except in case of urgent necessity to preserve the rights or benefits of the Company may notify the meeting by other methods and set an earlier meeting date.

In considering any matter, the director has the right to request to view or examine the relevant documents or request the management to provide more detailed information as well as to provide external consultants or experts to give opinions which the Company is responsible for the expenses.

4. The Board of Directors appoints a Company Secretary under the Securities and Exchange Act. The Company Secretary is responsible for preparing and keeping the following documents: Registration of Directors, Notice of Board of Directors' Meeting, Minutes of the

Board of Directors' Meeting, Annual Report, Notice of Shareholders' Meeting, Minutes of Shareholders' Meeting, and Report on Interests of Directors and Executives, including any other related matters.

5. Also, the Company Secretary shall clarify and provide information about the rules, regulations, and rules relating to the Securities and Exchange Act to the directors of the Company to be used for consideration on issues related to good corporate governance.
6. The Board of Directors can arrange meetings via electronic media. Such meetings via electronic media must be done through a meeting control system that has information security procedures. It shall record audio or both audio and video, as the case may be, of all directors attending the meeting throughout the meeting period, including computer traffic data resulting from such recordings. However, there must be a meeting control system that must have essential elements of work in accordance with relevant laws and regulations.

6.2 Quorum and Vote

1. At the Board of Directors meeting, directors must attend the meeting in person and/or via electronic media, not less than half of the total number of directors to constitute a quorum. The Chairperson of the Board of Directors will act as the Chairperson of the meeting. If the Chairperson of the Board of Directors is not present at the meeting or cannot perform his/her duties, the Vice-Chairperson (if any) shall preside over the meeting. If there is no Vice-Chairperson or is unable to perform duties, the members present at the meeting shall elect one among themselves to preside over the meeting.
2. The resolution of the Board of Directors' meeting shall be based on a majority vote of the directors attending the meeting, whereby one director has one vote. In case of equal votes, the Chairperson of the meeting shall have one more vote as a casting vote.
3. A director who is an interested person in any matter that is being considered shall leave the meeting and not vote on that matter.

7. Board of Directors' remuneration

1. The Company's directors are entitled to receive remuneration from the Company in the form of monthly payments, rewards, meeting allowances, gratuities, bonuses, or other forms of compensation within the amount approved by the shareholders' meeting. In addition, the Company's directors have the right to receive allowances and welfare according to the Company's regulations.

2. The Remuneration and Nomination Committee shall consider the criteria for payment, determine the form of remuneration for directors, and propose to the Board of Directors for approval and approval by the shareholders' annual meeting.
3. Directors' remuneration is determined based on duties, responsibilities, and performance of the Company. It is considered appropriate compared to the same industry and at a level that can motivate and retain quality directors.

The Board of Directors of Frasers Property (Thailand) Public Company Limited in meeting No. 5/2020-64 on 6 May 2021, approved this charter. It is effective from 6 May 2021 onwards.

Mr. Chainoi Puankosoom

Chairman

Frasers Property (Thailand) Public Company Limited

Executive Board Charter

Frasers Property (Thailand) Public Company Limited

Executive Board Charter

1) Objective

The Executive Committee was established to support the performance of the Board of Directors in supervising the operations of the Management under the Company's objectives, policies, visions, goals, strategies, and regulations, including the approval authority according to the limit setting level.

The Executive Board Charter has been prepared to make the Executive Directors of the Company understand their roles and duties in operating following the objectives and goals set by the Board of Directors for maximum efficiency, legality, and under the principles of good corporate governance.

2) Composition and structure of the Executive Committee

2.1 The Board of Directors considers and appoints the Executive Committee and the Chairperson of the Executive Committee.

2.2 The Executive Committee consists of qualified directors and senior management with the number of executive directors as the Board of Directors deems appropriate. In this regard, the Chief Executive Officer holds the position of Executive Director.

2.3 The Company Secretary acts as secretary to the Executive Committee unless the Board of Executive Directors has a resolution delegating otherwise.

3) Qualifications of the Executive Committee

3.1 A person who has knowledge, capability, and experience will be beneficial to the performance of duties as an Executive Director. Also, he/she can devote sufficient time to perform tasks to achieve the Board of Directors' objectives.

3.2 A person who has qualifications and does not have any prohibited characteristics under the Public Limited Company Act, Securities and Exchange Act, and other relevant laws. Also, he/she must not has characteristics indicating a lack of suitability to be entrusted with the management of a publicly held business as specified by the Securities and Exchange Commission and the Stock Exchange of Thailand.

4) Term of office, appointment and retirement of Executive Directors

4.1 The Executive Director who is a director of the Company has a term of office of three years and vacates office upon the expiration of the term, or upon the termination of the Company's directorship, or the Board of Directors resolves to vacate office. In this regard, if such a director vacates office due to the expiration of the term, he/she may be re-appointed by the Board of Directors as necessary and appropriate.

- 4.2 If the Executive Director's position is vacant due to reasons other than the expiration of the term under 4.1, the Board of Directors shall appoint a person with full qualifications to be an Executive Director to replace the vacant position. The person who becomes the Executive Director instead shall hold office only for the remaining term of the Executive Director whom he/ she replaces.
- 4.3 Executive Directors who are senior executives of the Company have a term of office as long as they are the Company's executives unless the Board of Directors resolves otherwise.

