



# ESG Performance Report for Listed Companies in 2025

TQR PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2025



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# ESG Performance

Company Name : TQR PUBLIC COMPANY LIMITED      Symbol : TQR

Market : mai      Industry Group : Financials      Sector : SECTOR 0

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## Environmental management

### Information on environmental policy and guidelines

#### Environmental policy and guidelines

Environmental policy and guidelines : Yes

Environmental guidelines : Electricity management, Water resources and water quality management, Waste management

The Company emphasizes fostering cooperation among all employees and all departments in fulfilling their responsibilities for environmental protection. All employees are required to be aware of their roles and responsibilities in environmental conservation and the efficient use of resources in the performance of their duties, in accordance with the following practices.

#### 1. Environmental Conservation and Pollution Prevention

The Company is committed to environmental preservation, including pollution prevention and improving the work environment to ensure a good environmental standard. This includes the efficient use of resources and energy, maximizing the benefits from consumption, controlling waste amounts, and recycling (re-use). Additionally, the Company plans for various emergency situations using appropriate methods. The Company organizes Big Cleaning Day activities to manage resources in the workplace, clean up, reduce waste materials, sort, and dispose of materials that do not contribute to the workplace and environmental benefits.

#### 2. Choosing Environmentally Friendly Materials and Equipment

The Company selects products that do not harm the environment, such as paper and fabric. The Company avoids using products that are toxic to the environment in the workplace and reduces the use of products containing chemicals harmful to the environment. The use of materials and products containing hazardous substances is prohibited.

#### 3. Energy Conservation and Efficient Resource Use

The Company has set practices for controlling electricity and reducing water consumption, ensuring that all departments follow the same approach. Employees are encouraged to use energy and resources efficiently, such as turning off lights during lunch breaks, turning off air conditioning before the end of the workday, and adhering to scheduled device usage. The Company uses energy-efficient electrical equipment, such as energy-saving bulbs, air conditioners, and office electrical devices.

#### 4. Providing Environmental and Energy Conservation Knowledge to Employees

The Company provides information and knowledge about environmental conservation and energy saving and announces the environmental policy to employees through internal communication channels, such as the Company's intranet. Additionally, the Company promotes environmental awareness and energy conservation through various activities by the Stock Exchange of Thailand, to encourage employees to preserve the environment, avoid resource use, and protect the world. Employees are motivated to cooperate and follow the environmental policy seriously and consistently.

#### 5. Environmentally Friendly Business Development

The Company emphasizes the importance of business development and investments that do not cause environmental issues. The Company promotes sustainable business practices, and has implemented Digital Marketing technologies to facilitate customers and reduce resource use, such as reduce paper consumption, and minimize energy consumption from document copying or shredding.

Reference link for environmental policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-environmental-policy-en.pdf>

## **Information on review of environmental policies, guidelines, and/or objectives over the past years**

### **Review of environmental policies, guidelines, and/or goals over the past year**

Review of environmental policies, guidelines, and/or goals over the past year : No

## **Information on compliance with environmental management principles and standards**

### **Compliance with water management principles and standards**

Water management principles and standards : 3Rs or 5Rs

### **Compliance with waste management principles and standards**

Waste management principles and standards : 3Rs, 5Rs or 7Rs

## **Information on other environmental management**

### **Plans, performance, and outcomes related to other environmental management**

The Company places great importance on the efficient use of resources, particularly in reducing paper consumption across its work processes. This approach helps minimize environmental impact, lower operating costs, and support the transition toward becoming a modern digital-driven organization. Key initiatives include:

1. Promoting a paperless working environment by transforming internal documents into electronic formats.
2. Implementing online meeting systems and digital documentation to reduce reliance on printed materials.
3. Reducing paper usage in shareholders' meeting invitations and annual reports, shifting to digital alternatives.
4. Utilizing cloud-based storage and document-sharing systems to replace physical document handling and archiving.

Information on incidents related to legal violations or negative environmental impacts

Number of cases and incidents of legal violations or negative environmental impacts

	2023	2024	2025
Number of cases or incidents of legal violations or negative environmental impact (cases)	0	0	0

## Energy management

### Disclosure boundary in energy management in the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

### Information on energy management

#### Energy management plan

The company's energy management plan : Yes

The Company has implemented an energy management plan with a focus on promoting and controlling efficient electricity consumption within the organization. Key measures include turning off lights in office areas during lunch breaks and after working hours, as well as unplugging or switching off electrical equipment when not in use, in order to reduce unnecessary electricity consumption. In addition, the Company has progressively replaced conventional lighting with LED lights across almost all office premises to enhance energy efficiency, extend the useful life of equipment, and support environmentally responsible business operations.

### Information on setting goals for managing energy

#### Setting goals for managing electricity and/or oil and fuel

Does the company set goals for electricity and/or fuel management : No

### Information on performance and outcomes of energy management

#### Performance and outcomes of energy management

Performance and outcomes of energy management : Yes

The Company has implemented measures to promote efficient energy consumption, such as turning off lights in office areas during lunch breaks and after working hours. As a result, in 2025, the Company's electricity consumption was 102,590.79 unit decreased by 2% compared to 2024.

### Information on electricity management

Company's electricity consumption<sup>(\*)</sup>

	2023	2024	2025
<b>Total electricity consumption within the organization (Kilowatt-Hours)</b>	94,689.21	104,355.58	102,590.79
Electricity purchased for consumption from non-renewable energy sources (Kilowatt-Hours)	94,689.21	104,355.58	102,590.79
Intensity ratio of total electricity consumption within the organization to total number of employees (Kilowatt-Hours / Person / Year)	1,972.69	2,426.87	2,011.58

Additional explanation : <sup>(\*)</sup> Exclude electricity consumption outside of the Company

### Electricity Consumption Intensity

	2023	2024	2025
Intensity of total electricity consumption within the organization (Kilowatt-Hours / m <sup>2</sup> )	162.13905822	178.69106164	175.66916096

### Electricity Expense <sup>(\*)</sup>

	2023	2024	2025
Total electricity expense (Baht)	532,774.54	519,678.93	496,103.45
Percentage of total electricity expense to total expenses (%) <sup>(**)</sup>	0.43	0.38	0.32
Percentage of total electricity expense to total revenues (%) <sup>(**)</sup>	0.21	0.20	0.18
Intensity ratio of total electricity expense to total number of employees (Baht / Person / Year)	11,099.47	12,085.56	9,727.52

Additional explanation : <sup>(\*)</sup> Exclude electricity expense outside of the Company

<sup>(\*\*)</sup> Total revenues and expenses from consolidated financial statement

### Information on fuel management

#### Company's fuel expense <sup>(\*)</sup>

	2023	2024	2025
Total fuel expense (Baht)	423,694.50	253,485.70	155,300.38
Percentage of total fuel expense to total expenses (%) <sup>(**)</sup>	0.34	0.19	0.10
Percentage of total fuel expense to total revenues (%) <sup>(**)</sup>	0.17	0.10	0.06

Additional explanation : <sup>(\*)</sup> Exclude electricity expense outside of the Company

<sup>(\*\*)</sup> Total revenues and expenses from consolidated financial statement

### Information on total energy management (electricity + fuel)

#### Energy Consumption

	2023	2024	2025
Total energy consumption within the organization (Megawatt-Hours)	94,689.21	104,355.58	102,590.79

#### Energy Consumption Intensity

	2023	2024	2025
Intensity ratio of total energy consumption within the organization to total revenues (Megawatt-Hours / Thousand Baht of total revenues) <sup>(*)</sup>	0.37886069	0.40304621	0.36772225
Intensity of total energy consumption within the organization (Megawatt-Hours / m <sup>2</sup> )	162.13905821	178.69106164	N/A

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

## Water management

### Disclosure boundary in water management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

### Information on water management plan

#### Water management plan

The Company's water management plan : Yes

The Company recognizes the importance of efficient water resource utilization and is committed to fostering awareness of responsible water use. The Company promotes and communicates initiatives encouraging employees to reduce water consumption, such as turning off taps immediately after use and avoiding unnecessary water usage, in order to support environmentally responsible business operations.

### Information on setting goals for water management

#### Setting goals for water management

Does the company set goals for water management : No

#### Details of setting goals for water management

### Information on performance and outcomes of water management

#### Performance and outcomes of water management

Performance and outcomes of water management : Yes

The Company has implemented measures to promote efficient water use, such as promptly turning off taps after use and avoiding unnecessary water consumption. As a result, in 2025, the Company's water consumption decreased by 14 compared to 2024.

### Information on water management

#### Water withdrawal by source

	2023	2024	2025
<b>Total water withdrawal (Cubic meters)</b>	1,163.26	1,228.00	1,056.86
Water withdrawal by third-party water (cubic meters)	1,163.26	1,228.00	1,056.86
Intensity ratio of total water withdrawal to total number of employees (Cubic meters / Person / Year)	24.23	28.56	20.72
Intensity ratio of total water withdrawal to total revenues (Cubic meters / Thousand Baht of total revenues) <sup>(*)</sup>	0.00	0.00	0.00

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

#### Water consumption

	2023	2024	2025
Total water consumption (Cubic meters)	1,163.26	1,228.00	1,056.86

#### Water Consumption Intensity

	2023	2024	2025
Intensity ratio of total water consumption to total revenues (Cubic meters / Thousand Baht of total revenues) <sup>(*)</sup>	0.00465432	0.00474283	0.00378817
Intensity of total water consumption (Cubic meters / m <sup>2</sup> )	1.99188356	2.10273972	1.80969178

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

#### Water withdrawal expenses

	2023	2024	2025
<b>Total water withdrawal expense (Baht)</b>	19,551.62	20,593.81	17,698.77
Total water withdrawal expense from third-party water (Baht)	19,551.62	20,593.81	17,698.77
Percentage of total water withdrawal expense to total expenses (%) <sup>(*)</sup>	0.02	0.02	0.01
Percentage of total water withdrawal expense to total revenues (%) <sup>(*)</sup>	0.01	0.01	0.01
Intensity ratio of total water withdrawal expense to total number of employees (Baht / Person / Year)	407.33	478.93	347.03

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

## Waste management

### Disclosure boundary in waste management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

### Information on waste management plan

#### Waste management plan

The company's waste management plan : Yes

The Company places importance on reducing the amount of waste and refuse generated from its operations by campaigning and encouraging employees to participate in waste reduction and the segregation of recyclable waste (Recycle), such as separating recyclable waste within the office. This also includes reducing the use of materials that generate waste, such as providing plates, bowls, and eating utensils for employees, promoting the use of personal drinking cups, and reducing the use of foam containers and single-use plastic materials.

### Information on setting goals for waste management

#### Setting goals for waste management

Does the company set goals for waste management : No

#### Details of setting goals for waste management

### Information on performance and outcomes of waste management

#### Performance and outcomes of waste management

The company's performance and outcomes of waste management : No

### Information on waste management

Waste Generation<sup>(\*)</sup>

	2023	2024	2025
<b>Total waste generated (Kilograms)</b>	0.00	0.00	0.00
<b>Total non-hazardous waste (kilograms)</b>	0.00	0.00	0.00
<b>Total hazardous waste (kilograms)</b>	0.00	0.00	0.00
Intensity ratio of total waste generated to total revenues (Kilograms / Thousand Baht of total revenues) <sup>(**)</sup>	0.00	0.00	0.00
Intensity ratio of total non-hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues) <sup>(**)</sup>	0.00	0.00	0.00
Intensity ratio of total hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues) <sup>(**)</sup>	0.00	0.00	0.00

Additional explanation : <sup>(\*)</sup> Exclude the total weight of waste generated outside of the Company, which is not responsible for the waste disposal or treatment cost

<sup>(\*\*)</sup> Total revenues and expenses from consolidated financial statement

#### Waste reuse and recycling

	2023	2024	2025
<b>Total reused/recycled waste (Kilograms)</b>	0.00	0.00	0.00
<b>Reused/Recycled non-hazardous waste (Kilograms)</b>	0.00	0.00	0.00
<b>Reused/Recycled hazardous waste (Kilograms)</b>	0.00	0.00	0.00

Additional explanation : Exclude the total weight of reused/recycled waste outside of the Company, which is not responsible for the waste disposal or treatment cost

## Greenhouse gas management

### Disclosure boundary in greenhouse gas management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

### Information on greenhouse gas management plan

#### Greenhouse gas management plan

The company's greenhouse gas management plan : No

### Information on setting greenhouse gas emission goals

#### Setting greenhouse gas emission goals

Does the company set greenhouse gas management : No  
goals

### Information on performance and outcomes of greenhouse gas management

#### Performance and outcomes of greenhouse gas management

Performance and outcomes of greenhouse gas : Yes  
management

In 2025, the Company undertook activities under a program organized by the Stock Exchange of Thailand to support the reduction of the organization's carbon footprint. Key measures included reducing paper and plastic consumption, discontinuing the use of foam containers, minimizing energy consumption from electrical equipment, conducting internal meetings and shareholders meetings through electronic platforms, and segregating waste for recycling. These measures contributed to more efficient resource utilization, a reduction in greenhouse gas emissions, and the promotion of environmentally responsible business operations. In addition, the Company fully complied with all applicable environmental laws and regulations, and there were no environmental penalties, fines, or sanctions imposed during the period.

## Information on greenhouse gas management

## Information on verification of the company's greenhouse gas emissions over the past year

### Verification of the company's greenhouse gas emissions over the past year

Verification of the company's greenhouse gas : No  
emissions

## Information on reduction and absorption of greenhouse gas

### Reduction of Greenhouse Gas

	2023	2024	2025
<b>Total reduced GHG (Metric tonnes of carbon dioxide equivalent)</b>	128.74	0.12	2.02
Climate Care Platform reduced GHG (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	2.00
Care the Bear Project (Metric tonnes of carbon dioxide equivalent)	128.74	0.00	0.02
Care the Whale Project (Metric tonnes of carbon dioxide equivalent)	0.00	0.12	0.00

### Absorption and removal of Greenhouse Gas

	2023	2024	2025
<b>Total absorbed and removal of GHG (Metric kilograms of carbon dioxide equivalent)</b>	0.00	0.00	0.00
Care the Wild Project (Metric kilograms of carbon dioxide equivalent)	0.00	0.00	0.00

**Remarks** - This document is automatically generated based on information processed as received from the listed company on as is basis. The Stock Exchange of Thailand (SET) does not make any representations regarding accuracy, completeness, appropriateness, recency or reliability of the information contained in this document, nor does it make any guarantee of a result of the use of the information contained in this document. In no event shall SET be responsible for any loss or damage resulting from the use of this document or the information contained herein.

# ESG Performance

Company Name : TQR PUBLIC COMPANY LIMITED      Symbol : TQR

Market : mai      Industry Group : Financials      Sector : SECTOR 0

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## Human rights

### Information on social and human rights policies and guidelines

#### Social and human rights policy and guidelines

Social and human rights policy and guidelines : Yes

Social and human rights guidelines : Employee Rights, Migrant/foreign labor, Child Labor, Consumer/customer rights, Community and environmental rights, Safety and occupational health at work, Non-discrimination, Supplier rights

The Company realizes the importance of sustainable business growth under Corporate Social Responsibilities by focusing on conducting business with care to stakeholders, economy, society and environment with morality, ethics and code of conduct. The Group hopes that conducting business under social responsibility will create benefits for the public along with the growth of the Group. The Group has established a social responsibility policy divided into 8 categories as follows:

#### Operating Business with Fairness

The Company focuses on conducting business with honesty, fairness, ethics, and is committed to competing in trade according to the principles of ethics in conducting business, laws, and principles of equal competition in trade, including rejecting any behavior that obstructs fair competition, such as seeking confidential information of competitors, demanding, receiving, and giving any unfair benefits in trade, etc. In addition, the Company also respects the intellectual property rights of others. The Company has a policy for its personnel to comply with laws or regulations regarding intellectual property rights, such as using computer programs that are legally copyrighted, etc. In addition, the Company has a campaign project to promote and instill a sense of responsibility towards society in its personnel at all levels.

#### Respect for Human Rights

The Company has a policy of supporting and respecting the protection of human rights by treating stakeholders, whether employees, communities, and surrounding society, with respect for human dignity, taking into account equality and equal freedom, not violating fundamental rights, and not discriminating on the basis of race, nationality, religion, language, skin color, gender, age, education, physical condition, or social status. The Company also ensures that its business is not involved in human rights violations, such as child labor and sexual harassment. In addition, the Company has promoted monitoring of compliance with human rights requirements by providing opportunities for participation in expressing opinions and channels for complaints for those who have been harmed by human rights violations arising from the Company's business operations, and taking appropriate remedial action. In order to ensure the effectiveness of human rights respect, the Group has developed human rights knowledge and instilled awareness among its personnel to comply with human rights principles.

#### Fair Labor Practices

The Company recognizes the importance of human resource development and fair treatment of labor, which are factors that will enhance the value of the business and strengthen the Company's competitiveness and sustainable growth in the future. The Company has established the following practices:

1. Respecting the rights of employees in accordance with human rights principles and complying with labor laws.

2. Providing a fair and equitable hiring/terminating process and employment conditions, including setting compensation and considering performance under a fair performance appraisal process.
3. Promoting personnel development by organizing training courses, seminars, workshops, and sending personnel to participate in seminars and training courses in various related fields to develop knowledge, abilities, and potential of personnel, as well as instilling good attitudes, morals, ethics, and teamwork among personnel.
4. Providing various benefits for employees as required by law, such as social security, and beyond what is required by law, such as health insurance, accident insurance, etc., including providing various types of financial assistance to employees, such as funeral expenses.
5. Providing annual health check-ups to personnel at all levels of the Company, taking into account risk factors such as age, gender, and working environment of each individual.
6. Ensuring that employees can work safely and have good hygiene in the workplace by providing measures to prevent accidents and fostering employee safety awareness, as well as providing training and promoting good hygiene among employees and maintaining a hygienic and safe workplace at all times.
7. Providing opportunities for employees to express their opinions about welfare or complaints about unfair treatment or wrongdoing in the Company, as well as providing protection for employees who report such matters.

### **Customer Stewardship**

The Company is committed to developing services for the satisfaction and maximum benefit of customers and adheres to treating customers with responsibility, and honesty, as follows:

1. The Company considers the quality, standards, and efficiency of its services so that customers are satisfied with the Company's services. In addition to developing a quality service management system, the Company also pays attention to occupational health and safety management to ensure that customers receive the highest quality and efficient services.
2. The Company has a project to continuously develop services to meet customer needs and to ensure customer satisfaction with the diversity of quality and standardized services that meet customer needs.
3. The Company adheres to fair marketing practices, with a policy of ensuring that customers receive accurate information about the Company's services, without distortion, ambiguity, or exaggeration, so that customers have accurate and sufficient information to make decisions.
4. The Company has a customer relations system in place to communicate with customers, including receiving complaints about the quality of service effectively through various channels in order to be able to respond to customer needs quickly.
5. The Company will keep customer information confidential and will not disclose customer information that it has become aware of as a result of its business operations, which is information that would normally be kept confidential, except as required by law, and will not use such information for any improper purpose.
6. The Company organizes various activities to strengthen relationships between customers and the Company in a sustainable manner.

### **Responsibility towards Partners (Cedant)**

The Company conducts its business with fairness, legality, and grows with its business partners through transparent, verifiable, and ethical operations, as follows:

1. The Company has established procurement procedures to ensure transparency and fairness, to reduce costs and work processes, as well as to develop procurement technology, vendor registration, to be more efficient.
2. The Company has channels for communication with business partners, including receiving complaints from business partners.
3. The Company organizes various activities to meet with business partners to develop and enhance the ability to do business together, exchange ideas, and strengthen relationships, as well as communicate the Company's policies to business partners.

4. The Company encourages business partners to conduct business ethically, respect human rights, treat labor fairly, and be socially and environmentally responsible.

### **Environmental Conservation**

The Company places strong emphasis on its social responsibility in environmental stewardship. The Company implements and strictly controls its operations to ensure full compliance with applicable environmental laws and regulations, with the objectives of environmental conservation and the avoidance of environmental degradation. The Company has established environmental management systems, both in the form of operational guidelines and operational equipment, to support its business activities. In this regard, the Company has adopted the following practices:

1. Establishing policies to reduce waste generation and cooperating in the proper and lawful disposal of waste and by-products.
2. Conducting risk and impact assessments related to environmental, health, and safety matters prior to making any investments or entering into joint ventures, and operating under the principle of environmental care and protection.
3. Implementing guidelines for the efficient and effective use of natural resources, materials, and equipment.
4. Adopting natural resource conservation measures, such as the 3R policy (Reduce, Reuse, Recycle).

### **Community and Social Engagement**

The Company is aware of its responsibility to the community and society and has a policy of providing assistance and social development as follows:

1. The Company has a policy of supporting and providing appropriate assistance to society and communities, especially communities around the Company's premises.
2. The Company provides opportunities for communities and stakeholders to participate in providing feedback on various projects that may affect the community, as well as submitting comments or complaints resulting from the Company's operations.
3. The Company cooperates in implementing international standards or agreements on various issues that have been developed to help prevent or reduce environmental impacts.
4. The Company encourages its executives and employees to be aware of and responsible for the community and social

### **Innovation and dissemination of innovations resulting from socially, environmentally and stakeholder-responsible operations**

The Company applies the concept of social responsibility to adapt and create business innovations that create benefits and competitiveness for the business and society, as follows:

1. Exploring the various processes of the business that are currently being carried out to determine whether they pose risks or have negative impacts on society and the environment, and explore ways to mitigate such impacts, including studying, considering, and analyzing work processes in detail and comprehensively to create opportunities for development towards the discovery of business innovations.
2. Disclosing innovations discovered that are beneficial to society and the environment to encourage other businesses and entrepreneurs to follow suit.
3. Analyzing problem-solving approaches and developing innovations on an ongoing basis, which is a continuous process to create opportunities to invent new services and for growth along with sustainable profit generation for the business.

Reference link for social and human rights policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-csr-policy-en.pdf>

## Information on review of social and human rights policies, guidelines, and/or goals over the past year

### Review of social and human rights policies, guidelines, and/or goals over the past year

Review of social and human rights policies, guidelines, and/or goals over the past year : No

## Information on compliance with human rights principles and standards

### Compliance with human rights principles and standards

Human rights management principles and standards : Thai Labour Standard: Corporate Social Responsibility of Thai Businesses (TLS 8001-2010) by the Ministry of Labour

## Information on Human Rights Due Diligence : HRDD

### Human Rights Due Diligence : HRDD

Does the company have an HRDD process : No

## Information on incidents related to legal or social and human rights violations

### Number of cases and incidents of significant legal or social and human rights violations

	2023	2024	2025
<b>Total number of cases or incidents of significant legal or social and human rights violations (cases)</b>	0	0	0
Total number of cases or incidents leading to significant labor disputes (cases)	0	0	0
Total number of incidents or complaints related to consumer rights violations (cases)	0	0	0

	2023	2024	2025
Total number of incidents or complaints related to business partners rights violations (cases)	0	0	0
Total number of cases or incidents leading to disputes with the community/society (cases)	0	0	0
Total number of cases or incidents related to cybersecurity or customer data breaches (cases)	0	0	0
Total number of cases or incidents related to workplace safety and occupational health (cases)	0	0	0

## Fair labor practice

### Disclosure boundary in fair labor practice in the past years

Boundary type	:	Company
Data disclosure coverage (%)	:	0.00

### Information on employees and labor management plan

#### Employees and labor management plan

The company's employee and labor management plan	:	Yes
Employee and labor management plan implemented by the Company in the past year	:	Fair employee compensation, Employee training and development, Promoting employee relations and participation, Migrant/foreign labor, Child labor, Safety and occupational health at work

#### Fair and Equitable Employee Remuneration

The Company has established clear and structured criteria for determining employee remuneration, taking into consideration job roles and responsibilities, skills, experience, and individual performance. Remuneration levels are benchmarked against market data and comparable companies within the same industry to ensure that compensation is appropriate, competitive, and aligned with prevailing labor market conditions. The Company applies a transparent and equitable performance evaluation system, including performance-based assessments and the achievement of defined objectives.

#### Employee Training and Development

The Company regularly assesses the skills and competencies required to support its organizational objectives, including technological capabilities, job-specific expertise, and communication skills. Based on this assessment, structured training and development plans are designed in alignment with clearly defined training objectives, such as enhancing professional and technical competencies, developing managerial and leadership skills, reinforcing the Company's core values, and preparing employees for future roles and career progression. Training programs are delivered through a combination of internal learning initiatives and external programs conducted by subject-matter experts. In addition, the Company promotes financial literacy, savings, and long-term financial security through financial management training, with the aim of enhancing employees' overall well-being and quality of life.

#### Promoting Employee Relations and Engagement

The Company promotes a positive corporate culture, receptiveness to feedback, and open communication. It encourages employees to express their opinions and suggestions freely without fear or concern about repercussions. The Company organizes activities to foster familiarity and strong relationships among employees, such as company trips, annual parties, birthday celebrations, and celebratory events for various occasions, to make employees feel like a part of the organization.

#### Fair Labor Practices

The Company upholds fair labor practices, including recruiting and selecting individuals with knowledge, abilities, morals, and ethics to join the Company without discrimination based on gender, ethnicity, or religion. The Company does not employ individuals under the age of 18.

#### Occupational Health and Safety

The Company places strong emphasis on occupational health and safety in the workplace. Clear communication is provided regarding workplace safety measures, including the proper use of tools and equipment. Employees are regularly trained and participate in emergency preparedness activities, such as fire evacuation drills and response procedures for other emergency situations, to ensure effective and timely compliance with established protocols. The Company conducts regular inspections of the working environment to ensure the absence of potential hazards, including cleanliness assessments, maintenance of work equipment, and inspections of safety devices and protective equipment. In addition, annual health check-ups are provided to promote preventive healthcare and maintain employees physical well-being, ensuring that they remain fit and ready to perform their duties effectively.

Reference link for employee and labor management plan : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-human-rights-policy-en.pdf>

Page number of the reference link : 1-2

## **Information on setting employee and labor management goals**

### **Setting employee and labor management goals**

Does the company set employee and labor management goals? : No

## **Information on performance and outcomes for employee and labor management**

### **Performance and outcomes for employee and labor management**

Performance and outcomes for employee and labor management : Yes

The Company treats its employees fairly and with due respect for labor rights. It provides a safe, appropriate, and supportive working environment, while continuously promoting employee capability development to enhance quality of life and strengthen employee engagement with the organization. In 2025, the Company recorded no disputes and no violations of laws relating to labor and consumer protection, employment, trade competition, or environmental regulations. Furthermore, there were no protests, strikes, or work stoppages during the year.

## **Information on employment**

### **Employment**

	2023	2024	2025
<b>Total Employment (Person)</b>	48	43	51
Percentage of employees to total employment (%)	100.00	100.00	100.00
<b>Total employees (persons)</b>	48	43	51
Male employees (persons)	14	17	18
Percentage of male employees (%)	29.17	39.53	35.29
Female employees (persons)	34	26	33
Percentage of female employees (%)	70.83	60.47	64.71

**Number of employees categorized by age**

	2023	2024	2025
Total number of employees under 30 years old (Persons)	8	5	6
Percentage of employees under 30 years old (%)	16.67	11.63	11.76
Total number of employees 30-50 years old (Persons)	38	35	42
Percentage of employees 30-50 years old (%)	79.17	81.40	82.35
Total number of employees over 50 years old (Persons)	2	3	3
Percentage of employees over 50 years old (%)	4.17	6.98	5.88

**Number of male employees categorized by age**

	2023	2024	2025
Total number of male employees under 30 years old (Persons)	2	3	3

	2023	2024	2025
Percentage of male employees under 30 years old (%)	14.29	17.65	16.67
Total number of male employees 30-50 years old (Persons)	10	12	13
Percentage of male employees 30-50 years old (%)	71.43	70.59	72.22
Total number of male employees over 50 years old (Persons)	2	2	2
Percentage of male employees over 50 years old (%)	14.29	11.76	11.11

**Number of female employees categorized by age**

	2023	2024	2025
Total number of female employees under 30 years old (Persons)	6	2	3
Percentage of female employees under 30 years old (%)	17.65	7.69	9.09
Total number of female employees 30-50 years old (Persons)	28	23	29
Percentage of female employees 30-50 years old (%)	82.35	88.46	87.88
Total number of female employees over 50 years old (Persons)	0	1	1
Percentage of female employees over 50 years old (%)	0.00	3.85	3.03

**Number of employees categorized by position**

	2023	2024	2025
--	------	------	------

	2023	2024	2025
Total number of employees in operational level (Persons)	N/A	23	24
Percentage of employees in operational level (%)	N/A	53.49	47.06
Total number of employees in management level (Persons)	N/A	9	20
Percentage of employees in management level (%)	N/A	20.93	39.22
Total number of employees in executive level (Persons)	N/A	11	7
Percentage of employees in executive level (%)	N/A	25.58	13.73

**Number of male employees categorized by position**

	2023	2024	2025
Total number of male employees in operational level (Persons)	N/A	9	8
Percentage of male employees in operational level (%)	N/A	52.94	44.44
Total number of male employees in management level (Persons)	N/A	4	7
Percentage of male employees in management level (%)	N/A	23.53	38.89
Total number of male employees in executive level (Persons)	N/A	4	3
Percentage of male employees in executive level (%)	N/A	23.53	16.67

**Number of female employees categorized by position**

	2023	2024	2025
--	------	------	------

	2023	2024	2025
Total number of female employees in operational level (Persons)	N/A	14	16
Percentage of female employees in operational level (%)	N/A	53.85	48.48
Total number of female employees in management level (Persons)	N/A	5	13
Percentage of female employees in management level (%)	N/A	19.23	39.39
Total number of female employees in executive level (Persons)	N/A	7	4
Percentage of female employees in executive level (%)	N/A	26.92	12.12

**Number of employees categorized by department over the past year**

Department / Line of work / Unit / Business group	Number of employees (persons)
Executives	6
Business Development	23
Information Technology	6
Operations	11
Accounting and Finance	5
Total number of employees	51

**Significant changes in the number of employees**

Significant changes in number of employees over the : No  
past 3 Years

**Number of male employees working in Thailand**

	2023	2024	2025
Total male employees working in Thailand (Person)	14	17	18
Bangkok Metropolitan (Person)	14	17	18
Northern (Person)	0	0	0
Central (Person)	0	0	0
Northeastern (Person)	0	0	0
Southern (Person)	0	0	0
Eastern (Person)	0	0	0

**Number of female employees working in Thailand**

	2023	2024	2025
Total female employees working in Thailand (Person)	34	26	33
Bangkok Metropolitan (Person)	34	26	33
Northern (Person)	0	0	0
Central (Person)	0	0	0
Northeastern (Person)	0	0	0
Southern (Person)	0	0	0
Eastern (Person)	0	0	0

**Number of employees working abroad**

	2023	2024	2025
Total employees working abroad (Person)	0	0	0
Total male employees working abroad (Person)	0	0	0

	2023	2024	2025
Total female employees working abroad (Person)	0	0	0

#### Employment of workers with disabilities

	2023	2024	2025
<b>Total employment of workers with disabilities ( persons)</b>	1	0	0
Percentage of disabled workers to total employment (%)	2.08	0.00	0.00
<b>Total number of employees with disabilities (Persons)</b>	1	0	0
Total male employees with disabilities (persons)	1	0	0
Total female employees with disabilities (persons)	0	0	0
Percentage of disabled employees to total employees (%)	2.08	0.00	0.00
<b>Total number of workers who are not employees with disabilities (persons)</b>	0	0	0
<b>Contributions to empowerment for persons with disabilities fund</b>	Yes	No	No

#### Information on compensation of employees

##### Employee remuneration by gender

	2023	2024	2025
<sup>(1)</sup> <b>Total employee remuneration (baht)</b>	36.70	40.66	47.37

	2023	2024	2025
Average of remuneration of employees (Baht/persons)	0.75	0.93	0.92

Remark: <sup>(1)</sup> Unit: Million Baht

## Information on provident fund management

### Provident fund management policy and guidelines

Provident fund management policy and guidelines : Yes

The Company established a provident fund under the management of Bangkok Bank Public Company Limited in accordance with the Provident Fund Act B.E. 2530 (as amended) in 2557. The main objectives are to create morale and motivation for employees and to encourage employees to work with the Company for a long period. The Company will contribute to the provident fund at the rate of 3 to 5 percent (depending on the length of service) of the employee's base salary, and the employee will contribute to the fund at the rate of 3 percent but not exceeding 15 percent of the base salary.

Implementation of Investment Governance Code for Institutional Investors ("I Code") by Company's Provident Fund Committee : Yes

### Participation in provident fund membership

#### Details of provident fund participation

##### Number of employees joining in PVD (persons)

	2023	2024	2025
Number of employees eligible to participate in PVD (persons)	48	43	47
Number of employees joining in PVD (persons)	48	43	47
Number of PVD members / Total employees (%)	100.00	100.00	92.16

	2023	2024	2025
Number of PVD members / Total eligible employees (%)	100.00	100.00	100.00

#### **Amount of provident fund**

	2023	2024	2025
Total amount of provident fund contributed by employer (baht)	2.11	2.24	2.59
Total amount of provident fund contributed by employee (baht)	2.02	2.40	3.38

#### **Summary of employee PVD participation over the past year**

Company name	Employees participating in PVD (Yes/No)	Total number of employees (persons)	Number of employees eligible to participate in PVD (persons)	Number of employees joining in PVD (persons)	Number of PVD members / Total employees (%)	Number of PVD members / Total eligible employees (%)
TQR PUBLIC COMPANY LIMITED	Yes	51	47	47	92.16	100.00

#### **Policy and guidelines on promoting savings through the provident fund for non-participating employees**

Policy and guidelines on promoting savings through the provident fund for non-participating employees (PVD) : Facilitating automatic PVD enrollment for new employees, Initiatives to encourage employees to achieve sufficient retirement savings, Providing education or information on selecting appropriate investment policies, Other promotional measures

#### **Facilitating automatic PVD enrollment for new employees**

The Company facilitates automatic enrollment of new employees into the Provident Fund (PVD). Upon completion of the probationary period, the Human Resources Department will automatically process the employees membership registration for the Provident Fund. After becoming a member, employees are also able to select their preferred contribution rate for the employees monthly provident fund contributions.

#### **Initiatives to encourage employees to achieve sufficient retirement savings**

The Company recognizes the importance of enhancing employees quality of life and therefore provides retirement planning programs to help employees prepare comprehensively for retirement in terms of financial security, health, and lifestyle management. The objective is to enable employees to transition into retirement with a high quality of life, financial stability, and freedom from debt, while being able to manage their assets effectively after retirement. The program emphasizes building long-term financial security and well-being, covering key topics such as estimating

retirement income requirements, savings and investment through the Provident Fund (PVD), tax planning, health management, and lifestyle adjustment after retirement. A key training session conducted during the year was titled Year-End Tax Planning Strategies.

### Providing education or information on selecting appropriate investment policies

During the training session, participants were provided with guidance on selecting appropriate investment policies. The process begins with assessing an individual's risk tolerance, investment time horizon, and retirement objectives. The training emphasized the application of asset allocation principles to diversify risk and enhance long-term investment outcomes. For Provident Fund (PVD) investments, employees were advised to adjust their investment plans in alignment with their life stage (Life Path approach) to ensure that retirement savings can grow sufficiently over time. Key considerations highlighted in selecting an appropriate investment policy included the following:

1. Assessment of Risk Tolerance
2. Investment Time Horizon
3. Investment Objectives
4. Suitability Test to determine the appropriateness of the selected investment policy

### Other promotional measures

#### Savings Promotion Measures

In addition to the Provident Fund program, the Company also implements measures to promote employee savings by continuously providing knowledge on financial planning and information regarding available tax deduction benefits. These initiatives help foster financial discipline and encourage employees to strengthen their long-term financial planning and savings behavior.

### Information on employee development

#### Employee training and development

	2023	2024	2025
Employee development plans as part of annual performance reviews	Yes	Yes	Yes
Average employee training hours (Hours / Person / Year)	24.00	24.00	30.00
Total amount spent on employee training and development (Baht)	N/A	N/A	2,740,737.00
Percentage of training and development expenses to total expenses (%) <sup>(*)</sup>	N/A	N/A	0.017698

	2023	2024	2025
Percentage of training and development expenses to total revenue (%) <sup>(*)</sup>	N/A	N/A	0.009824

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

## Information on safety, occupational health, and work environment

### Number of working hours

	2023	2024	2025
Total number of hours work (Hours)	1,204.00	1,672.00	1,573.00
Total number of hours worked by employees (Hours)	1,204.00	1,672.00	1,573.00

### Statistic of accident and injuries of employees from work

	2023	2024	2025
Total number of lost time injury incidents by employees (Cases)	0	0	0
Total number of employees that lost time injuries for 1 day or more (Persons)	0	0	0
Percentage of employees that lost time injuries for 1 day or more (%)	0.00	0.00	0.00
Total number of employees that fatalities as a result of work-related injury (Persons)	0	0	0
Percentage of employees that fatalities as a result of work-related injury (%)	0.00	0.00	0.00
Lost time injury frequency rate (LTIFR) <sup>(*)</sup> (Persons / 1 million-manhours)	0.00	0.00	0.00

	2023	2024	2025
Lost time injury frequency rate (LTIFR) (Persons / 200,000 manhours) <sup>(**)</sup>	0.00	0.00	0.00

Additional explanation : <sup>(\*)</sup> The company with the total number of employees over 100 or more

<sup>(\*\*)</sup> The company with the total number of employees less than or equal to 100

## Information on promoting employee relations and participation

### Employee engagement

	2023	2024	2025
Total number of employee turnover leaving the company voluntarily (persons)	5	21	7
Total number of male employee turnover leaving the company voluntarily (persons)	2	3	4
Total number of female employee turnover leaving the company voluntarily (persons)	3	18	3
Proportion of voluntary resignations (%)	10.42	48.84	13.73
Percentage of male employee turnover leaving the Company voluntarily (%)	40.00	14.29	57.14
Percentage of female employee turnover leaving the Company voluntarily (%)	60.00	85.71	42.86

	2023	2024	2025
Evaluation result of employee engagement	No	No	No

### Employee internal groups

Employee internal groups : No

## Responsibility to customers/ consumers

### Information on responsibility to customers/consumers policy

#### Consumer data privacy and protection policy and guidelines

- Consumer data privacy and protection policy and guidelines : Yes
- Consumer data privacy and protection guidelines : Collection of personal data, Use or disclosure of data, Rights of data owners, Retention and storage duration of personal data, Company's measures for third parties' use of customer data, Security measures of personal data
- Reference link to consumer data privacy and protection policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>
- Page number of the reference link : 7-8

#### Responsible sales and marketing policy and guidelines

- Responsible sales and marketing policy and guidelines : Yes
- Responsible sales and marketing guidelines : Marketing communications that respect the law, adhere to relevant regulations, and consider consumer rights.
- Reference link for responsible sales and marketing policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-csr-policy-en.pdf>
- Page number of the reference link : 2-3

#### Policy and guidelines on communicating the impact of products and services to customers / consumers

- Policy and guidelines on communicating the impact of products and services to customers / consumers : Yes
- Policy and guidelines on communicating the impact of products and services to customers / consumers : Prohibition of exaggerated, inaccurate, or misleading marketing claims
- Reference link to policy and guidelines on communicating the impact of products and services to customers / consumers : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2024/20240701-tqr-social-responsibility-th.pdf>

### Information on customer management plan

#### Customer management plan

- Company's customer management plan : Yes
- Customer management plan implemented by the : Responsible production and services for customers,

company in the past year      Communication of product and service impacts to customers / consumers, Development of customer satisfaction and customer relationship, Consumer data privacy and protection

### **Developing products and services responsibly to customers**

The Company develops products and services in alignment with customers needs and risk profiles, taking into account suitability and service safety. The Company also implements cybersecurity controls to safeguard customer data and transactions. In addition, the Company places importance on training customer-facing employees to ensure professional responsiveness to customer needs and effective resolution of issues.

### **Communicating information about the impact of products and services to customers**

The Company communicates information relating to the impacts of its products and services to customers in a clear, complete, accurate, and understandable manner. The Company takes into consideration potential impacts arising from the use of its products or services and ensures that information is provided fairly, without deception or misrepresentation, and in compliance with applicable laws, regulations, and relevant guidelines, enabling customers to make informed decisions.

### **Developing customer satisfaction and strengthening customer relationships**

The Company is committed to service excellence and the development of long-term customer relationships. It has established a customer relationship management plan that emphasizes active listening, responsiveness to feedback, and appropriate complaint handling. In parallel, the Company enhances employees communication and service capabilities to strengthen customer satisfaction, trust, and long-term loyalty.

### **Protecting customer's personal data**

The Company has established a policy on the protection and retention of customers confidential and personal data, which is disclosed on the Companys website. The policy is implemented in compliance with the Personal Data Protection Act (PDPA) and other applicable laws and regulations. The Company has instituted internal control measures and information technology safeguards to prevent unauthorized access, use, or disclosure of data, thereby protecting customers rights and reinforcing confidence in the Companys business operations. The Company provides a channel for personal data-related complaints via its website. In the event of any complaint, the Company conducts a fact-finding review, considers appropriate corrective actions, provides recommendations, specifies remedial measures, and establishes a timeframe for review commensurate with the nature of the issue, in coordination with relevant parties. In 2025, the Company operated in compliance with the PDPA framework and received no customer complaints relating to the protection of personal data.

Reference link for company's customer management plan : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 2-3

## **Information on setting customer management goals**

### **Setting customer management goals**

Does the company set customer management goals : No

### **Details of setting customer management goals**

## Information on performance and results of customer management

### Performance and outcomes of customer management

Performance and outcomes of customer management : No

In 2025, the Company managed customer relations responsibly by developing products and services aligned with customer needs, while ensuring personal data protection and cybersecurity. The Company communicated product and service information in a complete and fair manner and enhanced employees service and complaint-handling skills. These efforts strengthened customer satisfaction, trust, and long-term relationships.

### Channels for receiving complaints from customers/consumers

Company's channels for receiving complaints from customers/consumers : Yes

Telephone : 021508560

Fax : 021508563

Email : [info@tqr.co.th](mailto:info@tqr.co.th)

Company's website : [www.tqr.co.th](http://www.tqr.co.th)

Address : TQR Public Company Limited  
46/7 Rungrojthanakul (Building A) 8th floor, Ratchadapisek  
Road, Huai khwang, Bangkok 10310

## Responsibility to community/ society

### Information on community development and engagement policies

#### Community development and engagement policies

Community development and engagement policies	:	Yes
Reference link for community development and engagement policies	:	<a href="https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-csr-policy-en.pdf">https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-csr-policy-en.pdf</a>
Page number of the reference link	:	1-4

### Information on community and social management plan

#### Community and social management plan

Company's community and social management plan	:	Yes
Community and social management plan implemented by the company over the past year	:	Forests and natural resources

#### Natural Resource Conservation

The Company promotes the prudent and efficient use of resources, including energy conservation, responsible water consumption, and the reduction of natural resource usage that may adversely impact the environment. The Company is prepared to cooperate with communities and relevant authorities in initiatives relating to natural resource and environmental conservation to generate long-term benefits for society and surrounding communities.

### Information on setting of community and social management goals

#### Setting of community and social management goals

Does the company set community and social management goals	:	No
------------------------------------------------------------	---	----

### Information on outcomes and results of community and social management

#### Performance and outcomes of community and social management

Performance and outcomes of community and social management	:	Yes
-------------------------------------------------------------	---	-----

In 2025, the Company undertook and collaborated on community and social development initiatives with partner organizations, focusing on enhancing quality of life, environmental stewardship, and responsible resource utilization. The Company provided opportunities for employees to participate in creating social value, strengthening relationships with communities, and supporting sustainable business operations in the long term.

The Company's employees and executives actively contributed to a range of public interest and ESG-driven initiatives, reflecting its commitment to social responsibility and sustainable development. In support of education, the Company donated steel shelving units and plastic document folders to Wat Rama 9 School.



Also, the Company promoted public safety and accident prevention by contributing traffic cones and reflective raincoats to the Traffic Division of Huai Khwang Police Station, supporting frontline officers in mitigating road traffic risks and enhancing community safety.



In addition, the Company participated in a blood donation campaign in collaboration with the Office of Insurance Commission and members of the insurance industry, reinforcing its commitment to social contribution and community well-being.

**ขอเชิญชวนทุกท่านร่วมบริจาคโลหิต**

ครั้งที่ 1: ๑. ๒๔ มี.ค. ๖๘  
ครั้งที่ ๒: ๑. ๒๓ มี.ย. ๖๘  
ครั้งที่ ๓: ๑. ๒๒ ก.ย. ๖๘  
ครั้งที่ ๔: ๑. ๒๒ ส.ค. ๖๘

รวมพลัง ๒๕๖๘  
ประกันภัยให้โลหิต ๒๕๖๘

เป้าหมายการบริจาคโลหิต ๒๕๖๘  
**10 ล้าน**

สำนักงาน คปภ. และ จุดสาขาร่วมบริจาค  
"จนพลังระดมใจให้โลหิต 02"  
เป้าหมาย 10 ล้าน  
เพื่อสนับสนุนการแก้ไขปัญหาการขาดแคลนโลหิต  
สำหรับของสถานพยาบาล  
ตั้งแต่ต้นปี ถึง ธันวาคม 2568

ตั้งแต่เวลา 09.00 - 15.00 น.  
ณ ห้องประชุมชั้น 1  
สถาบันวิทยากรประกันภัยระดับสูง  
สำนักงาน คปภ. (รัชดาภิเษก)  
และสามารถบริจาคโลหิตได้ที่

- ศูนย์บริการโลหิตแห่งชาติ ณ นครรัฐรัตนโกสินทร์ กรุงเทพมหานคร 0 ๒ ๐ ๕ ๓ ๕
- และศูนย์บริการโลหิตแห่งชาติ ณ กรุงเทพมหานคร
- หน่วยงานบริการโลหิตอื่น หรือข้อมูลการบริจาคโลหิตได้ที่ QR CODE

การเตรียมตัวก่อนไปบริจาคโลหิต

- งดรับประทานอาหารก่อนการบริจาค
- งดเครื่องดื่มแอลกอฮอล์ 24 ชั่วโมง
- งดรับประทานยาที่มีผลต่อเลือดอย่างน้อย 6 ชั่วโมง
- งดสูบบุหรี่ก่อนและหลัง 1 ชั่วโมง
- พักผ่อนให้เพียงพอ
- สวมหน้ากากอนามัย

OFFICE OF INSURANCE COMMISSION | ประสานงาน ศูนย์ข่าว ๐๙๘ ๔๙๘ ๒๙๔๑



In furtherance of public health and wellness, employees and management joined the charity run organized by Rajavithi Hospital on 2 November 2025, demonstrating support for initiatives that promote preventive healthcare and physical well-being.



In addition, the Company engaged in community and religious outreach activities in collaboration with insurance industry associations, including participation in a Kathin merit-making ceremony with Dhipaya Insurance, thereby fostering social cohesion and shared value within the industry.

To enhance insurance literacy, the Company conducted initiatives to improve public understanding of non-life microinsurance products. Educational brochures were distributed to participants at the blood donation event to promote access to risk protection mechanisms for low-income individuals, supporting the Social dimension of the ESG framework.