5) Roles, duties and responsibilities, and authorities of the Executive Committee

- 5.1 Consider setting the vision, mission, policy, strategy, goal, business plan, investment, annual budget, and various administrative powers of the Company for the Board of Directors to approve.
- 5.2 Review and monitor projects and investment opportunities in line with the Company's strategy before submitting them to the Board of Directors for approval.
- 5.3 Consider and approve the use of money for investment, make financial transactions with financial institutions to open loans, pledges, mortgages, guarantees, and any other transactions, including buying and selling/registering land ownership for the Company's regular transactions. The limit is clearly set for each transaction, and the said limit is under the regulations and approval authority approved by the Board of Directors. However, the said limit is subject to change as appropriate at the discretion of the Board of Directors.
- 5.4 Establish an effective organizational and management structure covering the selection, hiring, appointment, transfer, training, dismissal, and termination of employees and executives below the Chief Executive Officer. Also, the Executive Committee shall assign the Chief Executive Officer, or Chief Executive Officer of the subsidiary, or a person who the Chief Executive Officer of the subsidiary deems appropriate to have the authority on behalf of the Company to sign an employment contract. Except for the head of the audit department, it is at the discretion of the audit committee.
- 5.5 Advise the Board of Directors on important decisions issues causing significant changes to the Company's business and issues requiring compliance with the law and regulations of the Stock Exchange of Thailand.
- 5.6 Provide advice and management advice to the Chief Executive Officer and senior management.
- 5.7 Appoint or hire consultants related to the Company's internal management for maximum efficiency.
- 5.8 Prepare details of the authority to operate within the Company to decentralize its authorities to executives and employees to perform tasks and make decisions with efficiency and flexibility without losing control for submission to the Board of Directors for approval.
- 5.9 Supervise, monitor, and evaluate the Group's business performance following the policies, goals, strategies, operating plans, and annual budgets approved by the Board of directors efficiently and by the changing business conditions over time. It shall be under the Company's law, rules, and

regulations and the rules of the Stock Exchange of Thailand, and there is no conflict of interest for the Company's best interest.

- 5.10 Supervise and approve matters related to the operation of the Company and may appoint or assign one or more persons to perform any action on behalf of the Executive Committee as deemed appropriate. The Executive Committee can cancel, change or amend such authority.

In this regard, the delegation of authority and responsibility of the Executive Committee shall not be in the nature of delegation or sub-delegation that allows the Executive Committee or the person authorized by the Executive Committee to approve the transactions that they or persons who may have conflicts of interest, being an interested person, or any other conflict of interest with the Company or its subsidiaries. It is as defined in the Notification of the Securities and Exchange Commission. The approval of such transactions must be proposed to the Board of Directors' meeting and/or the shareholders' meeting (as the case may be) to consider and approve the said transaction according to the Articles of Association of the Company and its subsidiaries or related laws, except for approval of transactions with normal business conditions with a clear scope.

- 5.11 Consider, screen all types of work proposed to the Board of Directors. Except the work is under the responsibility and/or is the authority of other sub-committees of the Company who will consider screening and submit to the Board of Directors directly.

- 5.12 Assess the Executive Committee's performance at least once a year. The Secretary of the Executive Committee will submit the Executive Committee performance assessment form to all the Board of Directors for an annual assessment of the entire Board and individual. When each director has completed the evaluation, the director will send the assessment form back to the Secretary of the Executive Committee. The Secretary of the Executive Committee will report assessment scores of each director and summarize results of the performance assessment of the Executive Committee for the year to the Executive Committee and the Board of Directors for acknowledgment.

- 5.13 Review the Executive Board Charter annually to ensure that the Executive Board's performance guidelines are consistent with the current situation. If there is any amendment, it shall be submitted to the Board of Directors for approval.

- 5.14 Prepare a report on the performance of the Executive Committee signed by the Chairperson of the Executive Committee for disclosure in the annual report following good corporate governance principles.

- 5.15 Perform any other tasks as assigned by the Board of Directors.

6 Executive Committee Meeting

- 6.1 The Executive Committee should hold a meeting of its committee at least once a month and may hold special meetings as necessary.

- 6.2 At the meeting of the Executive Committee, the presence of not less than one-half of the total number of Executive Directors in office at that time shall be as a quorum. If the Chairperson of the Executive Committee is not present at the meeting or cannot perform the duties, the Executive Directors present at the meeting shall elect one of the Executive Directors to act as the Chairperson of the meeting. However, the Executive Director may have a teleconference via telephone or arrange for a video and audio broadcast in the form of a video conference to the meeting.
- 6.3 Executive director who is an interested person in any matter under consideration has no right to vote on that matter.
- 6.4 In voting, the Executive Directors cast their votes with one vote each and using a majority vote as a criterion. If the resolution has equal votes, the Chairperson of the Executive Committee has the right to vote one more vote as a casting vote.
- 6.5 The Executive Committee may invite other executives such as the Chief Executive Officer of the Subsidiary, Division Head, Group Advisor, and/or other relevant persons to attend the meeting as appropriate. It may also consider holding a separate meeting with other parties to discuss some specific issues or considerations.