Recognizing that sustainability extends beyond utilization to long-term stewardship, TQR Public Company Limited, in collaboration with the Faculty of Engineering, Chulalongkorn University, organized a special lecture entitled Achieving Sustainable EV Adoption Through Maintenance & Repair. The Company's executives served as a volunteer speaker, sharing insights on electric vehicle risk management to advance industry standards and contribute to environmentally sustainable practices within the insurance sector.



## Benefit from implementing social development project

### Financial benefits

Does the company measure the financial benefits : No  
from social development?

### Non-financial benefits

Does the company measure the non-financial : No  
benefits from social development?

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**Remarks** - This document is automatically generated based on information processed as received from the listed company on as is basis. The Stock Exchange of Thailand (SET) does not make any representations regarding accuracy, completeness, appropriateness, recency or reliability of the information contained in this document, nor does it make any guarantee of a result of the use of the information contained in this document. In no event shall SET be responsible for any loss or damage resulting from the use of this document or the information contained herein.

# ESG Performance

Company Name : TQR PUBLIC COMPANY LIMITED      Symbol : TQR

Market : mai      Industry Group : Financials      Sector : SECTOR 0

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## Corporate Governance Policy

### Information on overview of the policy and guidelines

#### Corporate governance policy and guidelines

Corporate governance policy and guidelines : Yes

The Company has adopted the Corporate Governance Code for Listed Companies 2017 (CG Code 2017) as the overarching framework for formulating its Corporate Governance Policy, with the aim of strengthening organizational management that is efficient, transparent, and sustainable. The framework encompasses eight core principles, as follows:

**Principle 1** Recognize the roles and responsibilities of the Board of Directors as the organizational leader in creating sustainable value for the business.

**Principle 2** Define the company's objectives and primary goals in pursuit of long-term sustainability.

**Principle 3** Strengthen the effectiveness of the Board of Directors.

**Principle 4** Ensure the nomination, development, and succession of senior executive management and human capital management.

**Principle 5** Promote innovation and responsible business conduct.

**Principle 6** Maintain an appropriate risk management system and internal control framework.

**Principle 7** Uphold financial integrity and ensure adequate information disclosure.

**Principle 8** Foster shareholder engagement and effective investor communication.

In this regard, on 10 November 2025, the Board of Directors conducted a comprehensive review of key policies within the Company's corporate governance framework, including the Corporate Governance Policy, the Code of Business Conduct, the Anti-Corruption and Anti-Bribery Policy and Measures, as well as risk management policies, manuals, and plans. Such policies were formally promulgated and communicated through the Company's internal Intranet system to ensure that directors, executive management, and employees are duly informed of and tangibly comply with the prescribed standards. The policies have further been published on the Company's official website in both Thai and English, to ensure accessibility, reference, and appropriate utilization by investors and all relevant stakeholder groups.

Reference link for the full version of corporate governance policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-good-corporate-governance-policy-en.pdf>

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

Are there policy and guidelines related to the board of directors : Yes

Guidelines related to the board of directors : Nomination of directors, Determination of director remuneration, Independence of the board of directors from the management, Director development, Board

performance evaluation, Corporate governance of subsidiaries and associated companies, Other guidelines related to the board of directors

### **Nomination of directors**

The Nomination and Remuneration Committee is responsible for identifying and nominating qualified candidates whose profiles are aligned with the Company's business strategy, for appointment to the positions of director and members of various sub-committees. The selection process is based on each candidate's knowledge, competencies, areas of expertise, and professional experience, without imposing any restrictions on the grounds of gender, ethnicity, nationality, or national origin, in accordance with the Company's commitment to diversity and inclusion. Due consideration is also given to matters of conflicts of interest. The Company utilises a Board Skills Matrix as an assessment tool to evaluate the collective qualifications of the entire Board, including the independence of candidates in cases where Independent Directors are being nominated. The Company shall verify that all nominated candidates satisfy the requisite qualifications and are not in contravention of any applicable laws. The nomination process further encompasses the consideration of suitable candidates from the Director Pool maintained by the Thai Institute of Directors Association ("IOD"), as well as candidates nominated by shareholders who have been duly screened and confirmed to meet the prescribed qualifications, before being submitted to the Board of Directors for final consideration and approval.

Reference link for Nomination of directors : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-nomination-and-remuneration-committee-charter-en.pdf>

### **Determination of director remuneration**

The Nomination and Remuneration Committee is responsible for considering and determining the remuneration of directors in a prudent, transparent, and clear manner, taking into account the appropriateness and consistency with the scope, duties, and responsibilities of the directors. This will be benchmarked against companies in the same industry with similar size, including consideration of business expansion and growth of the Company, which will enable the Company to attract and retain qualified directors. The proposal will then be submitted to the Board of Directors for approval before being submitted to the shareholders' meeting for further approval.

Reference link for Determination of director remuneration : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-nomination-and-remuneration-committee-charter-en.pdf>

### **Independence of the board of directors from the management**

#### **Independent Directors**

In the recruitment and appointment of independent directors, the Nomination and Remuneration Committee will consider and screen individuals who possess the qualifications and are suitable, without any prohibited characteristics under the law, including relevant regulations. The Nomination and Remuneration Committee will consider selecting independent directors from qualified individuals with work experience and other relevant qualifications. Subsequently, the selected candidates will be presented to the Board of Directors' meeting and the shareholders' meeting (as the case may be) for consideration and appointment as directors of the Company. To comply with relevant laws, the Company has stipulated that at least one-third of the total number of directors must be independent directors, and there must be no less than 3 independent directors. The Company has defined the meaning of independent director in compliance with the Notification of the Capital Market Supervisory Board No. Tor Jor. 39/2559, Re: Application for and Approval of Offering for Sale of Newly Issued Shares.

#### **Separation of the Positions of Chairman of the Board of Directors and Chief Executive Officer**

The Chairman of the Board of Directors is an independent director, whereby the Chairman of the Board of Directors and the Chief Executive Officer are not the same person. This separation of powers between the

Board of Directors and the management is in accordance with the provisions of the Company's Board Charter. The Chairman of the Board of Directors plays a crucial role in overseeing the Board of Directors' meetings to ensure compliance with good corporate governance principles and established policies, ensure that the Board meetings are conducted effectively, and providing opportunities for participating directors to express their opinions and inquire about information freely. Additionally, The Chairman of the Board of Directors oversees shareholders' meeting to ensure compliance with regulations and good corporate governance principles, promoting the efficient and transparent operation of the Company's business.

The Chief Executive Officer is the highest-ranking executive of the Company, responsible for all aspects of the Company's performance. The Chief Executive Officer is the leader of the organization, setting the strategic direction of the business, as well as overseeing, controlling, and managing the overall business operations to ensure alignment with the Company's policies, strategies, vision, mission, strategic plans, and operational directions. The Chief Executive Officer is also responsible for managing and monitoring work performance, resource management, and budget management to meet targets, comply with risk management policies, and ensure that the organization can operate and conduct business effectively. This includes achieving both short-term and long-term objectives, maintaining business leadership, enhancing the organization's image and brand value, creating competitiveness, developing the Company to operate at international standards, and leading to sustainable business development.

#### **Director development**

The Company places importance on continuous director development. The Company has a policy to encourage directors to develop their knowledge and attend training or seminars to enhance their knowledge in various fields related to their roles and responsibilities, both as directors and members of sub-committees. To facilitate knowledge development, the Company provides information on training courses or seminars and regularly informs directors to enhance their awareness of good corporate governance and strengthen their ability to perform their duties effectively. Details of the training history of individual directors are shown in Attachment 1 of this 56-1 One Report.

#### **Board performance evaluation**

The Company has a policy to conduct an annual performance evaluation of the Board of Directors to allow the Board to jointly consider the overall performance. This is to review the performance, obstacles, and problems during the past year in order to improve the effectiveness of the work for shareholders and the organization to the highest level, in accordance with good corporate governance guidelines. This evaluation is an assessment of the overall performance of the Board of Directors as a whole, the sub-committees as a whole, and individual directors (self-assessment).

The evaluation process, after reviewing the evaluation form for completeness and accuracy, the Company Secretary will send the evaluation form to the directors for evaluation from December to January of each year and summarize the evaluation results and report the evaluation results to the Board of Directors.

#### **Corporate governance of subsidiaries and associated companies**

In overseeing the operations of subsidiary and associated company, the Board of Director will consider appointing a Company representative with qualifications and experience appropriate to the business in which the Company has invested, to serve as a director of the subsidiary and associated company. The representative may be the Chairman of the Board, CEO, director, senior executive, or any other person from the Company who has no conflict of interest with the business of the subsidiary and associated company. This is to ensure that the Company can effectively control and oversee the operations of the subsidiary and joint venture as if they were part of the Company itself. The Company requires that its representative manage the subsidiary and associated company businesses to serve the best interests of the Company and ensure compliance with the relevant laws governing the operations of those subsidiaries and/or associated company. Additionally, the appointment of the representative to the subsidiary or associated company board will be in accordance with the Company's shareholding proportion. The Company will closely monitor the financial position and performance of its subsidiaries and associated company and ensure that proper data collection and accounting records are maintained for audit purposes.

## **Meeting Agenda Proposal**

As the company was listed on the stock exchange in February 2021, the company recognized the rights and equality of shareholders in accordance with good corporate governance principles. The Board of Directors of TQR Public Company Limited ("the Company") will provide an opportunity for shareholders of the Company to nominate qualified individuals to be considered for election as directors of the Company in advance, with rules and guidelines for shareholders to acknowledge. Shareholders may propose matters that they consider to be beneficial to the Company for consideration and inclusion in the agenda of the next Annual General Meeting of Shareholders, as well as a list of individuals to be elected as directors of the Company in advance of the Annual General Meeting of Shareholders, at least 3 months prior to the Annual General Meeting of Shareholders every year.

## **Shareholder Meeting**

The Company holds an Annual General Meeting of Shareholders once a year, within 120 days from the end of the Company's accounting period on December 31 of each year, in accordance with the Company's Articles of Association and laws and regulations related to the quality assessment of the shareholders' meeting (AGM Checklist) and the principles of good corporate governance. The Company sets an appropriate date, time and place to facilitate the shareholders, and the meeting is held on working days and hours from 8:00 a.m. to 4:00 p.m. The meeting venue is located in Bangkok or its vicinity with convenient transportation, and electronic meetings (e-AGM) are also held under the Emergency Decree on Electronic Meetings B.E. 2563 in order to facilitate shareholders and avoid large gatherings of people at high risk of infectious disease spreading

## **Meeting Resolution**

The Company allows its shareholders to vote for each agenda and counts the voting results by disclosing every agenda. The Chairman will allocate sufficient and appropriate meeting time, allowing all shareholders to express their opinions, ask questions fully throughout the meeting, and answer questions completely, clearly, and directly to the point. Additionally, the Company records the meeting accurately and completely, summarizes the resolutions, and counts the vote with transparency and fairness for various groups of stakeholders.

## **Separation of positions of Chairman of the Board of Directors and Chief Executive Officer**

Roles and responsibilities of the Chairman of the Board of Directors and Chief Executive Officer are clearly separated to ensure a balance of power and duties at the upper level of the company. Mr. Krishna Boonyachai, Chairman of the Board of Directors, is responsible for leading the Board of Directors and ensuring that the Board of Directors performs its duties effectively to fulfill its responsibilities. Mr. Chanaphan Piriyaphan, the Chief Executive Officer is responsible for the day-to-day administration and business operations of the Company in accordance with the strategies and long-term objectives approved by the Board of Directors.

## **Appointment of Board of Directors**

The Board of Directors has duties and responsibilities in supervising the business operations of the Company, to comply with the law, objectives, regulations of the Company, and resolutions of the Board of Directors as well as the resolutions of the shareholders' meeting, with honesty and carefully protect the interests of the Company according to good corporate governance principles for the utmost benefit of the Company and long-term shareholders.

## Composition and Appointment of the Board of Directors

1. The shareholders shall consider and approve the appointment of the Company's directors.
2. The Board of Directors shall consist of a Chairman, a Vice Chairman (if any), and directors in a number appropriate to the size of the Company and effective operational performance. The total number of directors shall be no fewer than five (5), and at least one-third of the total number of directors must be independent directors. In addition, no fewer than half of the total directors must reside in the Kingdom of Thailand.
3. The Board of Directors shall elect one director as the Chairman and may elect a Vice Chairman and other positions as deemed appropriate.

4. The Board of Directors shall appoint a Company Secretary to support the Board in the performance of its duties by providing advice on legal and regulatory matters that the Board must be aware of and comply with, as well as overseeing the activities of the Board and coordinating the implementation of the Boards resolutions.
5. In the event that the Chairman is not an independent director, the Board of Directors shall comprise at least half independent directors. If the Board has fewer than half independent directors, one independent director shall be appointed to jointly consider and determine the agenda for Board meetings.
6. The appointment of directors shall be in accordance with the Companys Articles of Association and applicable laws and regulations. Such appointments must be transparent and clear, with consideration given to each candidates educational background and professional experience, providing sufficient details for the benefit of the Board of Directors and shareholders in making their decisions.

#### Qualifications of the Board of Directors

1. Directors must be individuals with knowledge and competence, honesty and integrity, ethical business conduct, and sufficient time to devote their knowledge and abilities to the performance of their duties for the Company.
2. Directors must possess the required qualifications and must not have any prohibited characteristics under the Public Limited Companies Act, the Non-Life Insurance Act, notifications of the Office of Insurance Commission (OIC), and other relevant laws. They must also not exhibit any characteristics indicating a lack of trustworthiness in managing a company with public shareholders as prescribed by the Capital Market Supervisory Board.
3. Directors may hold directorships in other companies, except where they serve as directors, managers, employees, or staff of a company licensed to operate non-life insurance business under the Non-Life Insurance Act, or a branch of a foreign non-life insurance company licensed to operate in the Kingdom under such law; or where they serve as directors responsible for non-life insurance brokerage operations, or are licensed non-life insurance brokers acting on behalf of another juristic person licensed as a non-life insurance broker simultaneously. Such positions must not hinder the performance of their duties as directors of the Company and must comply with the guidelines of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). Directors should hold directorships in no more than five (5) listed companies on the SET, without exception.
4. Directors must not engage in any business of the same nature as and in competition with the Company, or become partners in an ordinary partnership, unlimited partners in a limited partnership, or directors of a private company or any company conducting business of the same nature as and in competition with the Company, whether for their own benefit or for the benefit of others, unless they have informed the shareholders meeting prior to the appointment resolution.
5. Independent directors must possess the independence qualifications as prescribed by the Capital Market Supervisory Board and must be able to protect the interests of all shareholders equally and prevent conflicts of interest. In addition, they must be able to attend Board meetings and provide opinions independently.

#### Term of Office

1. The Nomination and Remuneration Committee shall be responsible for recruiting and nominating individuals who possess the qualifications specified in this Charter to serve as directors of the Company. The names of such individuals shall be proposed to the Board of Directors meeting and/or the shareholders meeting (as the case may be) for further consideration and appointment by the shareholders meeting.
2. Directors shall hold office for a term of three (3) years. Upon completion of the term, directors may be considered for re-election. In the event of an appointment to replace a director whose position becomes vacant for reasons other than retirement by rotation, the Nomination and Remuneration Committee shall select a qualified individual who meets the requirements set forth in this Charter and does not possess any prohibited characteristics under the law, and propose such individual to the Board of Directors for appointment at the next Board meeting, unless the remaining term of the departing director is less than two (2) months. The replacement director shall hold office only for the remaining term of the director being replaced.

3. At every Annual General Meeting of Shareholders, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be evenly divided into three parts, the number closest to one-third shall retire. Directors retiring by rotation may be re-elected. In the first and second years following the Companys registration, directors who must retire shall be selected by drawing lots. In subsequent years, directors who have held office the longest shall retire.
4. Independent directors shall serve a consecutive term of no more than nine (9) years, unless the Board of Directors determines that such individual should continue to serve as an independent director for the best interests of the Company.
5. In addition to retirement by rotation, a director shall vacate office upon:
  - (a) death;
  - (b) resignation;
  - (c) lacking the qualifications of a director as specified in this Charter, or possessing any prohibited characteristics under the Public Limited Companies Act, or having characteristics indicating a lack of trustworthiness to manage a company with public shareholders as prescribed under the Securities and Exchange Act (and its amendments), relevant notifications of the SEC, the Non-Life Insurance Act, or prohibited characteristics under relevant notifications of the Office of Insurance Commission (OIC);
  - (d) removal by a resolution of the shareholders meeting (such resolution must be passed by a vote of not less than three-fourths (3/4) of the shareholders present and entitled to vote, holding in aggregate not less than one-half of the total shares held by the shareholders present and entitled to vote); or
  - (e) a court order requiring removal from office.
6. Any director wishing to resign shall submit a resignation letter to the Company. The resignation shall be effective from the date the resignation letter is received by the Company or from the effective date specified in the resignation letter, whichever is later. In the event that the Chairman resigns or vacates office for any reason before the expiration of the term, the Board of Directors shall select a new Chairman who possesses the required qualifications and does not have any prohibited characteristics under the law.

Reference link for the other policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-board-of-directors-charter-en.pdf>

### **Independent Director**

Regarding the appointment of Independent Directors, whenever an Independent Director completes his or her term of office, or whenever circumstances necessitate the appointment of additional Independent Directors, the incumbent Board of Directors shall convene to deliberate and identify suitable candidates possessing the requisite experience, knowledge, and competencies that would be of benefit to the Company, and who satisfy the minimum qualifications set forth below, before proposing such candidates to a meeting of the Board of Directors or a General Meeting of Shareholders, as the case may be.

The Company has established a policy to appoint Independent Directors constituting no less than one-third (1/3) of the total number of Board members, with a minimum of three (3) Independent Directors. The Company has defined the qualifications of Independent Directors in compliance with the requirements prescribed by the Capital Market Supervisory Board. All Independent Directors of the Company fully satisfy the following qualifications:

1. Holds shares not exceeding 0.5% of the total voting shares of the Company, its parent company, subsidiaries, associate companies, major shareholders, or controlling persons, inclusive of shares held by related persons of such Independent Director.
2. Must not be or have been an executive director, employee, staff member, salaried consultant, or controlling person of the Company, its parent company, subsidiaries, associate companies, companies under common control, major shareholders, or controlling persons, unless a period of not less than two (2) years has elapsed

since the cessation of such capacity prior to the submission of the application to the Securities and Exchange Commission. This restriction shall not apply to cases where the Independent Director previously served as a government official or advisor to a government authority that is a major shareholder or controlling person of the Company.

3. Must not be a person related by blood or by legal registration as a parent, spouse, sibling, child, or spouse of a child of any other director, executive, major shareholder, controlling person, or any person proposed for appointment as a director, executive, or controlling person of the Company or its subsidiaries.
4. Must not have or have had any business relationship with the Company, its parent company, subsidiaries, associate companies, major shareholders, or controlling persons, in a manner that may impair the exercise of independent judgment. The Independent Director shall not be, nor have previously been, a significant shareholder or controlling person of any entity having a business relationship with the Company, its parent company, subsidiaries, associate companies, major shareholders, or controlling persons, unless a period of not less than two (2) years has elapsed since the cessation of such capacity prior to the submission of the application to the Securities and Exchange Commission. Such business relationships include, but are not limited to, ordinary course of business transactions, lease or sublease of immovable property, transactions relating to assets or services, or the provision or receipt of financial assistance through lending, borrowing, guaranteeing, or pledging assets as collateral, or any other similar arrangements, resulting in an indebtedness obligation owed by either the Company or the counterparty of three percent (3%) or more of the Company's net tangible assets, or THB 20 million or above, whichever is lower. The calculation of such indebtedness shall be conducted in accordance with the methodology prescribed for connected transaction valuation under the notifications of the Capital Market Supervisory Board governing connected transactions, applied mutatis mutandis, and shall include obligations incurred within one (1) year prior to the date of the relevant business relationship with the same person.
5. Must not be or have been an external auditor of the Company, its parent company, subsidiaries, associate companies, major shareholders, or controlling persons; and is not a significant shareholder, controlling person, or partner of an audit firm in which the auditor of the Company, its parent company, subsidiaries, associate companies, major shareholders, or controlling persons is affiliated, unless a period of not less than two (2) years has elapsed since the cessation of such capacity prior to the submission of the application to the Securities and Exchange Commission.
6. Must not be or have been a provider of any professional services, including legal advisory or financial advisory services, receiving fees in excess of THB 2 million per annum from the Company, its parent company, subsidiaries, associate companies, major shareholders, or controlling persons; and is not a significant shareholder, controlling person, or partner of such professional service provider, unless a period of not less than two (2) years has elapsed since the cessation of such capacity prior to the submission of the application to the Securities and Exchange Commission.
7. Must not operate a business of the same nature that constitutes material competition with the business of the Company or its subsidiaries; nor is a significant partner in a partnership, or an executive director, employee, staff member, salaried consultant, or holder of more than one percent (1%) of the total voting shares of any other company operating a business of the same nature that constitutes material competition with the business of the Company or its subsidiaries.
8. Must not possess any other characteristics that would impair the ability to express independent opinions with respect to the Company's business operations.

Upon appointment as an Independent Director in accordance with qualifications 1 through 8 above, an Independent Director may be delegated authority by the Board of Directors to make decisions concerning the business operations of the Company, its parent company, subsidiaries, associate companies, companies under common control, major shareholders, or controlling persons, provided that such decisions are made on a collective decision-making basis.

Furthermore, each Independent Director shall conduct a self-assessment and certify his or her independence qualifications at least once per annum, to be disclosed together with the director profile report at year-end for the purpose of preparing the Company's Annual Registration Statement and Annual Report.

### **Audit Committee**

Audit Committee members must satisfy the same qualifications as those prescribed for Independent Directors, as set out under the section titled "Independent Directors."

In addition, Audit Committee members must meet the following criteria:

1. Must not be a director delegated by the Board of Directors to make decisions concerning the business operations of the Company, its parent company, subsidiaries, associate companies, companies under common control, major shareholders, or controlling persons.
2. Must not serve as a director of the parent company, subsidiaries, or companies under common control, limited to those that are listed companies.
3. Must possess sufficient knowledge and experience to effectively discharge the duties of an Audit Committee member, with at least one (1) Audit Committee member having adequate knowledge and experience to perform a credible review of the Company's financial statements.
4. Must fully satisfy all other qualifications and requirements as prescribed by applicable laws or regulatory authorities.

### Term of Office

1. The term of office of each Audit Committee member shall be three (3) years per term, aligned with the term of office applicable to Independent Directors of the Company, with a maximum of three (3) consecutive terms, unless the Board of Directors unanimously resolves that continuation beyond the prescribed term limit does not compromise the member's independence.
2. In the event that an Audit Committee member completes his or her term or is otherwise unable to serve the full term, resulting in the total number of Audit Committee members falling below three (3), the Board of Directors shall appoint a replacement Audit Committee member promptly, or no later than three (3) months from the date on which the number of Audit Committee members becomes insufficient, in order to ensure continuity in the discharge of the Audit Committee's duties. A person appointed to fill such a vacancy shall serve only for the remainder of the term of the Audit Committee member whom he or she replaces.
3. In addition to retirement by rotation as described above, an Audit Committee member shall vacate office upon the occurrence of any of the following events:
  - a. Death;
  - b. Resignation;
  - c. Loss of qualifications required for Audit Committee membership as prescribed in this Charter;
  - d. Loss of qualifications for directorship, or possession of any prohibited characteristic under the law governing public limited companies, or any characteristic indicating unsuitability to be entrusted with the management of a publicly held company as prescribed under the Securities and Exchange Act (as amended), relevant notifications of the Securities and Exchange Commission, and prohibited characteristics under relevant notifications of the Office of Insurance Commission (OIC);
  - e. Resolution of the Board of Directors to remove the member from the Audit Committee (in which case, such resolution must be passed by a vote of not less than three-quarters (3/4) of the directors present and entitled to vote at the Board meeting);
  - f. Resolution of the General Meeting of Shareholders to remove the member from the Board of Directors (in which case, such resolution must be passed by a vote of not less than three-quarters (3/4) of the shareholders present and entitled to vote, holding in aggregate not less than one-half of the total shares held by shareholders present and entitled to vote); or
  - g. A court order requiring the member's removal from the Board of Directors.

4. Any Audit Committee member wishing to resign shall submit a written resignation to the Company. Such resignation shall take effect from the date on which the resignation letter is received by the Company, or the date specified in the resignation letter as the effective date, whichever is later. In the event that the Chairman of the Audit Committee resigns or otherwise vacates office for any reason prior to the expiration of his or her term, the Board of Directors shall proceed to select a new Chairman of the Audit Committee following the appointment of a new Audit Committee member who satisfies all requisite qualifications and is free from any legally prescribed disqualifications.

## **Executive Committee**

### Composition and Appointment of the Executive Committee

1. The Executive Committee shall consist of individuals who possess the qualifications and experience as determined by the Board of Directors. The appointment of the Executive Committee members shall be subject to approval by the Board of Directors.
2. The Chairman of the Executive Committee shall be appointed by the Board of Directors.
3. The Executive Committee shall appoint a Secretary to the Executive Committee, unless otherwise determined by the Executive Committee.

### Qualifications of the Executive Committee

1. Members of the Executive Committee must be individuals with knowledge, competence, integrity, ethical business conduct, and sufficient time to dedicate their expertise and effectively perform their duties for the Company.
2. Members must possess the qualifications and must not have any prohibited characteristics as prescribed by the Public Limited Companies Act, the Non-Life Insurance Act, and other applicable laws. They must also not exhibit any characteristics indicating a lack of suitability to be entrusted with the management of a publicly held company, as defined by the Capital Market Supervisory Board.
3. Executive Committee members may hold directorships in other companies; however, such positions must not hinder the performance of their duties to the Company and must comply with the guidelines of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).
4. Executive Committee members must not serve as directors, managers, employees, or staff of a company licensed to operate non-life insurance business under the Non-Life Insurance Act, including branches of foreign non-life insurance companies licensed to operate in the Kingdom. They must also not act as directors responsible for non-life insurance brokerage operations, nor be licensed non-life insurance brokers acting on behalf of another juristic person that is licensed as a non-life insurance broker simultaneously.
5. Executive Committee members must not engage in any business of the same nature as, or in competition with, the Company; nor may they become partners in an ordinary partnership, unlimited partners in a limited partnership, or directors of private companies or other entities conducting business of the same nature as and in competition with the Company, whether for their own benefit or for the benefit of others, unless such involvement has been disclosed to the shareholders meeting prior to the appointment resolution.

### Term of Office

Membership of the Executive Committee shall terminate upon the occurrence of any of the following events:

- (a) Death;
- (b) Resignation;
- (c) Removal by a resolution of the Board of Directors, whereby such resolution must be passed by no less than three-fourths (3/4) of the directors present at the meeting and entitled to vote;
- (d) Any Executive Committee member wishing to resign must submit a written resignation to the Company. The resignation shall become effective from the date the resignation letter is received by the Company or from the effective date specified in the resignation letter, whichever is later. In this regard, the Board of Directors must appoint a

replacement Executive Committee member immediately, or no later than three months from the date the number of Executive Committee members falls below the required level, in order to ensure continuity in the performance of the Executive Committees duties.

Reference link for the other policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-executive-committee-charter-en.pdf>

## **Risk Management Committee**

### Composition and Appointment of the Risk Management Committee

1. The Risk Management Committee shall be appointed by the Board of Directors and consist of at least three directors, including at least one independent director and at least one senior executive of the organization. Senior executive refers to the Chief Executive Officer or the top four executives reporting directly to the Chief Executive Officer, including any equivalent positions, as well as executives in accounting or finance functions at the level of department head or higher, or equivalent.
2. The Board of Directors shall appoint one member of the Risk Management Committee to serve as the Chairman of the Risk Management Committee.
3. The Risk Management Committee may appoint a Secretary to the Risk Management Committee to support its operations and coordinate meeting arrangements, prepare meeting agendas, distribute meeting materials, record minutes, and perform other duties as assigned. The Risk Management Committee has the authority to determine appropriate remuneration (meeting allowance) for the Secretary as deemed suitable.
4. In the event that the Board of Directors appoints any individual as an advisor to the Risk Management Committee, the Company should disclose the advisors information in the annual report, including confirmation of the advisors independence and the absence of any conflict of interest.

### Qualifications of the Risk Management Committee

1. Members of the Risk Management Committee must possess knowledge and understanding of the Companys business, or have specialized expertise that is critical to achieving the Companys business objectives.
2. Members must meet the qualifications and must not possess any prohibited characteristics as prescribed under the Public Limited Companies Act, the Securities and Exchange Act, the Non-Life Insurance Act, regulations of the Office of Insurance Commission (OIC), and other applicable laws.
3. Members must be able to dedicate sufficient time to effectively perform their duties and responsibilities as members of the Risk Management Committee in order to achieve the intended objectives.
4. Members shall not operate, become a partner in, or serve as a director of any entity that has the same nature of business and/or is in competition with the Company and/or its subsidiaries, whether for their own benefit or that of others, unless such involvement has been disclosed to the Board of Directors prior to the appointment resolution.
5. In the event that a member of the Risk Management Committee also serves as a director of the Company, such member may hold directorships in other companies, except where they serve as a Chief Executive Officer, employee, or staff member of a company licensed to conduct non-life insurance business under the Non-Life Insurance Act, including branches of foreign non-life insurers licensed to operate in the Kingdom, or act as a director responsible for non-life insurance brokerage operations, or as a person licensed as a non-life insurance broker representing another licensed brokerage entity simultaneously.

### Term of Office

1. Members of the Risk Management Committee shall serve a term of three (3) years. Where a director of the Company is appointed as a member of the Risk Management Committee, the term shall be aligned with such directors term of office. Upon completion of the term, members may be reappointed.

2. In the event that a member of the Risk Management Committee completes their term or is unable to serve until the end of the term, resulting in fewer than three (3) members, the Board of Directors shall appoint a replacement immediately or no later than three (3) months from the date the number of members falls below the required level, in order to ensure continuity in the Committees operations. A person appointed to replace a departing member shall serve only for the remaining term of the member being replaced.
3. In addition to retirement by rotation, a member of the Risk Management Committee shall vacate office upon the occurrence of any of the following events:
  - (a) Death;
  - (b) Resignation;
  - (c) Lacking the qualifications required for membership as specified in this Charter;
  - (d) Where the member also serves as a director of the Company and subsequently becomes disqualified as a director, or possesses any prohibited characteristics under the Public Limited Companies Act, exhibits conduct indicating a lack of suitability to manage a company with public shareholders as prescribed under the Securities and Exchange Act (as amended), relevant notifications of the Securities and Exchange Commission, the Non-Life Insurance Act, or related regulations issued by the Office of Insurance Commission (OIC);
  - (e) Removal by a resolution of the Board of Directors, with an affirmative vote of no less than three-fourths (3/4) of the directors present and eligible to vote;
  - (f) Where the member also serves as a director of the Company and is subsequently removed from office by a resolution of the shareholders meeting, passed by no less than three-fourths (3/4) of the shareholders present and eligible to vote, representing at least one-half of the total shares held by those attending and eligible to vote;
  - (g) Removal by a court order from directorship of the Company.
4. A member wishing to resign shall submit a written notice of resignation to the Company. The resignation shall be effective from the date the resignation letter is received by the Company or from the effective date specified therein, whichever is later. In the event that the Chairman of the Risk Management Committee resigns or vacates office for any reason prior to the expiration of the term, the Board of Directors shall appoint a new Chairman after appointing a qualified replacement member who does not possess any prohibited characteristics under applicable laws.

Reference link for the other policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-risk-management-committee-charter-en.pdf>

## **Investment Committee**

### Composition and Appointment of the Investment Committee

1. The Investment Committee shall consist of individuals possessing the qualifications and experience as determined by the Board of Directors, and whose appointments have been approved by a resolution of the Board of Directors.
2. The Chairman of the Investment Committee shall be appointed by the Board of Directors.
3. The Investment Committee shall appoint a Secretary to the Investment Committee.

### Qualifications of the Investment Committee

1. Members of the Investment Committee must possess knowledge and understanding of the Companys business, and have the competence, expertise, and experience in investment management, risk management, or securities analysis.
2. Members of the Investment Committee must meet the required qualifications and must not have any prohibited characteristics as prescribed by the laws governing public limited companies, securities and exchange, non-life insurance, notifications of the Office of Insurance Commission (OIC), and other applicable laws.
3. Members of the Investment Committee must be able to devote sufficient time to perform their duties effectively in order to achieve the Companys objectives.

## Term of Office

1. Members of the Investment Committee shall serve a term of three years. In cases where a director of the Company is appointed as a member of the Investment Committee, such term shall be aligned with the directors term of office. Upon expiration of the term, a member may be reappointed.
2. In addition to vacating office upon the expiration of the term as stated above, a member of the Investment Committee shall vacate office upon the occurrence of any of the following events:
  - (a) Death
  - (b) Resignation
  - (c) Loss of qualifications as specified in this Charter
  - (d) In the case where the member is also a director of the Company and subsequently loses the qualifications required to be a director, or possesses any prohibited characteristics under the laws governing public limited companies, securities and exchange, non-life insurance, relevant notifications of the Securities and Exchange Commission, or the Office of Insurance Commission (OIC), including any characteristics indicating a lack of suitability to manage a company with public shareholders
  - (e) Removal by a resolution of the Board of Directors, whereby such resolution must be supported by no less than three-fourths (3/4) of the directors present and eligible to vote
  - (f) In the case where the member is also a director of the Company and is removed by a shareholders resolution, which must be supported by no less than three-fourths (3/4) of the shareholders present and eligible to vote, representing at least one-half of the total shares held by the shareholders attending the meeting and entitled to vote
  - (g) Removal by a court order from the position of director
3. Any member wishing to resign shall submit a written resignation to the Company. The resignation shall be effective from the date the resignation letter is received by the Company or from the effective date specified in the resignation letter, whichever is later. In the event that the Chairman of the Investment Committee resigns or vacates office for any reason prior to the expiration of the term, the Board of Directors shall appoint a qualified replacement Chairman after appointing a new member who meets all required qualifications and is free from any prohibited characteristics under applicable laws.

Reference link for the other policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-investment-committee-charter-en.pdf>

## **Nomination and Remuneration Committee**

### Composition and Appointment of the Nomination and Remuneration Committee

1. Appointed by the Board of Directors, comprising at least three directors, of whom not less than half must be independent directors.
2. The Chairperson of the Nomination and Remuneration Committee must be an independent director.

### Qualifications of the Nomination and Remuneration Committee

1. Members of the Nomination and Remuneration Committee must possess the knowledge, capabilities, and experience relevant to their duties and responsibilities.
2. Members of the Nomination and Remuneration Committee must have the required qualifications and must not possess any prohibited characteristics as prescribed by the law governing public limited companies, the law governing securities and exchange, the law governing non-life insurance, notifications of the Office of the Insurance Commission (OIC), and other applicable laws.
3. Members of the Nomination and Remuneration Committee must be able to devote sufficient time to perform their duties as members of the Nomination and Remuneration Committee in order to achieve the Company's objectives.

## Term of Office

1. Members of the Nomination and Remuneration Committee shall serve a term of three years, in accordance with the term of office of directors. Upon completion of their term, members of the Nomination and Remuneration Committee may be reappointed.
2. In the event that a member of the Nomination and Remuneration Committee completes their term or is unable to serve for the full term, resulting in the number of committee members being fewer than three, the Board of Directors shall appoint a new member immediately or no later than three months from the date the number of members becomes insufficient, in order to ensure continuity in the performance of the Committees duties. A person appointed to replace a departing member shall hold office only for the remaining term of the member whom they replace.
3. In addition to vacating office upon completion of the term as stated above, members of the Nomination and Remuneration Committee shall vacate office upon the occurrence of any of the following events:
  - (a) Death
  - (b) Resignation
  - (c) Loss of qualifications as a member of the Nomination and Remuneration Committee as specified in this Charter
  - (d) In the case where a member holds the position of director and subsequently lacks the qualifications to be a director or possesses prohibited characteristics under the law governing public limited companies, or exhibits characteristics indicating a lack of appropriateness to be entrusted with the management of a company with public shareholders as prescribed by the Securities and Exchange Act (and its amendments), relevant notifications of the Office of the Securities and Exchange Commission, including the law governing non-life insurance, or possesses prohibited characteristics under the relevant notifications of the Office of the Insurance Commission (OIC)
  - (e) Removal by a resolution of the Board of Directors (such resolution must be approved by not less than three-fourths (3/4) of the directors present at the meeting and entitled to vote)
  - (f) In the case where a member holds the position of director and the shareholders meeting subsequently passes a resolution to remove such person from the position of director (such resolution must be approved by not less than three-fourths (3/4) of the shareholders present at the meeting and entitled to vote, holding in aggregate not less than one-half of the total shares held by the shareholders present and entitled to vote)
  - (g) A court order requiring removal from the position of director
4. Any member of the Nomination and Remuneration Committee wishing to resign shall submit a written resignation to the Company. The resignation shall be effective from the date the resignation letter is received by the Company or from the effective date specified in the resignation letter, whichever is later. In the event that the Chairperson of the Nomination and Remuneration Committee resigns or vacates office for any reason before the expiration of the term, the Board of Directors shall select a new Chairperson after appointing a new qualified member who does not possess any prohibited characteristics as prescribed by law.

Reference link for the other policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-nomination-and-remuneration-committee-charter-en.pdf>

## **Chief Executive Officer**

1. The CEO must be a person of competence, integrity, and sound business ethics, with sufficient time and capacity to dedicate his or her knowledge and expertise to the effective discharge of duties on behalf of the Company.
2. The CEO must satisfy all requisite qualifications and be free from any prohibited characteristics as prescribed under the law governing public limited companies, the law governing non-life insurance, and other applicable laws, and must not exhibit any characteristics indicating unsuitability to be entrusted with the management of a publicly held company, as prescribed by the Capital Market Supervisory Board.
3. The CEO must not engage in any business of the same nature that constitutes material competition with the business of the Company, whether as a general partner in an ordinary partnership, an unlimited partner in a

limited partnership, or a director of a private company or any other company carrying on a business of the same nature in competition with the Company, whether for personal benefit or for the benefit of others, unless prior disclosure has been made to the General Meeting of Shareholders before the resolution of appointment is passed.

Reference link for the other policy and guidelines : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-regulations-of-ceo-en.pdf>

### **Director Nomination and Appointment Process**

The Company has established a Nomination and Remuneration Committee to identify and select suitable candidates for appointment to the Board of Directors. The Company's director nomination process takes into consideration qualified professionals from relevant fields of expertise, existing directors, and Independent Directors of the Company. In addition, the Company provides an opportunity for shareholders to propose agenda items and nominate candidates for directorship in advance of the Annual General Meeting of Shareholders ("AGM") each year. Shareholders may put forward candidates possessing the requisite qualifications, experience, and potential. The Nomination and Remuneration Committee shall give due consideration to candidates demonstrating relevant knowledge, competencies, expertise, and experience beneficial to the Company's business operations, together with integrity, sound business ethics, and sufficient availability to fully devote themselves to the discharge of their duties on behalf of the Company.

#### Director Appointment Process

The appointment of directors shall be conducted in accordance with the procedures set out in the Company's Articles of Association, and directors so appointed must be duly approved by the General Meeting of Shareholders. Resolutions of the General Meeting of Shareholders shall be passed by a simple majority vote of shareholders present and entitled to vote.

1. The Company shall maintain a Board of Directors to conduct the business of the Company, comprising no fewer than five (5) directors, with no less than one-half (1/2) of the total number of directors required to be domiciled in Thailand. Directors are not required to be shareholders of the Company.
2. The Shareholders Meeting shall elect directors in accordance with the following rules and procedures:
  - 2.1 Each shareholder shall have one (1) vote per share held.
  - 2.2 Each shareholder may exercise all votes available under (1) to elect either one candidate or multiple candidates as directors. In the case of electing multiple candidates, votes may not be split or allocated in varying proportions among candidates.
  - 2.3 Candidates receiving the highest number of votes, in descending order, shall be elected as directors up to the number of director positions available or to be filled at that time. In the event that candidates in the final eligible position receive an equal number of votes exceeding the number of available positions, the Chairman of the meeting shall cast the deciding vote.
3. At every AGM, one-third (1/3) of the directors shall retire by rotation. If the total number of directors cannot be divided into exact thirds, the number nearest to one-third (1/3) shall retire. Directors retiring by rotation shall be eligible for re-election. For the first and second years following the Company's incorporation, the directors required to retire shall be determined by drawing of lots; in subsequent years, the director who has served the longest continuous term shall retire first.
4. Any director wishing to resign shall submit a written resignation to the Company. Such resignation shall take effect from the date on which the resignation letter is received by the Company. A resigning director may also notify the Registrar of his or her resignation.
5. In the event that a directorship becomes vacant for reasons other than retirement by rotation, the Board of Directors shall elect a replacement director who satisfies the requisite qualifications and is free from any prohibited characteristics under the law governing public limited companies and the law governing securities and exchange, at the next Board meeting, unless the remaining term of the vacant position is less than two (2) months. A replacement director so appointed shall serve only for the remainder of the term of the director whom he or

she replaces. Such resolution of the Board of Directors must be passed by a vote of not less than three-quarters (3/4) of the remaining directors.

6. The Company provides minority shareholders with the opportunity to nominate qualified candidates for directorship consideration, in accordance with applicable legal requirements. An advance notice of no less than sixty (60) days prior to the date of the General Meeting of Shareholders shall be published on the Company's website, inviting shareholders to submit the names and profiles of candidates proposed for directorship through the Company's website or by written correspondence addressed to the Company Secretary. The Company shall notify shareholders of the relevant nomination period through the Stock Exchange of Thailand's disclosure system.

#### **Chief Executive Officer Nomination and Appointment Process**

1. The Board of Directors shall be responsible for conducting the nomination process and proposing candidates possessing the requisite knowledge, competencies, qualifications, and relevant experience befitting the position and conducive to the effective conduct of the Company's business operations, for appointment to the position of Chief Executive Officer. Such nominated candidates shall be submitted to a meeting of the Board of Directors for consideration and formal appointment.
2. The Chief Executive Officer shall vacate office upon death, resignation, loss of qualifications required for the position of Chief Executive Officer as prescribed in this Charter, possession of any prohibited characteristics under the law governing public limited companies, or exhibition of any characteristics indicating unsuitability to be entrusted with management responsibilities as prescribed under the Notification of the Securities and Exchange Commission No. Kor Jor. 8/2553 Re: Determination of Characteristics Indicating Lack of Trustworthiness of Directors and Executives of Companies to Manage Businesses with Public Shareholders, the Securities and Exchange Act (as amended), relevant notifications of the Securities and Exchange Commission, the law governing non-life insurance, or any prohibited characteristics under relevant notifications of the Office of Insurance Commission ("OIC").

#### **Nomination of Executives as Defined by the Securities and Exchange Commission**

The Company requires all functional departments to designate succession candidates for managerial-level executive positions. In the event that an executive position at the Director level or above becomes vacant, or the incumbent is unable to discharge his or her duties, the pre-identified succession candidate shall be proposed to the Executive Committee for consideration and formal approval of appointment.

#### **Policy and guidelines related to shareholders and stakeholders**

Policy and guidelines related to shareholders and stakeholders : Yes

Guidelines and measures related to shareholders and stakeholders : Shareholder, Employee, Customer, Business competitor, Business partner, Creditor, Government agencies, Community and society

#### **Shareholder**

The Company is committed to conducting its business properly and ethically toward shareholders, based on the principles of transparency and auditability, in order to create sustainable returns.

##### Guidelines

- Place importance on treating all shareholders equally, and regularly disclose material and useful information to all shareholders in an equal, complete, accurate, and truthful manner, at an appropriate time and in a manner sufficient to enable all shareholders to make decisions on an equal basis.
- Encourage shareholders to attend shareholders meetings in order to participate in decision-making on important matters, as well as to be informed of the Company's operations and activities.
- Be committed to acting as a good representative of shareholders in conducting business on the basis of honesty, integrity, and good ethics, and to monitoring the performance of the Board of Directors and Management.

- Establish measures to prevent the use of inside information for personal benefit by the Board of Directors and Management in order to protect shareholders interests, and refrain from any actions that would violate or infringe upon shareholders rights.

Reference link for Shareholder : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 2

## **Employee**

The Company respects human rights, treats employees fairly, and promotes sustainable development.

### Guidelines

- Recognize the value of human resources and encourage employees to perform their duties to the highest level of efficiency, provide fair employment conditions, and offer opportunities for career advancement.
- Treat all employees equally without discrimination on the grounds of race, gender, skin color, religion, nationality, age, sexual orientation, physical disability, or personal characteristics unrelated to job performance, and ensure that there is no harassment or intimidation of personnel at any level, whether by any individual or by any means.
- Provide fair remuneration to all Management and employees. The appointment and transfer of Management or employees, as well as rewards and disciplinary actions, must be carried out in good faith and based on the knowledge, capabilities, and suitability of the Management or employees.
- Promote the development of employees knowledge, capabilities, and skills by providing equal and regular opportunities, and strictly comply with all applicable laws and regulations relating to Management and employees.

Reference link for Employee : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 3

## **Customer**

The Company places the highest importance on and is committed to creating satisfaction and confidence among its customers.

### Guidelines

- Provide high-quality services in accordance with established standards, and continuously and consistently improve service quality to respond to customers needs.
- Provide complete information and services, monitor and follow up on customer feedback regarding the Companys services, and use such feedback to further improve service quality.
- Promote good relationships with customers in order to deliver quality services that meet or exceed customers expectations at fair prices.

Reference link for Customer : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 2-3

## **Business competitor**

The Company has a policy to treat competitors by emphasizing fair and transparent business practices, adhering to the principles of good competition governance in accordance with applicable laws, trade customs, and good practices consistent with international standards, within the legal framework governing trade competition practices.

The Company places importance on its business competitors and does not regard them solely as competitors. The Company also recognizes opportunities whereby existing competitors may become important business partners in the future.

## Guidelines

- Conduct business in accordance with generally accepted rules of competition.
- Support and promote free and fair trade, without monopolization or requiring business partners to trade exclusively with the Company.
- Refrain from violating confidentiality or seeking competitors trade secrets through dishonest, illegal, or unethical means.
- Refrain from damaging the reputation of competitors through false or malicious allegations.
- Refrain from entering into commercial agreements or engaging in any actions that may result in unfair competition or trade monopolization.

Reference link for Business competitor : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 4

## **Business partner**

The Company has a policy to treat its business partners equally and fairly.

### Guidelines

- All actions must take into account reputation, compliance with applicable laws, rules, regulations, and relevant customary practices, as well as the fulfillment of contractual obligations with business partners. The Company shall also consider fairness in conducting business and promote cooperation for mutual long-term benefits with business partners, recognizing the importance of business partners as parties who support and contribute to the successful and efficient conduct of the Company's business. Accordingly, the Company treats its business partners equally on the basis of fairness and mutual respect.
- In selecting business partners, the Company shall place primary importance on qualifications and other suitability criteria of business partners, applying the same criteria to all business partners to ensure fairness and auditability in the selection process, and providing opportunities for new business partners to participate.
- The solicitation or payment of any improper or dishonest benefits in business dealings with business partners is strictly prohibited.