7 Executive Committee Remuneration

The Board of Directors shall be compensated appropriately to their duties and responsibilities as approved by the shareholders' meeting. The Company shall disclose the Board of Directors' remuneration in the Company's annual report.

The Board of Directors of Frasers Property (Thailand) Public Company Limited, in its meeting No. 8/2020-64 on September 2, 2021, approved this Executive Board Charter. It is effective from September 2, 2021, onwards.

Mr. Chainoi Puankosoom
Chairman

Mr. Panote Sirivadhanabhakdi
Chairman of the Executive Committee

Audit Committee Charter

Frasers Property (Thailand) Public Company Limited

Frasers Property (Thailand) Public Company Limited

Audit Committee Charter

Frasers Property (Thailand) Public Company Limited (the "Company") has established the Audit Committee which is a sub-committee of the Board of Directors with respect to the good corporate governance and in line with the regulations of the Securities and Exchange Commission in order to assure shareholders, investors and other stakeholders that the management of the Company will be performed with efficiency and effectiveness in an honest and transparent manner to create utmost benefits for all stakeholders of the Company.

Objectives

To assist the Board of Directors in performing work pertaining to the review of the financial report, internal control and internal audit system, compliance with laws and regulations, and codes of conduct such as anti-corruption measure as well as giving independent opinions and suggestions with regard to the good corporate governance, risk management to ensure efficiency and compliance with rules, policies and practices prescribed by the Board of Directors.

Composition of the Audit Committee

1. The Board of Directors or shareholders' meeting shall appoint members of the Audit Committee, comprising at least 3 members who must be independent directors of the Company. The Board of Directors shall select 1 member of the Audit Committee to be the Chairman of the Audit Committee.
2. In case of proposal of the Audit Committee members to a shareholders' meeting for approval, the Company should provide in an invitation the names, curriculum vitae as well as statement certifying that the appointed persons are qualified and independent as required.
3. The Audit Committee shall appoint the chief of internal audit department of the Company to act as the Secretary to the Audit Committee to assist the Audit Committee in performing work pertaining to the meeting of the Audit Committee as well as being the coordinator for reporting to the Board of Directors and the Stock Exchange of Thailand. The Secretary to the Audit Committee has no right to vote.

Qualifications of the Audit Committee

1. Must be independent directors according to the criteria prescribed in the Notification of the Securities and Exchange Commission as follows:

- 1.1 Holding shares not more than 1% of the total number of shares with voting rights of the Company*, including shares held by related persons of such independent director;
- 1.2 Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the Company*, unless the foregoing status has ended not less than 2 years;
- 1.3 Not being a person related by blood, law or marriage based on the criteria prescribed in the Charter of the Board of Directors or a close relative or a person related to the director, executive, major shareholder, controlling person, or person to be nominated as director, executive, or controlling person of the Company or its subsidiary;
- 1.4 Neither having nor used to have a business relationship with the Company*, in the manner which may interfere with his independent judgement, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company*, unless the foregoing relationship has ended not less than 2 years;
- 1.5 Neither being nor used to be an auditor of the Company*, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company*, unless the foregoing relationship has ended not less than 2 years;
- 1.6 Neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding 2 million baht per year from the Company*, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than 2 years;
- 1.7 Not being a director appointed as representative of directors of the Company, major shareholder or shareholder who is related to major shareholder;
- 1.8 Not undertaking any business in the same nature and in competition to the business of the Company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares more than 1% of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the Company or its subsidiary company;
- 1.9 Not having any other characteristics which cause the inability to express independent opinions with regard to the Company's business operations.

* including its parent company, subsidiary company, associate company, major shareholder or controlling person.

2. Not being assigned by the Board of Directors to take part in the business decision of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person;

3. Not being a director of the parent company, subsidiary company or same-level subsidiary company, which is a listed company;
4. The Audit Committee must possess knowledge, capability, integrity and ethic in business operation, and have sufficient time to dedicate such knowledge, capability, and perform duties for the Company and such directors shall have sufficient knowledge and experience to serve
as the Audit Committee. There shall be at least 1 member of the Audit Committee who possesses sufficient knowledge, understanding and experience in accounting and finance to review the creditability of financial reports.

Term of Service

- ◆ The term of service of the Audit Committee members shall be 3 years to ensure continuity of the performance of work of the Audit Committee.
- ◆ The Audit Committee members may be reappointed for another term as the Board of Directors or shareholders' meeting may consider appropriate, but their term of service shall not be automatically renewed.
- ◆ New Audit Committee member should be appointed to ensure the introduction of new ideas to the Audit Committee.