Reference link for Business partner : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 3-4

## **Creditor**

The Company has a policy of fair and responsible conduct toward creditors, taking into account the best interests of the Company and operating on the basis of fairness, while avoiding situations that may give rise to conflicts of interest. The Company also adheres strictly to agreements and contracts, and consistently provides accurate, transparent, and truthful information to ensure fairness for both parties.

### Guidelines<sup>4</sup>

- Adhere to agreements and comply with all terms and conditions with creditors, giving priority to the timely and complete repayment of principal and interest, as well as the proper maintenance of collateral, and provide accurate and regular financial information.
- In the event that the Company is unable to comply with its obligations, promptly negotiate with creditors in advance to reach a mutual agreement, and disclose accurate and complete financial information on a regular basis to ensure creditors confidence in the Company's financial position and debt repayment capability.

Reference link for Creditor : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code->

Page number of the reference link : 4

### **Government agencies**

The Company complies with relevant laws and regulations and cooperates in complying with government policies. It does not engage or conduct business with organizations or individuals that violate the law.

### **Community and society**

The Company recognizes that it is part of society and therefore has a responsibility to contribute to society and support community and social activities, taking into account the impacts on communities and the environment in order to achieve sustainable development.

#### Guidelines

- Place importance on environmental protection and the conservation of resources, emphasize the creation of an organizational culture, and promote environmentally responsible behavior among Company personnel both within and outside the Company. Encourage the efficient use of resources to achieve maximum benefit.
- Strictly comply with applicable laws and government policies, and study and understand relevant legal regulations in order to prevent the Company's business operations from adversely affecting society or local communities.
- Encourage employees to participate in community and social activities.

Reference link for Community and society : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 5

## **Information on business code of conduct**

### **Business code of conduct**

Business code of conduct : Yes

The Company has a policy to conduct its business in accordance with the highest standards of morality and ethics. The Company recognizes the importance of performing duties with integrity. In addition to developing the quality and standards of its business operations, the Company also upholds good corporate governance and adheres firmly to the principles of the Business Code of Conduct by encouraging the Directors, Management, and employees of the Company to perform their duties with ethical conduct, honesty, transparency, fairness, and integrity, and in compliance with applicable laws and regulations. This will enable the Company to achieve stable and sustainable growth, as well as to gain acceptance, credibility, and trust from shareholders, customers, business partners, employees, and all stakeholders.

The Company has established this Business Code of Conduct to serve as guidelines or a framework for the Directors, Management, and employees of the Company in performing their duties. This Business Code of Conduct is aligned with the vision, mission, and core values of the organization, which are regarded as an important foundation for sustainable business operations. Furthermore, this Business Code of Conduct shall serve as a standard and be applicable to Directors, Management, and employees at all levels of the Company. The Company expects its Directors, Management, and employees to participate in and comply with this Business Code of Conduct by performing their assigned duties accordingly. The Directors, Management, and employees of the Company must acknowledge, understand, and strictly adhere to this Business Code of Conduct to ensure that each individual's performance of duties is effective, transparent, and conducted with due regard to the best interests of the Company, as well as fairness to all relevant stakeholder groups.

Reference link for the full version of business code of conduct : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

## Policy and guidelines related to business code of conduct

Guidelines related to business code of conduct : Prevention of Conflicts of Interest, Anti-corruption, Whistleblowing and Protection of Whistleblowers, Prevention of Misuse of Inside Information, Gift giving or receiving, entertainment, or business hospitality, Compliance with laws, regulations, and rules, Information and assets usage and protection, Information and IT system security, Environmental management, Human rights

### Prevention of Conflicts of Interest

The Board of Directors has established a policy prohibiting Directors, Management, and employees from taking advantage of their positions as Directors, Management, or employees of the Company to seek personal benefits, benefits for their families, or benefits for close associates, whether financial or otherwise. They shall avoid entering into self-related transactions, except where necessary for the benefit of the Company, in compliance with the criteria and regulations prescribed by the Stock Exchange of Thailand.

#### Guidelines

##### 1. Receipt of money or benefits, or financial involvement with parties conducting business with the Company

- Directors, Management, and employees at all levels must not receive money or any benefits for personal gain from customers, business partners of the Company, or any other persons arising from work performed on behalf of the Company, nor have any financial involvement, such as joint ventures or joint business activities, with customers, contractors, suppliers of goods or services to the Company, or any other persons conducting business with the Company.
- Directors, Management, and employees at all levels must not borrow or solicit money from customers or persons conducting business with the Company, except for borrowing from banks or financial institutions in their capacity as customers of such banks or financial institutions.
- Directors, Management, and employees at all levels shall avoid self-related transactions, except where necessary for the benefit of the Company, in compliance with the criteria and regulations prescribed by the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand, such as disclosure of information regarding names and relationships of related persons, pricing and transaction valuation policies, as well as opinions of the Board of Directors and the Audit Committee on such transactions. In addition, they are prohibited from entering into transactions that constitute financial assistance, such as lending money or providing credit guarantees to companies that are not their subsidiaries.

##### 2. Engagement in other businesses or employment outside the Company

- Directors, Management, and employees are prohibited from engaging in or participating in any business that competes with the Company's business, whether such Directors, Management, or employees receive direct or indirect benefits.

Reference link for Prevention of Conflicts of Interest : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 8-9

## Anti-corruption

TQR Public Company Limited and its affiliated companies (the Company) are committed to conducting business with integrity and ethics, and managing operations with transparency in accordance with good corporate governance principles, in order to achieve efficient business operations and demonstrate responsibility toward society and all stakeholders. In this regard, the Company has established appropriate guidelines for the conduct of the Board of Directors, Management, and employees in business ethics and employee codes of conduct, which form part of the Companys corporate governance framework. In addition, the Company intends to participate in the Thai Private Sector Collective Action Against Corruption (CAC) to demonstrate its intention and strong commitment to combating corruption in all forms. Accordingly, the Company has established the Anti-Corruption Policy and Measures to serve as guidelines for the Board of Directors, Management, employees, subsidiaries, and associated companies to acknowledge and comply with this policy, reflecting the Companys firm commitment and clear intention not to tolerate corruption in any form.

Reference link for Anti-corruption : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-anti-fraud-and-corruption-policy-en.pdf>

### **Whistleblowing and Protection of Whistleblowers**

The Company have established a policy for receiving complaints and whistleblowing reports regarding fraud or non-compliance with laws, rules, Articles of Association, and Code of Conduct of the Company from employees and the Companys stakeholders. The Company shall provide protection and ensure fairness to individuals who submit complaints or provide information or clues regarding fraud or non-compliance with laws, rules, Articles of Association, and the Code of Conduct of the Company and its subsidiaries.

#### Complaint Submission Channels

- Internet channel via the Companys website: [www.tqr.co.th](http://www.tqr.co.th)
- Intranet system via the Companys website
- E-mail: [audit@tqr.co.th](mailto:audit@tqr.co.th)
- By post to: Chairman of the Audit Committee  
TQR Public Company Limited 46/7 Rungrojthanakul Building, (Building A) 8th floor,  
Ratchadapisek Road, Huaykwang, Bangkok 10310 Thailand
- Other channels provided by the Company, such as the Companys suggestion box

In 2025, the Company did not receive any complaints, whistleblowing, or reports of fraud and misconduct.

Reference link for Whistleblowing and Protection of Whistleblowers : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-complaint-and-whistleblowing-policy-en.pdf>

### **Prevention of Misuse of Inside Information**

The Company have established policies and procedures to monitor and supervise directors, executives, employees, and staff of the Company and its subsidiaries in order to prevent the disclosure or misuse of confidential and/or inside information of the Company and its subsidiaries that has not yet been disclosed to the public, whether for personal benefit or for the benefit of others, directly or indirectly, and whether or not any consideration is received. In addition, directors, executives, employees, and staff are strictly prohibited from trading the Companys securities by using inside information.

Reference link for Prevention of Misuse of Inside Information : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-insider-trading-policy-en.pdf>

### **Gift giving or receiving, entertainment, or business hospitality**

The Company places importance on preventing the giving or receiving of gifts and entertainment that may affect impartiality in business decision-making.

#### Guidelines

1. Directors, Management, or employees shall not solicit, receive, or consent to receive money or any other benefits from business-related parties.
2. Directors, Management, or employees may give or receive gifts in accordance with customary practices, provided that the receipt of such gifts does not influence any business decisions of the recipient.
3. If Management or employees receive gifts of unusually high value, beyond normal customary practice, from business-related parties, such gifts must be reported to their respective supervisors in accordance with the chain of command.

Reference link for Gift giving or receiving, entertainment, or business hospitality : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 9

#### **Compliance with laws, regulations, and rules**

The Company complies with the Securities and Exchange Act, the regulations of the Stock Exchange of Thailand, the Insurance Act, the regulations of the Office of the Insurance Commission (OIC), and other laws related to the Company's business, including the Company's Articles of Association, as well as shareholders' resolutions.

#### **Information and assets usage and protection**

Directors, Management, and employees must use and safeguard the Company's assets efficiently and transparently, and solely for the benefit of the organization. They must protect information and information systems from unauthorized access, and are prohibited from using inside information for personal benefit or for trading in the Company's securities.

#### Guidelines

##### 1. Protection of Assets

- All Directors, Management, and employees have the duty and responsibility to safeguard the Company's assets to ensure maximum benefit to the Company and shall not use them for personal benefit or for the benefit of others.
- Management and employees must acknowledge and comply with the guidelines for the proper and appropriate use of computer systems and network systems.
- The installation or storage of any software in the Company's computer systems without authorization is strictly prohibited.
- Company software must not be provided to any other person, including business partners, contractual parties, or customers of the Company, nor installed for personal use. This also includes the misuse of employees' internet access or internet connections for data transfer, dissemination of obscene content, or the sending and receiving of information via electronic systems (e-mail) that violates applicable laws, copyright laws, or is contrary to the intent or objectives of the Company's policies, rules, or information system regulations, or that violates the Computer-Related Crime Act B.E. 2550(2007), as amended, or any other applicable laws.
- During the performance of duties under an employment contract, Management or employees must not commit any act or omission that causes damage to the Company arising from false or incorrect information, data, and/or reports, records, or communications, by any means, whether intentional or otherwise.
- Management or employees must not infringe the intellectual property rights of the Company and/or of any other company that has granted the Company the right to use such intellectual property, whether by contract and/or any other means, including reproduction, modification, public dissemination, or rental of originals or copies, whether for profit or not. If Management or employees violate this Code of Conduct, the Company reserves the right to terminate the employment contract immediately.

- Management or employees must use the Company's assets with due care and responsibility, and properly maintain any tools or equipment provided by the Company, ensuring that they are always in good condition and arranging for repairs when damage occurs.
- Management or employees must not violate the Company's regulations or orders that may cause accidents or result in damage to the Company's assets.
- Management or employees must safeguard the Company's assets from loss or destruction, even if such assets are not under their direct responsibility.

## 2. Protection of Interests

- Directors, Management, and employees shall not engage in, operate, or participate in any business that competes with the Company's business.
- Directors, Management, and employees are entitled to trade the Company's securities. However, Management must prepare and submit reports on securities holdings to the Office of the Securities and Exchange Commission (SEC) within the prescribed period. Directors, Management, and employees who are in possession of inside information of the Company must comply with the Company's policy on the use of inside information for trading in the Company's securities.

Reference link for Information and assets usage and protection : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 5-6

### **Information and IT system security**

The Company's policy is to make information technology systems a key factor in supporting the policy of sustainable business development alongside the organization's environment and society. To support the response to the expectations and needs of stakeholders, especially having guidelines, tools, and standards that are modern, efficient, and secure in accordance with international standards. In order for any information technology operations of the Company to be stable, secure, and reliable, as well as the Company's information and information assets are properly maintained. Taking into account the risks of threats to information security and cybersecurity that may arise, measures to maintain confidentiality, accuracy, completeness, and readiness for proper operation, including compliance with rules, regulations, laws on information security.

Reference link for Information and IT system security : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2024/information-technology-policy-th.pdf>

### **Environmental management**

The Company acknowledges that environmental conservation is of utmost importance, benefiting employees, the organization, customers, communities, society, and the nation. Therefore, we are committed to promoting environmental preservation by establishing an environmental policy that aligns with our business goals. Our focus is on fostering collaboration across all employees and departments to fulfill their environmental responsibilities. All employees are expected to be aware of their roles and responsibilities in preserving the environment and utilizing resources efficiently in their work.

Reference link for Environmental management : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-environmental-policy-en.pdf>

### **Human rights**

The Company acknowledges and prioritizes the promotion and protection of human rights both within and outside the organization. The Company integrates these principles with ethical standards and good corporate governance, ensuring that its business operations comply with human rights standards, as defined by the United Nations Guiding Principles

on Business and Human Rights (UNGP). This policy is aligned with the Company's Sustainability Development Policy to ensure operations are prevented from human rights violations.

Reference link for Human rights : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-human-rights-policy-en.pdf>

### **Promotion of compliance with the business code of conduct**

Promotion for the board of directors, executives, and employees to comply with the business code of conduct : Yes

The Company stipulates that it is the duty and responsibility of all Directors, Management, and employees to acknowledge, understand, and strictly comply with the policies and practices set forth in the Company's Business Code of Conduct.

In the event that any act is found that may constitute a violation or breach of laws, rules, regulations, the Business Code of Conduct, or relevant Company policies, or where a supervisor consents to or allows such violations by subordinates, Management or employees must report the matter directly to the Human Resources Department. The Human Resources Department shall then proceed in accordance with the procedures specified in the Company's relevant policies and work regulations.

Reference link for the process of promotion for the board of directors, executives, and employees to comply with the business code of conduct : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 11-12

### **Participation in anti-corruption networks**

Participation or declaration of intent to join anti-corruption networks : No

### **Information on material changes and developments in policy and corporate governance system over the past year**

#### **Material changes and developments related to the review of policy and guidelines in corporate governance system or board of directors charter**

In the past year, did the company review the corporate governance policy and guidelines, or board of directors charter : Yes

Material changes and developments in policy and guidelines over the past year : No

In 2025, the Company has maintained its unwavering commitment to the principles of good corporate governance, actively promoting awareness and understanding of its governance policies and practices through a range of communication channels, including operational reference documents, internal corporate communications, and other forms of institutional dissemination, to ensure that employees at all levels share a consistent and aligned understanding of the prescribed governance standards.

Furthermore, the Company has reviewed and made its Corporate Governance Policy available in an online format, enabling employees to conveniently access, study, and familiarize themselves with the applicable governance practices. This initiative has been met with the full cooperation and active engagement of the Board of Directors, executive management, and employees across all functional departments, all of whom have played an integral role in ensuring the effective implementation of the Company's corporate governance framework.

In this regard, the Company remains steadfastly committed to upholding and continuously elevating its ethical standards, while fostering an organizational culture firmly grounded in transparency, accountability, and responsible business conduct.

### **Implementation of the CG Code for listed companies**

Implementation of the CG Code as prescribed by the : Fully implement  
SEC

The Board of Directors recognizes the critical importance of good corporate governance and is firmly committed to ensuring that the Company conducts its business in strict adherence to sound corporate governance principles, in pursuit of sustainable long-term business growth and the promotion of transparency. Such principles not only serve to instil confidence among shareholders, investors, and all stakeholder groups, but also generate enduring value and contribute to the sustainable enhancement of the Company's overall business performance.

Since 2017, the Capital Market Supervisory Board has recognized that in order for listed companies to achieve sustainable long-term growth, the issuance of the Corporate Governance Code ("CG Code") was warranted, to provide listed companies with a structured framework for governance practices that deliver meaningful, long-term, and sustainable business performance.

The Company has duly implemented the Corporate Governance Code for Listed Companies 2017 ("CG Code 2017"), and the Board of Directors has established a formal process to review the application of the CG Code 2017 and assess its appropriateness within the Company's business context at least once per annum.

The Company has formalized its Corporate Governance Policy in writing, incorporating the Corporate Governance Code for Listed Companies 2017 (CG Code 2017) as its guiding framework. The Policy is structured around the following 8 core principles:

#### **Principle 1 Recognizing the Roles and Responsibilities of the Board of Directors as Organizational Leaders Who Create Sustainable Value for the Business**

The Company clearly defines the roles, duties, and responsibilities of the Board of Directors as set forth in the Board of Directors Charter, which shall be reviewed at least once a year. The Board of Directors has key duties in determining the Company's objectives and principal business goals, operational policies, risk management, and business strategies, as well as allocating necessary resources to enable the Company's personnel to perform their duties and achieve the established objectives. The Board of Directors shall monitor, evaluate, and oversee the reporting of the Company's operating performance in an appropriate manner.

In this regard, the Board of Directors shall oversee the Company's operations to ensure ethical conduct, respect for rights, and responsibility toward shareholders and all stakeholders, in order to generate benefits for society and take environmental considerations into account. The Board of Directors shall also ensure that the Company is able to continuously adapt to changes arising from various factors, while maintaining competitiveness so that the Company can achieve good operating results and deliver long-term benefits to shareholders and all stakeholders.

In addition, the Board of Directors has defined the duties and responsibilities of the Chief Executive Officer and shall oversee Directors, the Chief Executive Officer, Management, and employees to perform their duties with responsibility, prudence, and integrity, for the best interests of the Company, based on adequate information, and without having any direct or indirect interests in the matters under decision. The Board of Directors shall oversee the Company's operations to ensure compliance with applicable laws, regulations, and resolutions of the shareholders meetings.

## **Principle 2 Defining the Company's Purpose and Key Objectives for Sustainability**

The Board of Directors shall determine the Company's key purposes and objectives in accordance with the Company's vision, mission, and core values, as well as its strategies, goals, and annual plans, in order to guide personnel in performing their duties and directing the Company toward such objectives within the specified timeframe. This includes promoting the Company's sustainability by creating value for the Company, customers, stakeholders, and society as a whole, and by appropriately and safely adopting innovation and technology.

In this regard, the Company has defined its vision, mission, and core values as follows:

### **Vision**

To be committed to becoming a leader in reinsurance placement and insurance product development, as well as providing comprehensive business development solutions.

### **Mission**

To focus on building credibility and trust with business partners, providing advisory services that effectively and efficiently meet customers needs in reinsurance placement, in order to develop the insurance business and grow sustainably together.

### **Core Values**

T = Team: Working as a team with commitment

Q = Quality: Delivering quality work with care and attention

R = Relationship: Maintaining relationships with all stakeholders with honesty and fairness, and nurturing relationships with business partners with honesty and fairness

## **Principle 3 Strengthening an Effective Board of Directors**

The Board of Directors must comprise individuals with the knowledge, capabilities, and experience to perform their duties for the benefit of the Company, and who are accepted by all parties, and play a key role in determining the Company's policies. The Board of Directors Charter stipulates that the Board shall consist of not fewer than five (5) directors, and that independent directors shall comprise at least one-third (1/3) of the total number of directors of the Company, but not fewer than three (3) persons, in order to ensure an appropriate balance of power. The tenure of independent directors is limited to a maximum of nine (9) years. Details regarding the composition of the Board of Directors, qualifications of the Chairman, qualifications of directors, term of office, powers, duties, and responsibilities, performance evaluation, selection, and remuneration shall be in accordance with the provisions set forth in the relevant Board Charters.

The Company recognizes the importance of Board diversity and aims to promote a Board composition that reflects diversity in terms of gender, age, experience, profession, and expertise, in order to ensure prudent decision-making and the consideration of diverse perspectives. The Company shall establish criteria and disclose information relating to Board diversity in the annual report on a regular basis.

The Company requires an annual performance evaluation of the Board of Directors to serve as a guideline for improving the effectiveness of corporate governance. The evaluation comprises three levels: (1) evaluation of the Board as a whole; (2) individual evaluation of each director; and (3) evaluation of Board committees. The results of such evaluations shall be reported to the Board of Directors and disclosed in the annual report.

In addition, the Company has appointed a Company Secretary to perform duties relating to meetings of the Board of Directors and shareholders meetings, to support the work of the Board of Directors, to coordinate the implementation of resolutions of the Board of Directors, and to support the arrangement of education and training programs for directors and/or Management in matters relevant to their specific duties.

#### **Principle 4 Recruiting and Developing Senior Executives and Managing Human Resources**

The Board of Directors has established the qualifications of the Chief Executive Officer as guidelines for recruiting personnel with qualifications and experience that are beneficial to the Company to join and work with the Company, as detailed in the Chief Executive Officer Regulations. In the event that the Chief Executive Officer intends to hold a directorship in any company outside the Company Group, prior approval from the Board of Directors must be obtained. Such appointments must not conflict with applicable laws or regulations relating to the Company's business operations.

The Board of Directors shall oversee that remuneration payments and performance evaluations are conducted appropriately, taking into account adequacy in relation to the duties and responsibilities of the Board of Directors. Management shall receive remuneration in the form of salary and annual bonus, which shall be determined primarily based on the Company's performance and individual capabilities.

The Board of Directors shall understand the structure and relationships of shareholders that may affect management control.

With respect to human resource development, the Board of Directors shall monitor and oversee the management and development of personnel to ensure an appropriate number of personnel with suitable knowledge, skills, experience, and motivation. The Board shall also promote training and education for parties involved in the Company's corporate governance system, such as Directors, Audit Committee members, Management, and the Company Secretary, in order to ensure continuous improvement in performance. Such training may be conducted internally or through external institutions.

In the event of changes in the Board of Directors or the appointment of new directors, the Company Secretary shall provide documents and information useful for the performance of duties of new directors, with an emphasis on introducing the organization's overview, mission, values, culture, corporate governance structure, roles and responsibilities of the Board of Directors, relevant laws and regulations, as well as providing an introduction to the nature of the Company's business and its business operations to new directors.

#### **Principle 5 Promoting Innovation and Responsible Business Practices**

The Board of Directors places importance on the development of innovation for the Company's sustainable growth and therefore supports Management in sourcing new products that incorporate innovation and modern technology, create benefits for society and customers usage, while also preserving the environment. The Board also supports the adoption of modern information technology within the organization by establishing appropriate enterprise-level information technology governance and management frameworks to improve operational processes and manage business risks, enabling the Company to achieve its key objectives and goals sustainably.

The Board of Directors shall monitor and ensure that Management operates with responsibility toward society and the environment, with such matters reflected in action plans aligned with the Company's objectives, goals, and business strategies. In addition, the Board of Directors shall oversee Management's development, allocation, and management of resources to ensure efficiency and effectiveness in achieving the Company's objectives, goals, and business strategies, taking into account impacts and resource development throughout the entire value chain.

## **Principle 6 Ensuring Appropriate Risk Management and Internal Control Systems**

The Board of Directors has appointed the Audit Committee to support the Board in overseeing that the Company has good corporate governance systems and to provide independent opinions on financial reports and internal control systems, as well as to facilitate consultations between Management and the external auditors in managing potential risks. This is to ensure that the Company's financial reports are reliable, of high quality, and ultimately add value to the organization. The Audit Committee must consist of independent directors who fully meet the qualifications prescribed by the Capital Market Supervisory Board and the Stock Exchange of Thailand, comprising at least one-third (1/3) of the total number of directors of the Company, and not fewer than three (3) persons. At least one (1) member must possess knowledge, understanding, or experience in accounting or finance and maintain continuous knowledge of matters affecting changes in financial reports. Details regarding the composition of the Audit Committee, qualifications of Audit Committee members, term of office, powers, duties, and responsibilities shall be in accordance with the provisions set forth in the Audit Committee Charter.

The Board of Directors has appointed a Risk Management Committee to oversee the Company's risk management, establish enterprise-wide risk management policies, and supervise the implementation of systems or processes for managing risks.