Vacating from Office

1. An Audit Committee member shall vacate from office when he:
 - ◆ has completed his term of service;
 - ◆ ceases to be a director;
 - ◆ resigns. In this case, he should give a notice thereof to the Company 1 month in advance together with reason therefor;
 - ◆ dies;
 - ◆ becomes disqualified as an Independent Director or a member of the Audit Committee based on the qualifications prescribed in the Audit Committee Charter or the criteria stipulated in the Notification of the Securities and Exchange Commission;
 - ◆ is removed from the position by resolution of the Board of Directors.
2. An Audit Committee member who has completed his term may be reappointed as the Board of Directors may consider appropriate.
3. When the term of service of the Audit Committee members expires or there is any circumstance causing any Audit Committee members to be unable to hold office until expiration of the term of service, thus making the number of the committee members to be lower than the prescribed number of 3 persons,

the Board of Directors or shareholders' meeting shall appoint the new Audit Committee member(s) to fill up the vacancy(ies) immediately or no later than 3 months from the date of vacancy(ies) to ensure continuity of the performance of work of the Audit Committee.

4. In case of a vacant position in the Audit Committee due to any reasons other than the expiration of the term of service, the Board of Directors shall appoint a fully qualified person to replace the previous member. The appointed person shall remain in the position for the remaining term of the replaced Audit Committee member. In addition, such change shall be reported to the Securities and Exchange Commission.

Duties and Responsibilities of the Audit Committee

The Audit Committee has its duties as assigned by the Board of Directors as follows:

1. Review the Company's financial report to ensure accuracy and accountability, including adequate disclosure, by coordinating with the certified public accountant and the executive who are responsible for preparing the quarterly and annual financial reports.
2. Give opinions on connected transactions or transactions which may constitute potential conflicts of interest to ensure compliance with the laws and regulations of the Stock Exchange of Thailand including laws related to the business of the Company so as to assure that such transactions are reasonable and most beneficial to the Company.
3. Review the internal control system and internal audit of the Company to ensure appropriateness and effectiveness according to the international process and standard.
4. Review the performance control and follow-up procedure of the Company to ensure compliance with the Securities and Exchange law, rules, regulations or laws relating to business of the Company.
5. Review the risk management procedure of the Company to ensure comprehensiveness, effectiveness and compliance with the international standard.
6. Review the Company's procedures for working, controlling and overseeing the information technology and preservation of data security and communication network to ensure effectiveness and compliance with the international standard.
7. Review the Company's good corporate governance procedure, anti-corruption procedures to ensure effectiveness and compliance with guidelines of the regulatory organizations.
8. Approve the charter, work plans and the appropriateness of resource allocation, manpower of the internal audit department as well as support the development of potential and professional progress of the internal auditors.

9. Consider, select, appoint, transfer, remove and evaluate the performance of the chief of the internal audit department or chief of the external audit firm that provides internal audit service as well as the independence of the internal audit department.
10. Consider, select, nominate for appointment or removal an independent person to be the external auditor of the Company including propose his or her remuneration by taking into account the appropriateness, and evaluate the performance efficiency of the external auditor so as to propose the Board of Directors for consideration and propose the shareholders' meeting for approval, as well as convene the meeting with the external auditors at least one meeting a year without the presence of management to seek opinions in various matters from the external auditors.
11. Consider the audit scope and audit plan of the external auditor and the internal auditor to ensure consistency and to reduce overlapping in the part relating to the internal audit.
12. Annually conduct the evaluation of the Audit Committee for the overall performance, team performance, and individual performance and report the evaluation results to the Board of Directors.
13. Review to ensure that the Company has the procedures for the receipt of complaint and procedures for overseeing such matters.
14. Attend the shareholders' meeting to clarify and/or answer questions related to the Audit Committee or the appointment of the external auditor.
15. Report the Audit Committee's result of performance to the Board of Directors at least once a quarter so as to acknowledge the Board of Directors of the activities of the Audit Committee in due time and to enhance efficiency in the performance of the Audit Committee. The aforesaid excludes the result of performance in the fourth quarter which shall be conducted as the annual report of the Audit Committee and disclose in the annual report of the Company. Such report must be signed by the Chairman of the Audit Committee and should consist of opinions on various matters according to the SET regulations.
16. Review the Audit Committee Charter by examining, evaluating on its adequacy and appropriateness based on the events or situations that may change, and propose to the Board of Directors for consideration and approval
17. Performs other duties as assigned by Board of Directors with the agreement of the Audit Committee.

In its performance under the scope of duties, the Audit Committee shall have the authority to call for the management, chief of department or staff involved in such matters to give opinions, attend the meetings or submit relevant documents as well as seeking independent opinions from any other professional counsel when it is deemed necessary at the expense of the company.

The Audit Committee shall perform its duties under the scope of duties and responsibilities according to the instruction of the Board of Directors who is responsible directly to shareholders, stakeholders and public.

Meetings of the Audit Committee

1. Meetings

- ◆ Convene the meeting of the Audit Committee at least 4 times a year. In case there is a request from the Audit Committee member, internal auditor, external auditor or Chairman of the Board of Directors, the Chairman of the Audit Committee may convene a special meeting.
- ◆ The Audit Committee members shall attend every meeting of the Audit Committee at the designated meeting place. In case any member is unable to attend the meeting in person, he/she shall attend the virtual meeting via a conference telephone call or video conference, as the case may be.
- ◆ For the meeting of the Audit Committee, the Chairman of the Audit Committee or Secretary to the Audit Committee, by the order of the Chairman of the Audit Committee, shall send the invitation letter or electronic mail to all Audit Committee members not less than 7 days prior to the meeting date, unless it is a matter of importance and urgency whereupon the invitation can be made through other means or the meeting date can be set earlier than that.
- ◆ The Audit Committee shall convene the meeting to consider various matters under the scope of duties specified in the Audit Committee Charter.

2. Quorum and Voting

- ◆ At each Audit Committee's meeting, not less than half of the members appointed by the Company's Board constitute a complete quorum. In a case where the Audit Committee Chairman is not present, or cannot perform the duty, the Audit Committee members present shall choose one among themselves to serve as the Chairman of the meeting.
- ◆ The final decision of the Audit Committee is done by a majority vote.
- ◆ Each Audit Committee member is entitled to one vote, whereas the Audit Committee member having any interest in a matter to be considered will be refrained from voting on such matter. In case of a tie, the Chairman of the meeting shall have an additional vote as the casting vote. The secretary to the Audit Committee, however, has no right to vote.

3. Minutes of the meeting

- ◆ The Secretary to the Audit Committee or a person whom has been assigned shall prepare the minutes of meetings which must be submitted to the Audit Committee to consider and certify in the next meeting.

Reporting of the Audit Committee

The report of the Audit Committee is important to the Board of Directors, shareholders and general investors because independent opinions of the Audit Committee will be provided in such report and will be disclosed in the annual report in order to ensure the Board of Directors that the management has carried out management function in a careful manner and has due regard to the interests of all shareholders equally. Such report should consist of information at least as follows:

1. Opinion on the accurateness, completeness and creditability of the financial report of the Company;
2. Opinion on the adequacy of the Company's internal control system;
3. Opinion on the compliance with the securities and exchange law, regulations of the Exchange or laws relating to business of the Company;
4. Opinion on the appropriateness of the external auditor and his annual remuneration fee;
5. Opinion on the transactions that may result in conflicts of interest;
6. Opinion of Audit Committee's meeting and the attendance of each Audit Committee member
7. Opinion or overall observation that the Audit Committee obtained from the performance of duties under the Audit Committee Charter.

In a case where the Audit Committee has reported about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the executive that any rectification is necessary, upon completion of the period of time mutually fixed if the Audit Committee finds that such rectification has been unreasonably ignored, any member of the Audit Committee may report such finding to the Securities and Exchange Commission or the Stock Exchange of Thailand.

The Board of Directors has resolved to approve this Audit Committee Charter in the Board of Director's meeting No.5/2021. This Audit Committee Charter will supersede the previous Charter and will take effect on May 6, 2021.

Mr. Chainoi Puenkosum
Chairman of the Board of Directors

Mr. Tithiphan Chuerboonchai
Chairman of the Audit Committee

Compensation and Nomination Committee Charter

Frasers Property (Thailand) Public Company Limited

Compensation and Nomination Committee Charter

1. Objective

The Board of Directors attaches great importance to compliance with the principles of good corporate governance. Therefore, the Compensation and Nomination Committee has been set up to determine the transparency criteria and formats for recruiting and selecting nominated persons as directors to replace top Management and those who vacate office upon the expiration of the term. Also, the Committee shall consider the Compensation of directors, the management, and employees with fairness reasonableness following the good corporate governance policy to build confidence and credibility with stakeholders.

2. Composition and structure of the Compensation and Nomination Committee

- 2.1 The Board of Directors considers and appoints the Compensation and Nomination Committee and the Chairperson of the Compensation and Nomination Committee.
- 2.2 The Compensation and Nomination Committee consists of not less than three directors. At least one member must be an independent director and no executive director who is a Company executive.
- 2.3 The Compensation and Nomination Committee appoints the Chief Executive Officer to act as the Secretary of the Compensation and Nomination Committee unless the Committee has a resolution delegating otherwise.

3. Qualifications of the Compensation and Nomination Committee

- 3.1 A person who has qualifications and does not have any prohibited characteristics under the law governing public limited companies, the Securities and Exchange Act, and other relevant laws. Also, he/she must not have characteristics indicating a lack of suitability to be entrusted with managing a business that is held by the public as specified in the notification of the Securities and Exchange Commission.
- 3.2 A person who has the knowledge, ability, and experience that will be beneficial to performing duties as a member of the Compensation and Nomination Committee. As well as, they must be able to devote sufficient time to perform duties to achieve the objectives of the Compensation and Nomination Committee.

4. Term of office, appointment, and retirement of the Compensation and Nomination Committee

- 4.1 The Compensation and Nomination Committee has a term of office of three years and vacates office upon the expiration of the term, or retirement from the Board of Directors, or the Board of Directors resolves to vacate office. In this regard, if such a director vacates office due to the expiration of the term, he/she may be re-appointed by the Board of Directors as necessary and appropriate.

4.2 If the position of the Compensation and Nomination Committee is vacant due to reasons other than the expiration of a term under 4.1, the Board of Directors shall appoint a person with full qualifications to be a member of the Compensation and Nomination Committee to replace the vacant position. In this regard, the person elected to be the Compensation and Nomination Committee member shall remain in office for only the remaining term of the Committee member whom he/ she assumes the position.