The Board of Directors has established the following policies as guidelines for appropriate risk management and internal control:

1. Business Code of Conduct
2. Risk Management Policy
3. Policy on the Use of Inside Information and Securities Trading
4. Corporate Social Responsibility Policy
5. Policy on Related Party Transactions
6. Anti-Corruption Policy and Measures
7. Investment Policy and Oversight of Operations in Subsidiaries and Associated Companies
8. Dividend Payment Policy
9. Policy on Receiving Complaints and Whistleblowing Reports regarding corruption or non-compliance with laws, rules, regulations, Company regulations, and the Company's Code of Conduct

## **Principle 7 Maintaining Financial Credibility and Disclosure of Information**

1. The Board of Directors places importance on the disclosure of information that is accurate, complete, sufficient, transparent, and timely, including financial information, general information, and other information that affects or may affect the Company's securities prices. Such information is essential to the decision-making processes of investors and stakeholders. The Company shall disclose such information in accordance with the rules and regulations of the Office of the Securities and Exchange Commission, the Capital Market Supervisory Board, and the Stock Exchange of Thailand, as well as generally accepted accounting standards.
2. The Company has appointed a Company Secretary to serve as a communication liaison with investors or shareholders and other stakeholders in an appropriate, equitable, and timely manner.

The Company shall regularly organize meetings to analyze operating results and shall disclose Company information, financial information, and general information to shareholders, securities analysts, credit rating agencies, and relevant government authorities through various channels, including reporting to the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand, and the Company's website. In addition, the Company places importance on the regular disclosure of information so that shareholders receive updates through the Company's website, which shall be continuously updated. Such information includes the Company's vision, mission, financial statements, press releases, annual reports, sustainability reports, corporate and management structures, shareholding structure and major shareholders, meeting notices, corporate registration documents, charters, and other relevant information.

3. The Company places importance on financial liquidity and debt repayment capability, and emphasizes the preparation of the Company's financial statements and financial information presented in the annual report. The Audit Committee shall review the quality of financial reports and internal control systems, as well as the adequacy of disclosure of significant information in the notes to the financial statements, and report to the Board of Directors accordingly. The Company shall also include a report on the Board of Directors responsibility for financial reporting alongside the auditors report in the annual report.
4. In the event that the Company encounters financial difficulties or is likely to encounter such difficulties, the Board of Directors shall ensure that the Company has a plan to resolve such issues, which has been considered for reasonableness, while taking into account the rights of stakeholders, including creditors.
5. The Board of Directors shall prepare a sustainability report, as appropriate.
6. The Company shall disclose information regarding each director, the roles and responsibilities of the Board of Directors and Board committees, the number of meetings held and attendance in the past year, opinions arising from the performance of duties, as well as training and professional development activities in the Company's annual report. The Company shall also disclose its remuneration policy and the nature and details of remuneration of directors and senior executives.
7. The Company shall disclose audit fees and other service fees paid to the auditors.
8. The Company shall prepare summary reports of approved policies on good corporate governance, the Business Code of Conduct, risk management policies, and corporate social responsibility policies, as well as the results of compliance with such policies and cases where compliance was not possible together with reasons. Such reports shall be disclosed through various channels, such as the annual report and the Company's website.

#### **Principle 8 Supporting Shareholder Participation and Communication**

1. The Company shall send notices of shareholders meetings together with accurate, complete, and sufficient supporting information for each agenda item, in both Thai and English, to enable shareholders to exercise their rights effectively. Such notices shall be delivered at least seven (7) days prior to the meeting date, or within any other period as required by applicable laws or regulations. Each agenda item shall include the opinions of the Board of Directors, along with adequate supporting information to allow shareholders sufficient time to review the information in advance of the meeting. In addition, the Company shall publish such information on its website prior to the shareholders meeting date.
2. The Company supports shareholder participation, including establishing criteria that allow minority shareholders to propose additional agenda items, and criteria for minority shareholders to nominate candidates for directorship. The Company shall also provide opportunities for shareholders to submit opinions, recommendations, or questions in advance of the meeting date in accordance with criteria prescribed by the Company, which shall be disclosed on the Company's website.
3. In organizing shareholders meetings, the Company shall select venues that are convenient for travel and include a map indicating the meeting location in the meeting notice. The Company shall also select appropriate dates and times and allocate sufficient time for meetings, in order to facilitate shareholder participation.
4. In the event that shareholders are unable to attend the meeting in person, the Company shall allow shareholders to appoint independent directors or any other persons as proxies to attend the meeting on their behalf, using any of the proxy forms provided by the Company together with the meeting notice.
5. At shareholders meetings, the Company shall provide equal opportunities for all shareholders to freely express opinions, make recommendations, or raise questions on relevant agenda items prior to voting on any matter. Relevant directors and Management of the Company shall attend shareholders meetings to respond to questions raised at the meeting.
6. The Company supports the use of voting cards for all agenda items to ensure transparency and auditability in vote counting, and shall appoint independent personnel to assist in counting votes for each agenda item. The Company shall disclose voting results for each agenda item and the resolutions of the meeting to shareholders at

the meeting, and through the SETLink system of the Stock Exchange of Thailand and the Company's website after the meeting, within the next business day.

7. The Company shall submit the minutes of the shareholders meeting to the Stock Exchange of Thailand within fourteen (14) days from the date of the shareholders meeting. The Company shall record the minutes accurately and completely, including material matters, questions and answers raised at the meeting, as well as the names of the persons raising questions and providing answers, opinions, and key recommendations, to enable shareholders to review and verify the information.

#### **Other corporate governance performance and outcomes**

- In 2025, the Company received a Four-Star rating, equivalent to a "Very Good" assessment, in the Corporate Governance Report of Thai Listed Companies survey conducted by the Thai Institute of Directors Association ("IOD"), and achieved a perfect score of 100 points in the Annual General Meeting Quality Assessment (AGM Checklist) conducted by the Thai Investors Association, for the third consecutive year (2023-2025).
- The Company has **not** been subject to any comparative penalties, accusations, or civil proceedings initiated by regulatory authorities, including the Securities and Exchange Commission ("SEC"), the Stock Exchange of Thailand ("SET"), or the National Anti-Corruption Commission ("NACC"), in relation to any of the following matters:
  - An order to restate financial statements, whether quarterly or annual;
  - Inequitable treatment of shareholders in relation to share repurchase transactions;
  - Obstruction of communication among shareholders;
  - Non-disclosure of shareholder agreements that have a material impact on the Company or other shareholders;
  - Unfair conduct or exploitation of investors through the misuse of inside information by directors or executive management;
  - Fraudulent or corrupt conduct on the part of directors or executive management;
  - Resignation of Independent Directors or non-executive directors arising from corporate governance concerns;
  - Collective resignation of the Audit Committee or the full body of Independent Directors; or
  - Serious ethical violations or misconduct by directors or executive management in contravention of applicable regulations.
- The Company has not provided any form of inducement, whether monetary, in-kind, or in any other form of benefit, to bondholders to influence their voting in any particular direction, nor has it conferred any such benefit exclusively upon bondholders who have cast their votes in accordance with any such inducement. (The Company has not convened any bondholder meetings.)
- All members of the Board of Directors and the Chief Executive Officer have not committed any act in violation of applicable laws that has resulted in criminal prosecution, civil enforcement measures, or administrative sanctions.

## Corporate Governance Structure

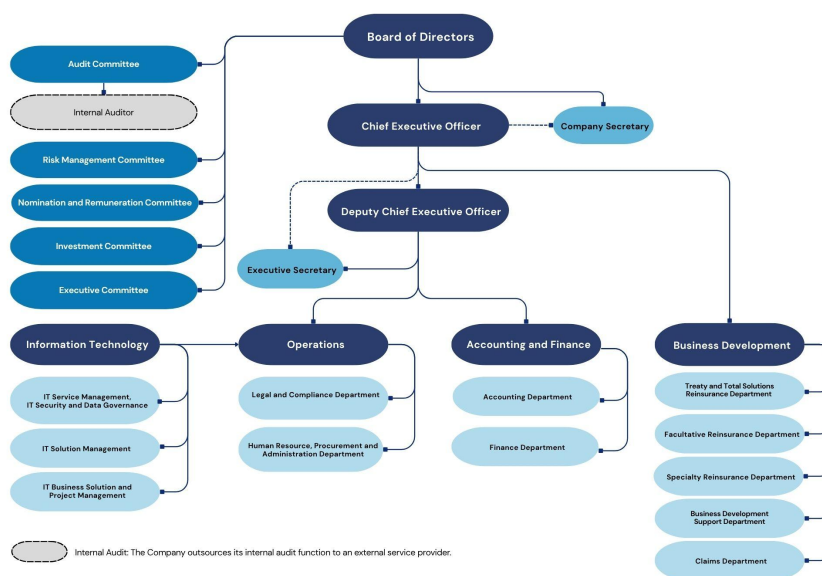
### Information on corporate governance structure

### Corporate governance structure

### Corporate governance structure diagram

Corporate governance structure as of date : 3 Oct 2025

### Corporate governance structure diagram



The Board of Directors Meeting No. 6/2025, held on October 3, 2025, has resolved to approve the organizational structure change in the Information Technology department, effective from October 3, 2025 onwards.

### Information on the board of directors

### Information on the board of directors

### Composition of the board of directors

	2023		2024		2025	
	Male (persons)	Female (persons)	Male (persons)	Female (persons)	Male (persons)	Female (persons)
Total directors	11		11		11	
	8	3	8	3	9	2
Executive directors	3		3		3	
	2	1	2	1	2	1
Non-executive directors	8		8		8	
	6	2	6	2	7	1
Independent directors	5		5		5	
	4	1	4	1	4	1
Non-executive directors who have no position in independent directors	3		3		3	
	2	1	2	1	3	0

	2023		2024		2025	
	Male (%)	Female (%)	Male (%)	Female (%)	Male (%)	Female (%)
Total directors	100.00		100.00		100.00	
	72.73	27.27	72.73	27.27	81.82	18.18
Executive directors	27.27		27.27		27.27	
	18.18	9.09	18.18	9.09	18.18	9.09
Non-executive directors	72.73		72.73		72.73	
	54.55	18.18	54.55	18.18	63.64	9.09
Independent directors	45.45		45.45		45.45	
	36.36	9.09	36.36	9.09	36.36	9.09
Non-executive directors who have no position in independent directors	27.27		27.27		27.27	
	18.18	9.09	18.18	9.09	27.27	0.00

Additional explanation : Displayed % (percentage) from proportion of total board of directors

	2023		2024		2025	
	Male (years)	Female (years)	Male (years)	Female (years)	Male (years)	Female (years)
Average age of board of directors	54		55		56	
	55	52	56	53	56	54

The information on each director and controlling person

List of the board of directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>1. Mr. KRISHNA BOONYACHAI  Gender: Male  Age : 61 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Economics  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>• Direct shareholding : 100,000 Shares (0.043478 %)</li> </ul>	<p>Chairman of the board of directors  (Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Existing director</p>	<p>25 Dec 2019</p>	<p>Economics, Sustainability, Accounting, Finance, Strategic Management</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>2. Ms. TRITHIP SIVAKRISKUL</p> <p>Gender: Female</p> <p>Age : 59 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesnt Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have</p> <p>DAP course : Yes</p> <p>DCP course : Yes</p>	<p>Director</p> <p>(Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	25 Dec 2019	Finance, Accounting, Sustainability, Law, Strategic Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>3. Mr. CHATCHAVIN PIPATCHOTITHAM Gender: Male Age : 52 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesnt Have Legal offenses in the past 5 years<sup>(*)</sup> : Doesnt Have DAP course : No DCP course : Yes</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>• Direct shareholding : 100,000 Shares (0.043478 %)</li> </ul>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Existing director</p>	25 Dec 2019	Accounting, Risk Management, Sustainability, Finance, Strategic Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>4. Mr. THANUTUM KIATPHAIBOOL Gender: Male Age : 55 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesnt Have Legal offenses in the past 5 years<sup>(*)</sup> : Doesnt Have DAP course : No DCP course : No</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>• Direct shareholding : 100,000 Shares (0.043478 %)</li> </ul>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Existing director</p>	25 Dec 2019	Finance, Business Administration, Sustainability, Strategic Management, Law

List of directors	Position	First appointment date of director	Skills and expertise
<p>5. Mr. ANUKOOL TUNTIMAS  Gender: Male  Age : 58 years  Highest level of education : Doctoral degree  Study field of the highest level of education : Law  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>Shareholding by persons related to the directors, executives according to Section 59 <sup>(**)</sup> : 1,953,000 Shares (0.849130 %)</li> </ul>	<p>Director  (Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Existing director</p>	22 Apr 2023	Law, Risk Management, Sustainability, Finance, Strategic Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>6. Mr. KRIST SUCHARE  Gender: Male  Age : 66 years  Highest level of education : Master's degree  Study field of the highest level of education : Business Administration  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>• Direct shareholding : 8,500,000 Shares (3.695652 %)</li> </ul>	<p>Director  (Non-executive directors)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	25 Dec 2019	Strategic Management, Business Administration, Insurance, Sustainability, Risk Management
<p>7. Mr. KRAISINGH UJJIN  Gender: Male  Age : 66 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Marketing  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : No</p>	<p>Director  (Non-executive directors)</p> <p>Authorized directors as per the companys certificate of registration : Yes</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	8 Aug 2025	Insurance, Sustainability, Business Administration, Strategic Management, IT Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>8. Mr. THIRAPHAT SRISATI  Gender: Male  Age : 44 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Computer Science  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : No</p>	<p>Director  (Non-executive directors)    Authorized directors as per the companys certificate of registration : Yes    Type of director : Newly appointed director to replace the ex-director</p>	<p>8 Aug 2025</p>	<p>IT Management, Insurance, Strategic Management, Sustainability, Business Administration</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>9. Mr. CHANAPHAN PIRIYAPHAN Gender: Male Age : 55 years Highest level of education : Master's degree Study field of the highest level of education : Communication Arts Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Have Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have DAP course : No DCP course : Yes</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>• Direct shareholding : 3,412,600 Shares (1.483739 %)</li> <li>• Shareholding by persons related to the directors, executives according to Section 59 <sup>(**)</sup> : 30,600,000 Shares (13.304348 %)</li> </ul>	<p>Director (Executive directors)</p> <p>Authorized directors as per the companys certificate of registration : Yes</p> <p>Type of director : Existing director</p>	3 Feb 2020	Insurance, Strategic Management, Business Administration, Sustainability, IT Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>10. Mrs. YUPARES PIRIYAPHAN  Gender: Female  Age : 49 years  Highest level of education : Master's degree  Study field of the highest level of education : Risk Management and Insurance  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>• Direct shareholding : 30,600,000 Shares (13.304348 %)</li> <li>• Shareholding by persons related to the directors, executives according to Section 59 <sup>(**)</sup> : 3,412,600 Shares (1.483739 %)</li> </ul>	<p>Director  (Executive directors)</p> <p>Authorized directors as per the companys certificate of registration :  Yes</p> <p>Type of director : Existing director</p>	<p>1 May 2012</p>	<p>Insurance, Business Administration, Strategic Management, Sustainability, Economics</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>11. Mr. PORNKASEM LAUDHITTIRUT  Gender: Male  Age : 48 years  Highest level of education : Master's degree  Study field of the highest level of education : Urban Planning, Land, and Housing Development  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>Direct shareholding : 20,400,000 Shares (8.869565 %)</li> </ul>	<p>Director  (Executive directors)</p> <p>Authorized directors as per the companys certificate of registration : Yes</p> <p>Type of director : Existing director</p>	17 Apr 2012	Insurance, Business Administration, Strategic Management, Sustainability, Economics

Additional explanation:

(\*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(\*\*) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.

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

List of directors	Position	Date of resignation / termination	Replacement director
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List of directors	Position	Date of resignation / termination	Replacement director
<p>1. Mr. UNCHALIN PUNNIPA  Gender: Male  Age : 63 years  Highest level of education : Doctoral degree  Study field of the highest level of education : Political Science  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p>	<p>Director  (Non-executive directors)   Authorized directors as per the companys certificate of registration : Yes</p>	25 Apr 2025	<p>Mr. THIRAPHAT SRISATI   Appointment date of replacement director : 8 Aug 2025</p>
<p>2. Mrs. NAPASSANUN PUNNIPA  Gender: Female  Age : 53 years  Highest level of education : Doctoral degree  Study field of the highest level of education : Political Science  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p>	<p>Director  (Non-executive directors)   Authorized directors as per the companys certificate of registration : Yes</p>	25 Apr 2025	<p>Mr. KRAISINGH UJJIN   Appointment date of replacement director : 8 Aug 2025</p>

Additional explanation:

(\*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(\*\*) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.

#### List of the board of directors by position

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the companys certificate of registration
1. Mr. KRISHNA BOONYACHAI	Chairman of the board of directors		✓	✓		
2. Ms. TRITHIP SIVAKRISKUL	Director		✓	✓		
3. Mr. CHATCHAVIN PIPATCHOTITHAM	Director		✓	✓		
4. Mr. THANUTUM KIATPHAIBOOL	Director		✓	✓		
5. Mr. ANUKOOL TUNTIMAS	Director		✓	✓		
6. Mr. KRIST SUCHARE	Director		✓		✓	
7. Mr. KRAISINGH UJJIN	Director		✓		✓	✓
8. Mr. THIRAPHAT SRISATI	Director		✓		✓	✓
9. Mr. CHANAPHAN PIRIYAPHAN	Director	✓				✓
10. Mrs. YUPARES PIRIYAPHAN	Director	✓				✓
11. Mr. PORNKASEM LAUDHITTIRUT	Director	✓				✓
<b>Total (persons)</b>		<b>3</b>	<b>8</b>	<b>5</b>	<b>3</b>	<b>5</b>

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the companys certificate of registration
Total (persons)		3	8	5	3	5

#### Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Economics	3	27.27
2. Insurance	6	54.55
3. Law	3	27.27
4. Accounting	3	27.27
5. Finance	5	45.45
6. Sustainability	11	100.00
7. IT Management	3	27.27
8. Strategic Management	11	100.00
9. Risk Management	3	27.27
10. Business Administration	7	63.64

#### Information about the other directors <sup>(\*)(\*\*)</sup>

	2023	2024	2025
The chairman of the board and the highest-ranking executive are from the same person	-	No	No
The chairman of the board is an independent director	-	Yes	Yes

	2023	2024	2025
The chairman of the board and the highest-ranking executive are from the same family	No	No	No
Chairman is a member of the executive board or taskforce	-	No	No
The company appoints at least one independent director to determine the agenda of the board of directors meeting	Yes	Yes	Yes

Additional explanation :

(\*) Composition of the Board of Directors is calculated from the Board of Directors data in the year 2022 onwards

(\*\*) If a remark is specified, the remark from the most recent year will be displayed

### The measures for balancing the power between the board of directors and the Management

The measures for balancing the power between the board of directors and the Management : Have

Methods of balancing power between the board of directors and Management : Appointing an independent director to jointly consider the agenda of the board of directors meeting

The Chairman of the Board of Directors is an independent director, and the positions of Chairman of the Board and Chief Executive Officer are held by separate individuals. This structure ensures an appropriate balance of power between the Board of Directors and management, with clearly defined and segregated roles and responsibilities to avoid any overlap or undue influence. Such practice is in compliance with the requirements set forth in the Board of Directors Charter. In addition, the Chairman of the Board participates in determining the agenda for each Board meeting.

Reference link for the measures for balancing the power between the board of directors and the management : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-board-of-directors-charter-en.pdf>

### Information on the roles and duties of the board of directors

Board charter : Have

The Board of Directors Charter has been established to define matters relating to the Board of Directors in accordance with applicable laws, regulations, and principles of good corporate governance. The Charter sets out provisions regarding the composition and appointment of the Board of Directors, qualifications of directors, terms of office, roles, duties and responsibilities, Board meeting procedures, Board reporting, performance evaluation of the Board of Directors, as well as the review and revision of the Charter.

Reference link for the board charter : <https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-board-of-directors-charter-en.pdf>

## Information on subcommittees

### Information on subcommittees

### Information on roles of subcommittees

## Roles of subcommittees

### Audit Committee

#### Role

- Audit of financial statements and internal controls

#### Scope of authorities, role, and duties

The Audit Committee has the authority to conduct audits and investigations as necessary on matters that may have a material impact on the reputation, financial position, and performance of the Group, including the interests of shareholders. The Audit Committee's duties and responsibilities are as follows:

1. To review that the Company's financial reports are accurate and adequately disclosed by coordinating with the auditor and management responsible for preparing both quarterly and annual financial reports. The Audit Committee may recommend that the auditor review or examine any transactions deemed necessary and material during the Company's audit.
2. To review that the Company and its subsidiaries have appropriate and effective internal control and internal audit systems by reviewing them together with the auditor and internal auditor, and to consider the independence of the internal audit function. This includes approving the appointment, transfer, termination, and remuneration of the head of the internal audit function or any other unit responsible for internal audit, approving the internal audit plan, and assigning tasks to internal audit officers to support the work of the Audit Committee.
3. To review the Company's compliance with the securities and exchange laws, the regulations of the Stock Exchange of Thailand, the non-life insurance laws, the regulations of the Office of Insurance Commission (OIC), laws related to the Company's business, and relevant standards.
4. To consider, select, and propose the appointment of the auditor of the Company and its subsidiaries and/or associated companies, and propose the auditors remuneration, taking into account credibility, adequacy of resources, audit workload of the audit firm, and the experience of personnel assigned to audit the Company. In addition, the Audit Committee must meet with the auditor without management present at least once a year.
5. To consider and provide opinions on connected transactions or transactions that may involve conflicts of interest of the Company and/or its subsidiaries in accordance with applicable laws, rules, and the requirements of the Stock Exchange of Thailand, in order to ensure that such transactions are reasonable and in the best interests of the Company.
6. To prepare the Audit Committee report for disclosure in the Company's annual report. Such report shall be

signed by the Chairman of the Audit Committee and should include at least the following information:

- (a) Opinions regarding the accuracy, completeness, and reliability of the financial reports of the Company and its subsidiaries
- (b) Opinions regarding the adequacy of the internal control systems of the Company and its subsidiaries
- (c) Opinions regarding compliance with the securities and exchange laws, the regulations of the Stock Exchange of Thailand, or laws related to the Groups business
- (d) Opinions regarding the suitability of the auditor
- (e) Opinions regarding transactions that may involve conflicts of interest of the Company and its subsidiaries
- (f) The number of Audit Committee meetings and the attendance of each Audit Committee member
- (g) Overall opinions or observations obtained by the Audit Committee from performing its duties in accordance with the Charter
- (h) Any other reports deemed appropriate for shareholders and general investors to be informed of, within the scope of duties and responsibilities assigned by the Board of Directors.

7. To review and provide opinions on policies related to the authority, duties, and responsibilities of the Audit Committee, such as accounting policies, corporate governance and social responsibility policies, and anti-corruption policies.

8. To review the Companys corporate governance and social responsibility processes, including anticorruption practices.

9. To perform any other duties as assigned by the Board of Directors.

#### **Reference link for the charter**

<https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-audit-committee-charter-en.pdf>

#### **Executive Committee**

##### **Role**

- Others
- Management of the Company's business operations.

##### **Scope of authorities, role, and duties**

1. Provide recommendations on the Companys direction, strategies, management structure, annual operating plan, and budget.
2. Ensure that the Companys business operations are conducted in accordance with the established plans, objectives, and targets.
3. Monitor the Companys and the Groups performance and operations, and report the results to the Board of Directors on a monthly basis.
4. Identify and evaluate new business opportunities for the Company.
5. Review and provide recommendations to the Board of Directors regarding the Companys dividend policy.
6. Review and approve transactions relating to investments or asset disposals, human resource management,

finance and treasury, general administration, and other business-related matters within the scope of authority delegated by the Board of Directors.