5. Roles, Duties, Responsibilities, and authority of the Compensation and Nomination Committee

The Compensation and Nomination Committee is responsible for screening the following matters before submitting them to the Board of Directors for approval.

5.1 Recruitment

- (a) Consider prescribing rules and procedures for the nomination of directors;
- (b) Consider the structure, size, and composition of the Board of Directors and sub-committees to be appropriate with the Company's strategy and changing circumstances;
- (c) Consider the qualifications of the person holding the position of director by taking into account the diversity of knowledge, expertise, skills, and experience that are beneficial to the Company's business operations;
- (d) Consider the criteria for recruiting and developing the Chief Executive Officer, senior management to have knowledge, skills, experience, and attributes necessary to drive the organization towards its goals;
- (e) Encourage the Company to provide opportunities for minority shareholders to submit a list of persons to be nominated as directors of the Company;
- (f) Consider and select a qualified director to be a member of the sub-committees to propose to the Board of Directors for appointment as appropriate or when there is a vacancy;
- (g) Regularly review the succession plan for the position of Chief Executive Officer and high-level executives of the Company, including the list of suitable candidates to be considered for succession.

5.2 Compensation consideration

- (a) Present an opinion to the Board of Directors on the structure and composition of the compensation for directors annually;
- (b) Propose criteria and policies for determining the Compensation of the Board of Directors and sub-committees appropriate to the scope of duties and responsibilities of the directors. It shall link the compensation to the evaluation results, business plans, Company performance, including comparing with other companies in the same business. In this regard, the Board of Directors shall consider and approve before proposing to the Annual General Meeting of Shareholders for approval;

- (c) Consider special compensation for directors as appropriate from the Company's operating results within the amount approved by the general meeting of shareholders;
- (d) Propose criteria for bonus payments, salary adjustments for senior executives, executives, and employees to the Board of Directors' meeting for approval.
- 5.3 Review and update the Compensation and Nomination Committee Charter annually and propose to the Board of Directors for approval.
- 5.4 Prepare a report on the performance of the Compensation and Nomination Committee signed by the Chairperson of Committee for disclosure in the annual report following good corporate governance principles.
- 5.5 Perform any other duties as assigned by the Board of Directors.

6. Meeting of the Compensation and Nomination Committee

- 6.1 Hold a meeting at least twice a year by inviting the Company's management or executives, or employees to attend the meeting and give opinions.
- 6.2 At a Compensation and Nomination Committee meeting, the Committee members must attend the meeting for not less than half of the total number of the Committee members in office at that time to be counted as a quorum.
- 6.3 Suppose the Chairperson of the Compensation and Nomination Committee is not present at the meeting or cannot perform his/her duties. In that case, the Committee members attending the meeting shall elect a member of the Compensation and Nomination Committee to act as the Chairperson of the meeting. In this regard, the Compensation and Nomination Committee may have a teleconference via telephone or arrange for a video and audio broadcast in the form of a video conference to the meeting.
- 6.4 Compensation and Nomination Committee members who are the interested person in any matter considered have no right to vote on that matter.
- 6.5 In casting a resolution, the Compensation and Nomination Committee members cast their votes with one vote each and using a majority vote as a criterion. If the resolution has equal votes, the Chairperson of the Compensation and Nomination Committee has the right to have one additional vote as a casting vote.

7. Compensation of the Compensation and Nomination Committee

The Compensation and Nomination Committee will receive compensation appropriate to their duties and responsibilities as approved by the shareholders' meeting. The Company must disclose the compensation of the Compensation and Nomination Committee in the Company's annual report.

The Board of Directors of Frasers Property (Thailand) Public Company Limited at meeting No. 1/2022 on 9 November 2021, approved this Executive Board Charter. It comes into force from 9 November 2021 onwards.

(Mr. Chainoi Puankosoom)

Chairman

Frasers Property (Thailand) Public Company Limited

Risk Management Committee Charter

Frasers Property (Thailand) Public Company Limited

Frasers Property (Thailand) Public Company Limited

Risk Management Committee Charter

1. Objectives

It aims to operate by the principles of good corporate governance, check and balance, and separation of risk management duties from those that cause risks (Business Unit).

The Board of Directors has appointed the Risk Management Committee to formulate risk management policies covering the entire organization. It also supervises the establishment of a risk management system or process appropriately to reduce the impact on the Company's business. The composition, qualifications, agenda, roles, duties, and responsibilities are set so that the Risk Management Committee can perform its duties effectively as assigned by the Board of Directors.

2. Composition and Qualifications of the Risk Management Committee

The Risk Management Committee consists of at least three members, appointed by the Board of Directors, and an independent director at least one member. The Board of Directors appoints the Risk Management Committee Chairperson, and the Head of Risk Supervision and Management Department acts as the secretary of the Risk Management Committee.

3. Term of office

The Risk Management Committee has a term of office of three years. It may be terminated in the event of termination of the Board of Directors, or the expiration of the term of the Risk Management Committee, or resignation, or being withdrawn. However, the risk management committee that vacates office upon the expiry of the term may be reappointed.

If the Risk Management Committee is vacant for reasons other than the expiration of the term, the Board of Directors shall appoint a qualified person to complete the number specified by the Board in this Charter. The person elected to be on the risk management committee instead will remain in office only for the remainder of the term of the committee he/she replaces.

4. Roles, duties and responsibilities of the Risk Management Committee

- 4.1 Consider and approve the policy, objectives, and risk management framework as a guideline for the risk management process for employees in the organization to be in the same direction and in line with the strategy and goals of the business. It is reviewed annually, and the early warning signs are highlighted.

- 4.2 Consider the Company's transaction risk management policy to cover Business & Strategic Risk, Market Risk, Credit Risk, Liquidity Risk, Operational Risk, Financial Report Risk, Legal & Compliance Risk, and Reputational Risk.
- 4.3 Supervise the identification of risks by considering external and internal factors that may prevent the Company from achieving its objectives. The impact and likelihood of the identified risks are assessed to prioritize the risks and select appropriate risk management methods.
- 4.4 Consider and review the guidelines and tools for effective risk management appropriate to the nature and size of the risks in each aspect of the Company's transactions.
- 4.5 Consider and review the setting of risk limits and corrective measures to take action in case of non-compliance with the specified risk ceiling.
- 4.6 Follow up on risk assessment results in both normal and critical conditions (Stress Testing).
- 4.7 Assess the potential risks associated with new products or the risks for newly established transactions and formulate guidelines for hedging potential risks related to the transaction.
- 4.8 Review the Risk Management Committee Charter annually. If there is any amendment, it shall be submitted to the Board of Directors for approval.
- 4.9 Report the risk management results to the Board of Directors for acknowledgment. In the event of significant factors or circumstances that may have a considerable impact on the Company, it must be reported to the Board of Directors for acknowledgment and consideration as soon as possible.
- 4.10 Supervise and support anti-corruption risk management by assessing corruption risks and reviewing anti-corruption measures to ensure apparent adequacy and appropriateness.
- 4.11 Perform any other duties as assigned by the Board of Directors.

5 Meeting and report

- 5.1 The Risk Management Committee should meet at least once a quarter or as appropriate. The meeting agenda is set, and the directors are notified in advance with provided sufficient relevant information.
- 5.2 At a meeting of the Risk Management Committee, at least one-half of the total number of members of the Risk Management Committee must be present to constitute a quorum.
The Risk Management Committee may attend the meeting in person at the meeting venue or participate by teleconference via telephone or audiovisual provided that is monitored to the meeting venue or by any other method as approved by the Risk Management Committee.
- 5.3 Suppose the Risk Management Committee Chairperson does not attend the meeting or perform his/her duties. In that case, the remaining directors shall elect one among themselves to preside over the meeting.

- 5.4 The resolution of the Risk Management Committee meeting will be based on a majority vote of the directors attending the meeting. If the resolution has equal votes, the Chairperson of the meeting has the right to vote one more vote for a casting vote.
- 5.5 Risk management committee who is an interested person in any matter must not participate in the consideration or vote on such matter.
- 5.6 The Risk Management Committee has the power to invite management or related parties to or those who deem appropriate to attend the meeting or to clarify relevant matters.
- 5.7 The Risk Management Committee has duties and responsibilities to report the activities of the Risk Management Committee or any other duties assigned by the Board of Directors to the Board at least once a year.

6 Assessment of the Risk Management Committee

The Risk Management Committee must evaluate the performance at least once a year and report it to the Board of Directors for acknowledgment and use the assessment results to improve the efficiency and achieve the set objectives.

The Board of Directors Meeting No. 7/2020-64 on 3 August 2021 approved this Risk Management Committee Charter. This Charter will replace the original and effective from the date of 4 August 2021 onwards.

Mr. Chainoi Puankosoom
Chairman

Mr. Chotiphat Bijananda
Chairman of Risk Management Committee

Corporate Governance and Sustainable Development
Committee Charter
Frasers Property (Thailand) Public Company Limited

Corporate Governance and Sustainable Development Committee Charter

1. Objective

The Board of Directors agrees that the Corporate Governance and Sustainable Development Committee Charter should be formulated. It shall include the components, duties, responsibilities, and guidelines assigned by the Board of Directors. Therefore, the Corporate Governance and Sustainable Development Committee can supervise and provide advice and formulate guidelines for compliance with good corporate governance principles and sustainable development practices of the Company in an appropriate, transparent and fair manner to build confidence and credibility to all stakeholders.

2. Composition and structure of the Corporate Governance and Sustainable Development Committee

2.1 The Board of Directors considers and appoints the Corporate Governance and Sustainable Development Committee. It consists of at least three directors, with not less than half of which must be independent directors.

2.2 The Corporate Governance and Sustainable Development Committee appoints the Chairperson of the Corporate Governance and Sustainable Development Committee. He/she must be an independent director and not be the Chief Executive Officer to express opinions and perform duties independently.

2.3 The company secretary shall act as the secretary of the Corporate Governance and Sustainable Development Committee unless the Corporate Governance and Sustainable Development Committee has a resolution delegating otherwise.