7. Review and oversee the Companys risk management and risk control systems.

8. The Executive Committee may delegate authority to executives or employees to perform specific tasks as appropriate. However, such delegation must not constitute a sub-delegation that allows the Executive Committee or its delegate to approve transactions in which they or any person with a potential conflict of interest may have an interest, derive benefits, or otherwise have a conflict with the Company (as defined in the notifications of the Capital Market Supervisory Board or the Securities and Exchange Commission). The approval of such transactions must comply with the policies, principles, and applicable laws established by the Board of Directors.

9. Engage advisors or independent experts to provide opinions or recommendations when necessary.

10. Request executives or employees to attend Executive Committee meetings or provide relevant information on matters under discussion.

11. Regularly report to the Board of Directors on activities undertaken under the Executive Committees authority, including any other matters that are necessary and appropriate for the Boards acknowledgement.

12. Conduct an annual self-assessment of the Executive Committees performance.

13. Perform any other duties as assigned by the Board of Directors

#### **Reference link for the charter**

<https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-executive-committee-charter-en.pdf>

### **Nomination and Remuneration Committee**

#### **Role**

- Director and executive nomination
- Remuneration

#### **Scope of authorities, role, and duties**

1. Consider nominating and selecting qualified individuals to serve as directors in place of those retiring by rotation or to fill vacant director positions in other circumstances not resulting from the completion of a term. Transparent criteria or methods for nomination and selection shall be established, taking into account experience, profession, diversity of skills (Board Skills Matrix), and specific qualifications necessary for the Companys business operations to ensure balance across various fields and maximize benefits. The Committee may also consider the director pool or database of reputable organizations. The proposed nominees shall be submitted to the Board of Directors and/or the shareholders meeting for consideration and approval.

2. Consider proposing directors with appropriate qualifications to serve on subcommittees and submit such proposals to the Board of Directors for consideration and approval.

3. Consider guidelines and determine remuneration for directors and subcommittee members by establishing fair and reasonable criteria or methods for remuneration. Such proposals shall be submitted to the Board of Directors

and the shareholders meeting for consideration and approval.

4. Consider guidelines and principles for the annual performance evaluation of the Board of Directors by establishing Board Key Performance Indicators (Board KPIs), and preparing performance evaluation forms for the Board of Directors and for the Nomination and Remuneration Committee.

5. Consider nominating and selecting qualified individuals to serve as Chief Executive Officer by establishing transparent criteria or methods for nomination and selection. Consideration shall be based on experience, knowledge, capabilities, necessary skills, specific qualifications required for the Companys business operations to achieve its objectives and goals, leadership qualities, and executive leadership experience. The proposed candidate shall be submitted to the Board of Directors for consideration and approval.

6. Consider guidelines and determine the remuneration of the Chief Executive Officer by establishing topics and criteria for the annual performance evaluation of the Chief Executive Officer, including conducting the performance evaluation to determine appropriate remuneration, before submitting to the Board of Directors for consideration and approval.

7. Perform any other duties as assigned by the Board of Directors.

#### **Reference link for the charter**

<https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-nomination-and-remuneration-committee-charter-en.pdf>

### **Risk Management Committee**

#### **Role**

- Risk management

#### **Scope of authorities, role, and duties**

1. Establish the Companys risk management policy and framework for risk assessment and management.

2. Define enterprise-wide risk management guidelines and strategies to ensure that risks remain within acceptable levels at an appropriate cost.

3. Consider and review risk management approaches and tools to ensure their effectiveness and suitability in relation to the nature and magnitude of risks arising from the Companys transactions.

4. Review and approve the risk management plan covering key risk categories, including Strategic Risk, Operational Risk, Financial Risk, Reputation Risk, Compliance Risk, Information Technology (IT) Risk, and other risks such as fraud and corruption.

5. Provide opinions on the monitoring and evaluation of enterprise risk management and ensure that the Company adequately and appropriately manages significant risks, including risks related to fraud and corruption.

6. Promote communication and personnel development to enhance knowledge and understanding of risks and risk management processes.

7. The Risk Management Committee may seek advice from external experts, at the Companys expense, to support

the effective performance of its duties under this Charter.

8. The Risk Management Committee shall have the authority to invite executives or relevant persons to attend meetings to provide clarification or additional information regarding risks and the performance of duties as deemed appropriate by the Committee.

9. The Risk Management Committee shall have the authority to invite executives or relevant persons to attend meetings to provide clarification or additional information regarding risks and the performance of duties as deemed appropriate by the Committee.

#### **Reference link for the charter**

<https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-risk-management-committee-charter-en.pdf>

### **Investment Committee**

#### **Role**

- Others
- Corporate Investment Management Supervision and Control

#### **Scope of authorities, role, and duties**

1. Consider and formulate the Company's annual investment policy, criteria, and investment plan for submission to the Board of Directors for approval.
2. Approve policies and operational guidelines to supervise and control investments within the Company's investment portfolio, ensuring compliance with applicable rules, regulations, requirements, and the Company's established policies.
3. Review and approve investment transactions undertaken on behalf of the Company.
4. Monitor, supervise, and oversee investment management to ensure alignment with the approved investment policy framework and the Company's strategic objectives.
5. Review and approve actions to ensure compliance with rules and performance standards used to measure investment outcomes. The Company may adopt tools or systems capable of tracking investment activities and evaluating the performance of its investment portfolio.
6. Perform any other duties related to investment activities, investment policies, or other matters as assigned by the Board of Directors from time to time.
7. Report the Company's investment performance to the Board of Directors.

#### **Reference link for the charter**

<https://investor.tqr.co.th/storage/download/corporate-governance/charters/2026/tqr-investment-committee-charter-en.pdf>

### **Information on each subcommittee**

## List of audit committee

List of directors	Position	Appointment date of audit committee member	Skills and expertise
<p>1. Ms. TRITHIP SIVAKRISKUL (*)</p> <p>Gender: Female Age : 59 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes</p>	<p>Chairman of the audit committee (Non-executive directors, Independent director)</p> <p>Director type : Existing director</p>	25 Dec 2019	Finance, Accounting, Sustainability, Law, Strategic Management
<p>2. Mr. CHATCHAVIN PIPATCHOTITHAM (*)</p> <p>Gender: Male Age : 52 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes</p>	<p>Member of the audit committee (Non-executive directors, Independent director)</p> <p>Director type : Continuing director (Full term of directorship and being re-appointed as a director)</p>	25 Dec 2019	Accounting, Risk Management, Sustainability, Finance, Strategic Management

List of directors	Position	Appointment date of audit committee member	Skills and expertise
3. Mr. ANUKOOL TUNTIMAS <sup>(*)</sup> Gender: Male Age : 58 years Highest level of education : Doctoral degree Study field of the highest level of education : Law Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Member of the audit committee (Non-executive directors, Independent director)  Director type : Newly appointed director to replace the ex-director	8 Aug 2025	Law, Risk Management, Sustainability, Finance, Strategic Management

Additional explanation :

(\*) Directors with expertise in accounting information review

#### List of audit committee members who resigned / vacated their position during the year

List of directors	Position	Date of resignation / termination	Replacement committee member
1. Mr. KRISHNA BOONYACHAI <sup>(*)</sup> Gender: Male Age : 61 years Highest level of education : Bachelor's degree Study field of the highest level of education : Economics Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Member of the audit committee (Non-executive directors, Independent director)	8 Aug 2025	Mr. ANUKOOL TUNTIMAS  Appointment date of replacement committee member : 8 Aug 2025

Additional explanation :

(\*) Directors with expertise in accounting information review

#### List of executive committee members

List of committee members	Position	Appointment date of executive committee member
<p>1. Mr. CHANAPHAN PIRIYAPHAN  Gender: Male  Age : 55 years  Highest level of education : Master's degree  Study field of the highest level of education : Communication Arts  Thai nationality : Yes  Residence in Thailand : Yes</p>	The chairman of the executive committee	3 Feb 2020
<p>2. Mrs. YUPARES PIRIYAPHAN  Gender: Female  Age : 49 years  Highest level of education : Master's degree  Study field of the highest level of education : Risk Management and Insurance  Thai nationality : Yes  Residence in Thailand : Yes</p>	Member of the executive committee	1 May 2012
<p>3. Mr. PORNKASEM LAUDHITTIRUT  Gender: Male  Age : 48 years  Highest level of education : Master's degree  Study field of the highest level of education : Urban Planning, Land, and Housing Development  Thai nationality : Yes  Residence in Thailand : Yes</p>	Member of the executive committee	17 Apr 2012

List of executive committee members who resigned / vacated their position during the year

#### Other Subcommittees

Subcommittee name	Name list	Position
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Subcommittee name	Name list	Position
Nomination and Remuneration Committee	Mr. THANUTUM KIATPHAIBOOL	The chairman of the subcommittee (Independent director)
	Ms. TRITHIP SIVAKRISKUL	Member of the subcommittee (Independent director)
	Mr. KRIST SUCHARE	Member of the subcommittee
Risk Management Committee	Mr. ANUKOOL TUNTIMAS	The chairman of the subcommittee (Independent director)
	Mr. CHATCHAVIN PIPATCHOTITHAM	Member of the subcommittee (Independent director)
	Mrs. YUPARES PIRIYAPHAN	Member of the subcommittee
Investment Committee	Mr. CHANAPHAN PIRIYAPHAN	The chairman of the subcommittee
	Mr. CHATCHAVIN PIPATCHOTITHAM	Member of the subcommittee (Independent director)
	Mr. KRIST SUCHARE	Member of the subcommittee
	Mrs. YUPARES PIRIYAPHAN	Member of the subcommittee

List of subcommittees who resigned / vacated their position during the year

Information on the executives

Information on the executives

List and positions of the executive

List of the highest-ranking executive and the next four executives

List of executives	Position	First appointment date	Skills and expertise
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List of executives	Position	First appointment date	Skills and expertise
<p>1. Mr. CHANAPHAN PIRIYAPHAN Gender: Male Age : 55 years Highest level of education : Master's degree Study field of the highest level of education : Communication Arts Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	<p>Chief Executive Officer (The highest-ranking executive)</p>	<p>1 Sep 2015</p>	<p>Insurance, Strategic Management, Business Administration, Sustainability, IT Management</p>
<p>2. Mrs. YUPARES PIRIYAPHAN Gender: Female Age : 49 years Highest level of education : Master's degree Study field of the highest level of education : Risk Management and Insurance Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	<p>Deputy Chief Executive Officer</p>	<p>3 Feb 2020</p>	<p>Insurance, Business Administration, Strategic Management, Sustainability, Economics</p>

List of executives	Position	First appointment date	Skills and expertise
<p>3. Ms. Theeraya Phongpool  Gender: Female  Age : 51 years  Highest level of education : Master's degree  Study field of the highest level of education : Finance  Thai nationality : Yes  Residing in Thailand : Yes  Highest responsibility in corporate accounting and finance : No  Accounting supervisor : No</p>	Chief Client Officer	15 May 2020	Marketing, Finance, Business Administration, Insurance, Strategic Management
<p>4. Mrs. Tipaporn Leenanurak  Gender: Female  Age : 49 years  Highest level of education : Master's degree  Study field of the highest level of education : Mental Health  Thai nationality : Yes  Residing in Thailand : Yes  Highest responsibility in corporate accounting and finance : No  Accounting supervisor : No</p>	Chief Operating Officer	1 Sep 2025	Human Resource Management, Corporate Management, Insurance

List of executives	Position	First appointment date	Skills and expertise
<p>5. Mrs. Orarat Suwongs</p> <p>Gender: Female</p> <p>Age : 46 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Entrepreneurship Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Chief Information Officer	1 Feb 2025	IT Management, Data Management, Business Administration
<p>6. Mr. PORNKASEM LAUDHITTIRUT</p> <p>Gender: Male</p> <p>Age : 48 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Urban Planning, Land, and Housing Development</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Executive Vice President - Treaty and Total Solutions Reinsurance Department	1 Feb 2024	Insurance, Business Administration, Strategic Management, Sustainability, Economics

List of executives	Position	First appointment date	Skills and expertise
7. Ms. Parichat Chotipumiwet <sup>(*)</sup> Gender: Female Age : 43 years Highest level of education : Master's degree Study field of the highest level of education : Management and Strategies Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : Yes Accounting supervisor : No	Chief Financial Officer	20 Jun 2022	Insurance, Accounting, Finance, Strategic Management

*Additional Explanation :*

*(\*) Highest responsibility in corporate accounting and finance*

*(\*\*) Accounting supervisor*

*(\*\*\*) Appointed after the fiscal year end of the reporting year*

#### **Organization structure diagram of the highest-ranking executive and the next four executives**

Organization structure of the highest-ranking executive and the next four executives as of date : 31 Dec 2025

#### **Organization structure diagram of the highest-ranking executive and the next four executives from the top executive**

#### **Remuneration policy for executive directors and executives**

The Board of Directors has delegated the Nomination and Remuneration Committee to determine, review, and oversee the remuneration structure for the Board of Directors and the Chief Executive Officer (CEO). The Committee undertakes this responsibility with due diligence, clarity, and transparency, in accordance with the established remuneration policies and guidelines. It also monitors the performance evaluation process in line with the prescribed criteria, using the results as a basis for determining appropriate remuneration levels in both the short and long term, ensuring alignment with the Company's operating performance and sustainable growth objectives.

#### **Executive Directors**

The Nomination and Remuneration Committee is responsible for determining the remuneration of Executive Directors in alignment with the scope of their duties and responsibilities. The remuneration structure is benchmarked against comparable companies within the same industry and with similar business characteristics. Consideration is also given to the Company's business expansion and profitability growth to ensure that the remuneration is competitive and sufficient to attract and retain qualified directors. The proposed remuneration is then submitted to the Board of Directors for consideration and subsequently presented to the Annual General Meeting of Shareholders for approval on an annual basis.

## Chief Executive Officer

The Nomination and Remuneration Committee is responsible for determining the remuneration of the Chief Executive Officer (CEO) on an annual basis. The remuneration is aligned with the CEOs roles, duties, and responsibilities, as well as the Companys operating performance, business expansion, and profitability growth. The remuneration level is designed to be sufficiently competitive to attract and retain a qualified Chief Executive Officer on a continuing basis.

The performance evaluation framework for the CEO consists of two primary components: Competency and Performance against the annual business plan. The evaluation criteria encompass both financial performance and sustainability (ESG) dimensions, covering short-term and long-term objectives. For the performance evaluation process, the Board of Directors conducts an independent assessment in accordance with the established criteria. The Corporate Secretary function is assigned to collect and summarize the evaluation results and submit them to the Nomination and Remuneration Committee for consideration. The Committee then reviews and provides its opinion on the appropriateness and reasonableness of the remuneration before proposing the CEOs remuneration to the Board of Directors for approval.

The CEOs remuneration package consists of monetary compensation, including salary and bonus, as well as other benefits and welfare in accordance with the Companys policies, such as social security contributions, provident fund contributions, and other related employee benefits.

Reference link for remuneration policy for executive directors and executives : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-director-and-chief-executive-officer-remuneration-policy-en.pdf>

Does the board of directors or the remuneration committee have an opinion on the remuneration policy for executive directors and executives : Have

The Nomination and Remuneration Committee has submitted its recommendations, together with its opinion on the appropriateness and reasonableness of the remuneration policy, to the Board of Directors. The Board of Directors is of the view that the Companys remuneration policy and guidelines for directors and executives are appropriate, transparent, and capable of effectively supporting the Companys management and sustainable business growth.

## Remuneration of executive directors and executives

### Monetary remuneration of executive directors and executives

	2023	2024	2025
<b>Total remuneration of executive directors and executives (baht)</b>	40,290,000.00	40,680,000.00	50,352,897.00

- The remuneration of the Executive Directors and the Chief Executive Officer has been approved by the Board of Directors, which has determined that such remuneration is reasonable and commensurate with their roles, responsibilities, and the Companys performance.
- The performance evaluation of the Chief Executive Officer was rated at a satisfactory level, with a Competency score of 96.07% and a Performance score of 100%.

- Executive Directors receive monetary remuneration solely for the performance of their duties in their capacity as management of the Company. The remuneration of the Chief Executive Officer and executives comprises salary, bonus, social security contributions, provident fund contributions, and employee benefits.

#### Other remunerations of executive directors and executives

	2023	2024	2025
Company's contribution to provident fund for executive directors and executives (Baht)	375,638.00	404,923.00	498,364.00
Employee Stock Ownership Plan (ESOP)	No	No	No
Employee Joint Investment Program (EJIP)	No	No	No

Other remuneration includes travel expenses, accommodation expenses, telephone expenses, directors and officers liability insurance (D&O Insurance), and expenses related to attending seminars and training programs organized by the Thai Institute of Directors (IOD) and other relevant institutions.

#### Outstanding remuneration or benefits of executive directors and executives

Outstanding remuneration or benefits of executive directors and executives in the past year : 0.00

Estimated remuneration of executive directors and executives in the current year : 0.00

#### Other significant information

#### Other significant information

#### Assigned person

#### List of persons assigned for accounting oversight<sup>(1)</sup>

General information	Email	Telephone number
1. Mr. Chittapol Visetchotikul	chittapol.vis@tqr.co.th	021508560

Remark: <sup>(1)</sup> Serves as the Chief Accountant responsible for preparing the Company's financial statements in accordance with the Financial Reporting Standards for Publicly Accountable Entities. The position is directly responsible for overseeing and supervising the Company's accounting functions. Details of the individual's profile are presented in Form 56-1 One Report 2026, Attachment 1: Details of Directors, Executives, Chief Financial Officer and Company Secretary.

#### List of the company secretary<sup>(2)</sup>

General information	Email	Telephone number
1. Mr. Chanaphan Piriayaphan	comsec@tqr.co.th	021508560

Remark: <sup>(2)</sup> The Company has appointed Ms. Wasukan Boonmee, Assistant Director of the Company Secretary Office, to serve as the Company Secretary. Details of her profile, roles, and responsibilities are presented in Form 56-1 One Report 2026, Attachment 1: Details of Directors, Executives, Chief Financial Officer and Company Secretary.

#### List of the head of internal audit or outsourced internal auditor<sup>(3)</sup>

General information	Email	Telephone number
1. P&L Corporation Company Limited - -	plia@plgroup.co.th	025266100

Remark: <sup>(3)</sup> Further details are presented in Form 56-1 One Report 2026, Attachment 3: Details of the Heads of the Internal Audit and Compliance Units.

#### List of the head of the compliance unit<sup>(4)</sup>

General information	Email	Telephone number
1. Mr. Sopon Porntangjitlikhit	Sopon.por@tqr.co.th	021508560

Remark: <sup>(4)</sup> Details of their profiles are presented in Form 56-1 One Report 2026, Attachment 1: Details of Directors, Executives, Chief Financial Officer and Company Secretary (Executives' Information) and their roles and responsibilities are described in Attachment 3: Details of the Heads of the Internal Audit and Compliance Units.

#### Head of investor relations

Does the Company have an appointed head of investor relations : Have

#### List of the head of investor relations<sup>(5)</sup>

General information	Email	Telephone number
1. Ms. Wasukan Boonmee	ir@tqr.co.th	021508560

Remark: <sup>(5)</sup> Responsible for serving as the Company's point of contact with investors, overseeing the Company's information disclosure, and compiling relevant information to support investor relations activities. Details of the individual's profile, roles, and responsibilities are presented in Form 56-1 One Report 2026, Attachment 1: Details of Directors, Executives, Chief Financial Officer and Company Secretary.

#### Company's auditor

#### Details of the company's auditor

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT COMPANY LIMITED No. 111 AIA Sathorn Tower, 23rd-27th Floor, Sathorn South Road. YAN NAWA SATHON Bangkok 10120 Telephone number +66 2034 0000	1,850,000.00	-	1. Mr. CHOOPONG SURACHUTIKARN Email: csurachutikarn@deloitte. com Telephone number: +66 2034 0000 License number: 4325  2. Ms. WIMOLPORN BOONYUSTHIAN Email: wboonyusthian@deloitte. com Telephone number: +66 2034 0000 License number: 4067  3. Ms. WARAPORN KRIENGSUNTORNKIJ Email: wkriengsuntornkij@deloitte. com Telephone number: +66 2034 0000 License number: 5033  4. Ms. PENSRI THAMVARODOM Email: pthamvarodom@deloitte. com Telephone number: +66 2034 0000 License number: 4923

**Details of the auditors of the subsidiaries**

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT COMPANY LIMITED No. 111 AIA Sathorn Tower, 23rd-27th Floor, Sathorn South Road. YAN NAWA SATHON Bangkok 10120 Telephone number +66 2034 0000	150,000.00	-	1. Mr. CHOOPONG SURACHUTIKARN Email: csurachutikarn@deloitte. com Telephone number: 0 2034 0000 License number: 4325  2. Ms. WIMOLPORN BOONYUSTHIAN Email: wboonyusthian@deloitte. com Telephone number: 0 2034 0000 License number: 4067  3. Ms. WARAPORN KRIENGSUNTORNKIJ Email: wkriengsuntornkij@deloitte. com Telephone number: 0 2034 0000 License number: 5033  4. Ms. PENSRI THAMVARODOM Email: pthamvarodom@deloitte. com Telephone number: 0 2034 0000 License number: 4923

#### Assigned personnel in case of a foreign company

Does the company have any individual assigned to : No  
 be representatives in Thailand

#### List of designated individuals as representatives in Thailand

## Performance Report on Corporate Governance

### Information about the summary of duty performance of the board of directors over the past year

#### Summary of duty performance of the board of directors over the past year

The Board of Directors has reviewed and approved key issues regarding the direction and policies of the Company's operations, including the business plan and annual budget. The Board of Directors oversees and monitors the management's execution to ensure that operations are carried out in accordance with the established policies, strategies, and business plans effectively.

#### Selection, development and evaluation of duty performance of the board of directors

##### Information about the selection of the board of directors

#### List of directors whose terms have ended and have been reappointed

List of directors	Position	First appointment date of director	Skills and expertise
Ms. TRITHIP SIVAKRISKUL	Director	25 Dec 2019	Finance, Accounting, Sustainability, Law, Strategic Management
Mr. KRIST SUCHARE	Director	25 Dec 2019	Strategic Management, Business Administration, Insurance, Sustainability, Risk Management

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

List of directors	Position	First appointment date of director	Skills and expertise
Mr. KRAISINGH UJJIN	Director	8 Aug 2025	Insurance, Sustainability, Business Administration, Strategic Management, IT Management

List of directors	Position	First appointment date of director	Skills and expertise
Mr. THIRAPHAT SRISATI	Director	8 Aug 2025	IT Management, Insurance, Strategic Management, Sustainability, Business Administration

### List of newly appointed director not being replaced the ex-director

### Selection of independent directors

#### Criteria for selecting independent directors

##### Qualifications

The Company has defined the meaning of independent director in compliance with the Notification of the Capital Market Supervisory Board No. Tor Jor. 39/2559, Re: Application for and Approval of Offering for Sale of Newly Issued Shares, which contains the following criteria:

1. Holding shares not exceeding 1 percent of the total number of shares with voting rights of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director.

2. Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years prior to the date of being appointed as independent director. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit, which is a major shareholder or controlling person of the Company.

3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child of other director, executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiary company.

4. Neither having nor used to have a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his/her 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, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of being appointed as independent director.

A business relationship as stated in the first paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, and any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the Company or twenty million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected

transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of one year prior to the date on which the business relationship with the person commences.

5. Neither being nor used to be an auditor of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of being appointed as independent director.

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 two million baht per year from the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, 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 two years prior to the date of being appointed as independent director.