3. Qualifications of the Corporate Governance and Sustainable Development Committee

3.1 A person who is knowledgeable, capable, and experienced that will benefit the Company's business operations in social and environmental aspects. He/she must be trustworthy, honest, and ethical in doing business and devote sufficient time to perform duties to achieve the objectives of the Corporate Governance and Sustainable Development Committee.

3.2 The Corporate Governance and Sustainability Committee member who is an independent director must be self-sustaining under the Company's good corporate governance principles.

4. Term of office of the Corporate Governance and Sustainable Development Committee

4.1 The Corporate Governance and Sustainable Development Committee has a term of office of three years and vacates office upon the expiration of the term, or upon retirement from the Board of Directors, or the Board of Directors resolves to vacate the position. However, in case of vacating office

due to the expiration of the term, he/she may be re-appointed by the Board of Directors as necessary and appropriate.

4.2 If the position of the Corporate Governance and Sustainable Development Committee is vacant due to reasons other than the expiration of the term under Clause 4.1, the Board of Directors shall appoint a person with full qualifications to be a member of the Committee to replace the vacant position. The person elected instead of the Corporate Governance and Sustainable Development Committee will remain in office for the remainder of the Committee term he/she replaces.

5. Roles, duties, responsibilities and the authority of the Corporate Governance and Sustainable Development Committee

5.1 Consider setting guidelines, suggesting policies, strategies, operational frameworks, goals, guidelines for good corporate governance practices, codes of conduct, and business ethics. It also includes anti-corruption policy, whistleblowing or complaint policy, and social and environmental responsibility for sustainable development that is consistent with the Company's business for submission to the Board of Directors for approval.

5.2 Support and advise the Board of Directors and the Management in good corporate governance and sustainable development. Also, the committee shall encourage directors, executives, and employees of the Company to understand and implement them in a consistent manner in the same direction for the development and upgrading of corporate governance and sustainable development standards of the Company in accordance with international guidelines.

5.3 Supervise, consult and review the operations of corporate governance and sustainable development. It covers the operation of corporate social responsibility (CSR) to lead to the implementation and participation in various projects under the framework of corporate governance and sustainable development with relevant agencies both internally and externally. The committee shall also compare it with the practice guidelines of companies listed on the Stock Exchange of Thailand and recommending them to the Board of Directors.

5.4 Provide advice to executives and working groups to prepare them for the good corporate governance rankings by the central agency outside the organization. It shall comply with the anti-corruption policy to prepare for the renewal of the Thai Private Sector Collective Action Coalition against Corruption membership.

5.5 Consider and review good corporate governance policies, sustainable development, code of conduct, and business ethics. It also includes anti-corruption policy and whistleblowing or complaint policy to propose to the Board of Directors for consideration and approval of improvements and provide recommendations for follow-up and assessment of relevant operating results to the Board of Directors at least once a year.

5.6 Disclosure of the principles of good corporate governance, sustainable development, and relevant best practices to all stakeholders.

5.7 Review and update the Corporate Governance and Sustainable Development Committee Charter annually to suit the circumstances and, if deemed appropriate, will be submitted to the Board of Directors for approval.

5.8 Perform any other acts that the Board of Directors of the Company deems appropriate and entrusted to perform.

6. Meeting of the Corporate Governance and Sustainable Development Committee

6.1 Hold a meeting at least twice a year by inviting the Company's management, executives, or employees to attend the meeting and give opinions.

6.2 At the meeting, at least half of the Corporate Governance and Sustainability Committee members present in the office to constitute a quorum. Suppose the Corporate Governance and Sustainable Development Committee Chairperson is not present at the meeting or cannot perform his/her duties.

In that case, the Committee member attending the meeting shall elect one of the members to be a Chairperson of the meeting. In this regard, the Corporate Governance and Sustainable Development Committee may have a teleconference via telephone or arrange for a video and audio broadcast in the form of a video conference to the meeting.

6.3 Any member of the Corporate Governance and Sustainable Development Committee who is an interested person in any matter under consideration has no right to vote on that matter.

6.4 In voting, the Corporate Governance and Sustainable Development Committee cast their votes with one vote each and using a majority vote as a criterion. If the resolution has equal votes, the Chairperson of the Corporate Governance and Sustainable Development Committee has the right to have one additional vote as a casting vote.

7. Reporting of the Corporate Governance and Sustainable Development Committee

Provide a report on the performance of the Corporate Governance and Sustainable Development Committee for the Board of Directors for acknowledgment and prepare a report of the Committee for disclosure in the Company's annual report and signed by the Chairman of the Board.

8. Evaluation of the performance of the Corporate Governance and Sustainable Development Committee

Every year, the Corporate Governance and Sustainable Development Committee shall assess the performance by self-assessment and report on the assessment results together with the operational barriers that may cause the performance to fail to achieve the Board of Directors' objectives.

The secretary of the Board of Directors will submit the performance appraisal form for all committees to assess their annual performance of the entire Board and individual.

The Board of Directors Meeting No. 5/2020-64 on May 6, 2021, approved this Corporate Governance and Sustainable Development Committee Charter.

This will come into effect from 6 May 2021 and will be reviewed annually.

Mr. Chainoi Puankosoom

Chairman

and Chairman of the Corporate Governance and Sustainable Development Committee