7. Not being a director appointed as representative of directors of the Company, major shareholder or shareholder who is related to major shareholder.

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 partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 percent 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.

9. Not having any other characteristics, which cause the inability to express independent opinions with regard to the Company's business operations.

After having been appointed as an independent director, the independent director may be assigned by the Board to take part in the business decisions of the Company, its parent company, subsidiary company, associated company, same-level subsidiary company, major shareholder or controlling person, on condition that these decisions must be collective ones.

In case that the appointed independent director is the person who has or used to have a business relationship, or provision of professional services at a value exceeding the specified amount under item 4 or 6, the Company shall be granted an exemption from such prohibition of having or having had a business relationship or provision of professional services at such excessive value, provided that the Company has obtained an opinion of the Board of Directors indicating that after a consideration in accordance with Section 89/7 of the Securities and Exchange Act, the appointment of such person does not affect the performance of duties and the giving of independent opinions, and that the relevant information is disclosed in the notice of shareholders meeting under the agenda of the appointment of an independent director.

To ensure that the composition and operation of the Board of Directors are conducive to the exercise of independent judgment in decision-making, the Company has stipulated in the Board Charter that independent directors shall serve a consecutive term of no more than 9 years from the date of their first appointment as an independent director. In the event that an independent director is to be reappointed, the Board of Directors will reasonably consider the necessity of such reappointment.

### **Nomination Process**

In the nomination and appointment of independent directors, the Nomination and Remuneration Committee will carefully evaluate individuals who meet the qualifications and suitability requirements, with no disqualifications under applicable laws and regulations. The committee will select independent directors from qualified individuals with relevant experience and other appropriate qualifications. The selected candidates will then be presented to the Board

of Directors' meeting and/or the shareholders' meeting (as the case may be) for consideration and appointment as directors of the Company.

#### **Business or professional relationships of independent directors over the past year**

Business or professional relationships of independent directors over the past year : No

#### **Selection of directors and the highest-ranking executive**

##### **Method for selecting directors and the highest-ranking executive**

Method for selecting persons to be appointed as directors through the nomination committee : Yes

Method for selecting persons to be appointed as the highest-ranking executive through the nomination committee : Yes

#### **Number of directors from major shareholders**

#### **Rights of minority shareholders on director appointment**

The Board of Directors provides an opportunity for minority shareholders to propose candidates who are suitably qualified to be elected as directors of the Company, in accordance with the criteria, regulations, and procedures set by the Company.

Method of director appointment : Method whereby each director requires approval votes more than half of the votes of attending shareholders and casting votes

#### **Setting qualifications for the selection of directors**

#### **Details of qualifications for the selection of directors**

### **Information on the development of directors**

## Development of directors over the past year

### Details of the development of directors over the past year

List of directors	Participation in training in the past financial year	History of training participation
<p>1. Mr. KRISHNA BOONYACHAI (Chairman of the board of directors, Independent director)</p>	<p>Non-participating</p>	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> <li>• 2021: Director Leadership Certification Program (DLCP)</li> <li>• 2021: Ethical Leadership Program (ELP)</li> <li>• 2021: Risk Management Program for Corporate Leaders (RCL)</li> <li>• 2021: Successful Formulation &amp; Execution of Strategy (SFE)</li> <li>• 2020: Advanced Audit Committee Program (AACP)</li> <li>• 2020: Director Certification Program (DCP)</li> <li>• 2020: Role of the Chairman Program (RCP)</li> </ul>
<p>2. Ms. TRITHIP SIVAKRISKUL (Director, Independent director)</p>	<p>Non-participating</p>	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> <li>• 2024: Ethical Leadership Program (ELP)</li> <li>• 2021: Advanced Audit Committee Program (AACP)</li> <li>• 2021: Risk Management Program for Corporate Leaders (RCL)</li> <li>• 2012: Director Certification Program (DCP)</li> <li>• 2009: Successful Formulation &amp; Execution of Strategy (SFE)</li> <li>• 2005: Director Accreditation Program (DAP)</li> </ul>
<p>3. Mr. CHATCHAVIN PIPATCHOTITHAM (Director, Independent director)</p>	<p>Non-participating</p>	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> <li>• 2020: Director Certification Program (DCP)</li> </ul> <p>Other</p> <ul style="list-style-type: none"> <li>• 2024: Thailand Insurance Leadership Program Class 12</li> </ul>

List of directors	Participation in training in the past financial year	History of training participation
4. Mr. THANUTUM KIATPHAIBOOL (Director, Independent director)	Non-participating	-
5. Mr. ANUKOOL TUNTIMAS (Director, Independent director)	Non-participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> <li>• 2022: Director Leadership Certification Program (DLCP)</li> <li>• 2022: Strategic Board Master Class (SBM)</li> <li>• 2009: Advanced Audit Committee Program (AACP)</li> <li>• 2004: Director Certification Program (DCP)</li> </ul> <p>Other</p> <ul style="list-style-type: none"> <li>• 2016: Boards that Make a Difference (BMD)</li> <li>• 2014: Director Certification Program Update (DCPU)</li> <li>• 2009: Role of the Compensation Committee</li> <li>• 2007: Corporate Governance and Social Responsibility (CSR)</li> <li>• 2007: Finance for Non-Finance Directors (FND)</li> </ul>
6. Mr. KRIST SUCHARE (Director)	Non-participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> <li>• 2011: Director Certification Program (DCP)</li> </ul>
7. Mr. KRAISINGH UJJIN (Director)	Non-participating	-
8. Mr. THIRAPHAT SRISATI (Director)	Participating	<p>Other</p> <ul style="list-style-type: none"> <li>• 2025: Leadership ACT</li> </ul>

List of directors	Participation in training in the past financial year	History of training participation
9. Mr. CHANAPHAN PIRIYAPHAN (Director)	Participating	Thai Institute of Directors (IOD)  • 2020: Director Certification Program (DCP)  Other  • 2025: Digital Economy Promotion Leadership Program (Digital CEO), Class 8, Digital Economy Promotion Agency (depa)
10. Mrs. YUPARES PIRIYAPHAN (Director)	Participating	Thai Institute of Directors (IOD)  • 2020: Director Certification Program (DCP)  Other  • 2025: Certificate, Executive Program in Energy Literacy for a Sustainable Future (Class 21), Thailand Energy Academy (TEA)  • 2025: Super Advanced Insurance Leadership Program, Class 3, Office of the Insurance Commission (OIC)
11. Mr. PORNKASEM LAUDHITTIRUT (Director)	Non-participating	Thai Institute of Directors (IOD)  • 2020: Director Certification Program (DCP)

## Information on the evaluation of duty performance of directors

### Criteria for evaluating the duty performance of the board of directors

The evaluation criteria for the performance of the Board of Directors will assess the overall performance of the Board (as a whole), the performance of sub-committees (by committee), and the individual performance of directors (self-assessment). The evaluation form uses a scoring system ranging from 0 to 4 (where 0 means strongly disagree or no action taken on the issue, and 4 means strongly agree or excellent action taken on the issue). The scores will then be processed into a percentage rate according to the following guidelines:

<60% = Needs Improvement

≥60% - 70% = Satisfactory

>70% - 80% = Good

>80% - 90% = Very Good

>90% = Excellent

The evaluation is structured according to the guidelines of the Stock Exchange of Thailand. For the self-assessment of the Board of Directors, the evaluation includes the following 6 main topics:

1. Structure and qualifications of the Board of Directors
2. Roles, duties, and responsibilities of the Board of Directors
3. Board meetings
4. Performance of the directors
5. Relationship with management
6. Directors' self-development

For the self-assessment of sub-committees, the evaluation includes the following 3 main topics:

1. Structure and qualifications of the sub-committee
2. Sub-committee meetings
3. Roles, duties, and responsibilities of the sub-committee

As for evaluation process, after reviewing the evaluation forms to ensure they are complete and accurate, the company secretary will send the evaluation forms to the directors for completion between December and January each year. After the evaluations are collected, the results will be summarized and reported to the board of directors for review.

#### Evaluation of the duty performance of the board of directors over the past year

In 2025, the Company conducted an annual evaluation of the directors' performance according to the established criteria, allowing the directors to review the overall performance of the board and assess the challenges and obstacles faced during the past year. This process is aimed at improving the effectiveness of the board's work in line with good corporate governance practices. The evaluation results for the performance of the board in 2025 were rated as "Excellent".

#### Details of the evaluation of the duty performance of the board of directors

List of directors	Assessment form	Grade / Average score received	Grade / Full score
Board of Directors	Group assessment	Excellent	Excellent
	Self-assessment	Excellent	Excellent
	Cross-assessment (assessment of another director)	None	None
Audit Committee	Group assessment	Excellent	Excellent

List of directors	Assessment form	Grade / Average score received	Grade / Full score
	Self-assessment	Excellent	Excellent
	Cross-assessment (assessment of another director)	None	None
Nomination and Remuneration Committee	Group assessment	Excellent	Excellent
	Self-assessment	Excellent	Excellent
	Cross-assessment (assessment of another director)	None	None
Risk Management Committee	Group assessment	Excellent	Excellent
	Self-assessment	Excellent	Excellent
	Cross-assessment (assessment of another director)	None	None
Investment Committee	Group assessment	Excellent	Excellent
	Self-assessment	Excellent	Excellent
	Cross-assessment (assessment of another director)	None	None
Executive Committee	Group assessment	Excellent	Excellent
	Self-assessment	Excellent	Excellent
	Cross-assessment (assessment of another director)	None	None

#### Performance evaluation criteria for the executives

Performance evaluation criteria for the executives : Yes

The Nomination and Remuneration Committee is responsible for considering the approach and determining the compensation for the Chief Executive Officer (CEO). This includes setting the criteria and guidelines for evaluating the CEO's annual performance, as well as assessing the performance to determine appropriate compensation before presenting it to the Board of Directors for approval.

Reference link for the performance evaluation : <https://investor.tqr.co.th/storage/download/corporate->

## Information on meeting attendance and remuneration payment to each board member

### Meeting attendance and remuneration payment to each board member

#### Meeting attendance of the board of directors

#### Meeting attendance of the board of directors

Number of the board of directors meeting over the : 7  
past year (times)

Date of AGM meeting : 24 Apr 2025

EGM meeting : No

#### Details of the board of directors' meeting attendance

Names of Board members	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
1. Mr. KRISHNA BOONYACHAI (Chairman of the board of directors, Independent director)	7	/	7	1	/	1		/	
2. Ms. TRITHIP SIVAKRISKUL (Director, Independent director)	7	/	7	1	/	1		/	
3. Mr. CHATCHAVIN PIPATCHOTITHAM (Director, Independent director)	7	/	7	1	/	1		/	

Names of Board members	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
4. Mr. THANUTUM KIATPHAIBOOL (Director, Independent director)	7	/	7	1	/	1		/	
5. Mr. ANUKOOL TUNTIMAS (Director, Independent director)	7	/	7	1	/	1		/	
6. Mr. KRIST SUCHARE (Director)	6	/	7	0	/	1		/	
7. Mr. KRAISINGH UJJIN (Director)	2	/	2	0	/	0		/	
8. Mr. THIRAPHAT SRISATI (Director)	2	/	2	0	/	0		/	
9. Mr. CHANAPHAN PIRIYAPHAN (Director)	7	/	7	1	/	1		/	
10. Mrs. YUPARES PIRIYAPHAN (Director)	7	/	7	1	/	1		/	
11. Mr. PORNKASEM LAUDHITTIRUT (Director)	7	/	7	1	/	1		/	
12. Mr. UNCHALIN PUNNIPA (Director)	2	/	2	1	/	1		/	

Names of Board members	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
13. Mrs. NAPASSANUN PUNNIPA (Director)	2	/	2	1	/	1		/	

#### Summary of the board of directors meeting attendance rate

Names of directors	Board of directors meeting attendance rate	AGM meeting attendance rate	EGM meeting attendance rate
1. Mr. KRISHNA BOONYACHAI (Chairman of the board of directors)	7/7 (100.00%)	1/1 (100.00%)	N/A
2. Ms. TRITHIP SIVAKRISKUL (Director)	7/7 (100.00%)	1/1 (100.00%)	N/A
3. Mr. CHATCHAVIN PIPATCHOTITHAM (Director)	7/7 (100.00%)	1/1 (100.00%)	N/A
4. Mr. THANUTUM KIATPHAIBOOL (Director)	7/7 (100.00%)	1/1 (100.00%)	N/A
5. Mr. ANUKOOL TUNTIMAS (Director)	7/7 (100.00%)	1/1 (100.00%)	N/A
6. Mr. KRIST SUCHARE (Director)	6/7 (85.71%)	0/1 (0.00%)	N/A
7. Mr. KRAISINGH UJJIN (Director)	2/2 (100.00%)	N/A	N/A
8. Mr. THIRAPHAT SRISATI (Director)	2/2 (100.00%)	N/A	N/A
9. Mr. CHANAPHAN PIRIYAPHAN (Director)	7/7 (100.00%)	1/1 (100.00%)	N/A

Names of directors	Board of directors meeting attendance rate	AGM meeting attendance rate	EGM meeting attendance rate
10. Mrs. YUPARES PIRIYAPHAN (Director)	7/7 (100.00%)	1/1 (100.00%)	N/A
11. Mr. PORNKASEM LAUDHITTIRUT (Director)	7/7 (100.00%)	1/1 (100.00%)	N/A
12. Mr. UNCHALIN PUNNIPA (Director)	2/2 (100.00%)	1/1 (100.00%)	N/A
13. Mrs. NAPASSANUN PUNNIPA (Director)	2/2 (100.00%)	1/1 (100.00%)	N/A
<b>Average meeting attendance rate</b>	<b>98.90%</b>	<b>90.91%</b>	<b>N/A</b>

#### Detailed justification for the Company director's non-attendance at the Board of Directors' meeting

Mr. Krist Suchare was unable to attend the meeting due to other commitments.

### Remuneration of the board of directors

#### Types of remuneration of the board of directors

The Company has established a remuneration policy for directors that is appropriate to their duties and responsibilities, comparing remuneration with that of other companies in the same industry. The Nomination and Remuneration Committee is responsible for reviewing and proposing remuneration to the Board of Directors. The committee considers the appropriateness of the policy, including factors such as business expansion and the Company's profit growth.

In 2025, the Company paid a total of 1,445,000 Baht in meeting allowances for the directors. The 2025 Annual General Meeting of Shareholders on April 24, 2025, approved to set the directors' remuneration for the year 2025 as follows:

##### 1. Meeting Allowance

- Board of Directors: Chairman 30,000 baht per meeting, director 20,000 baht per meeting
- Sub-committees (Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, Investment Committee): Chairman 25,000 baht per meeting, director 20,000 baht per meeting

2. Other benefits for the Board of Directors include insurance coverage for directors' and officers' liability, as well as expenses for attending training courses organized by the Thai Institute of Directors Association (IOD).

Directors who are executives of the Company and its business group have expressed their intention not to receive directors' remuneration.



Remuneration of the board of directors<sup>(6)</sup>

Details of the remuneration of each director over the past year

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
<b>1. Mr. KRISHNA BOONYACHAI</b> (Chairman of the board of directors, Independent director)			<b>841,428.55</b>		<b>N/A</b>
Board of Directors (Chairman of the board of directors)	210,000.00	571,428.55	781,428.55	No	
Audit Committee (Member of the audit committee)	60,000.00	N/A	60,000.00	No	
<b>2. Ms. TRITHIP SIVAKRISKUL</b> (Director, Independent director)			<b>565,714.29</b>		<b>N/A</b>
Board of Directors (Director)	140,000.00	285,714.29	425,714.29	No	
Audit Committee (Chairman of the audit committee)	100,000.00	N/A	100,000.00	No	
Nomination and Remuneration Committee (Member of the subcommittee)	40,000.00	N/A	40,000.00	No	
<b>3. Mr. CHATCHAVIN PIPATCHOTITHAM</b> (Director, Independent director)			<b>585,714.29</b>		<b>N/A</b>

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	140,000.00	285,714.29	425,714.29	No	
Audit Committee (Member of the audit committee)	80,000.00	N/A	80,000.00	No	
Investment Committee (Member of the subcommittee)	60,000.00	N/A	60,000.00	No	
Risk Management Committee (Member of the subcommittee)	20,000.00	N/A	20,000.00	No	
<b>4. Mr. THANUTUM KIATPHAIBOOL (Director, Independent director)</b>			<b>475,714.29</b>		<b>N/A</b>
Board of Directors (Director)	140,000.00	285,714.29	425,714.29	No	
Nomination and Remuneration Committee (The chairman of the subcommittee)	50,000.00	N/A	50,000.00	No	
<b>5. Mr. ANUKOOL TUNTIMAS (Director, Independent director)</b>			<b>470,714.29</b>		<b>N/A</b>
Board of Directors (Director)	140,000.00	285,714.29	425,714.29	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Audit Committee (Member of the audit committee)	20,000.00	N/A	20,000.00	No	
Risk Management Committee (The chairman of the subcommittee)	25,000.00	N/A	25,000.00	No	
<b>6. Mr. KRIST SUCHARE (Director)</b>			<b>505,714.29</b>		<b>N/A</b>
Board of Directors (Director)	120,000.00	285,714.29	405,714.29	No	
Nomination and Remuneration Committee (Member of the subcommittee)	40,000.00	N/A	40,000.00	No	
Investment Committee (Member of the subcommittee)	60,000.00	N/A	60,000.00	No	
<b>7. Mr. KRAISINGH UJJIN (Director)</b>			<b>0.00</b>		<b>N/A</b>
Board of Directors (Director)	0.00	0.00	0.00	No	
<b>8. Mr. THIRAPHAT SRISATI (Director)</b>			<b>0.00</b>		<b>N/A</b>
Board of Directors (Director)	0.00	0.00	0.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
<b>9. Mr. CHANAPHAN PIRIYAPHAN (Director)</b>			<b>0.00</b>		<b>N/A</b>
Board of Directors (Director)	0.00	0.00	0.00	No	
Executive Committee (The chairman of the executive committee)	0.00	0.00	0.00	No	
Investment Committee (The chairman of the subcommittee)	0.00	0.00	0.00	No	
<b>10. Mrs. YUPARES PIRIYAPHAN (Director)</b>			<b>0.00</b>		<b>N/A</b>
Board of Directors (Director)	0.00	0.00	0.00	No	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Risk Management Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
Investment Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
<b>11. Mr. PORNKASEM LAUDHITTIRUT (Director)</b>			<b>0.00</b>		<b>N/A</b>

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	0.00	0.00	0.00	No	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
<b>12. Mr. UNCHALIN PUNNIPA (Director)</b>			<b>0.00</b>		<b>N/A</b>
Board of Directors (Director)	0.00	0.00	0.00	No	
<b>13. Mrs. NAPASSANUN PUNNIPA (Director)</b>			<b>0.00</b>		<b>N/A</b>
Board of Directors (Director)	0.00	0.00	0.00	No	

#### Summary of the remuneration of each committee over the past year

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
1. Board of Directors	890,000.00	2,000,000.00	2,890,000.00
2. Audit Committee	260,000.00	0.00	260,000.00
3. Executive Committee	0.00	0.00	0.00
4. Nomination and Remuneration Committee	130,000.00	0.00	130,000.00
5. Risk Management Committee	45,000.00	0.00	45,000.00

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
6. Investment Committee	120,000.00	0.00	120,000.00

#### Summary of the remuneration of the board of directors

	2023	2024	2025
Meeting allowance (Baht)	1,235,000.00	1,295,000.00	1,445,000.00
Other monetary remuneration (Baht)	0.00	0.00	2,000,000.00
Total (Baht)	1,235,000.00	1,295,000.00	3,445,000.00

Remark: <sup>(6)</sup> No. 7 - 13 Directors who serve as executives of the Company and the Company's Group have expressed their intention not to receive directors remuneration.

#### Remunerations or benefits pending payment to the board of directors

Remunerations or benefits pending payment to the : 0.00  
board of directors over the past year  
(Baht)

#### Information on corporate governance of subsidiaries and associated companies

##### Corporate governance of subsidiaries and associated companies

##### Mechanism for overseeing subsidiaries and associated companies

Does the Company have subsidiaries and associated : Yes  
companies

Mechanism for overseeing subsidiaries and : Yes  
associated companies

Mechanism for overseeing management and taking : The appointment of representatives as directors,  
responsibility for operations in subsidiaries and executives, or controlling persons in proportion to  
associated companies approved by the board of shareholding, The determination of the scope of duties  
directors and responsibilities of directors and executives as company  
representatives in establishing important policies,  
Disclosure of financial condition and operating results,  
Transactions between the company and related parties,  
Other significant transactions, Acquisition or disposal of  
assets, Internal control system of the subsidiary operating  
the core business is appropriate and sufficient in the  
subsidiary operating the core business

The Company has established mechanisms to monitor subsidiaries and/or associated companies both directly and indirectly, including measures to monitor the management of subsidiaries and/or associated companies to protect the Company's investment interests and to control, supervise, manage, and be responsible for the operations of subsidiaries and/or associated companies as if they were a unit of the Company, as follows:

1. The Board of Directors is responsible for monitoring and overseeing the management and operations of subsidiaries and/or associated companies to comply with the policies set by the Company, including laws related to business operations, the Non-Life Insurance Act, and the Notification of the Office of the Insurance Commission (OIC), as well as the Securities and Exchange Act, the notifications of the Capital Market Supervisory Board, and the regulations of the Stock Exchange of Thailand, *mutatis mutandis*, to the extent not inconsistent with other laws.

2. The Board of Directors is responsible for appointing representatives to be directors and executives in subsidiaries and/or associated companies at least in proportion to the shareholding in the subsidiaries and/or associated companies that operate the core business and have regulations or requirements that make the appointment of such persons subject to the approval of the Board of Directors' meeting. The Board of Directors shall also clearly define the scope of duties and responsibilities of the representatives appointed as directors and executives in such subsidiaries and/or associated companies, and define the scope of duties and responsibilities of the representatives that require the consideration of such directors and executives at the board meetings of the subsidiaries and/or associated companies on important matters to be approved by the Board of Directors' meeting prior to such meetings, unless there are restrictions under other laws or conditions of joint ventures with the government, or other cases as prescribed by the Securities and Exchange Act, the notifications of the Capital Market Supervisory Board, or the regulations of the Stock Exchange of Thailand. The directors and executives of the aforementioned subsidiaries and/or associated companies who are appointed or nominated must be qualified as prescribed by the relevant laws and must not have characteristics that render them untrustworthy, according to the SEC's announcement on the characteristics of directors and executives with a lack of trustworthiness. They must also be included in the list of directors and executives in the company's securities information system and not be subject to any disqualifications under the regulations of the Office of Insurance Commission (OIC).

3. The Board of Directors is responsible for ensuring that subsidiaries and/or associated companies have internal control systems, risk management systems, and fraud prevention systems in place. The Board of Directors shall also establish measures to monitor the performance of subsidiaries and/or associated companies effectively, consistently, and with sufficient prudence to ensure that the operations of subsidiaries and/or associated companies are in accordance with the Company's plans, budgets, policies, as well as laws and announcements on good corporate governance of listed companies, including announcements, regulations, and relevant rules of the Capital Market Supervisory Board, the Office of the Securities and Exchange Commission, and the Stock Exchange of Thailand, the Non-Life Insurance Act, and the Notification of the Office of the Insurance Commission (OIC) effectively and continuously. In addition, the Board of Directors is also responsible for monitoring and ensuring that the directors and executives of subsidiaries and/or associated companies perform their duties and responsibilities as prescribed by law.

4. The Board of Directors is responsible for overseeing and monitoring the subsidiaries and/or associated companies to disclose important information to the Stock Exchange of Thailand, the Securities and Exchange Commission, and investors in general, such as information on financial position and operating results, connected transactions and transactions that may have conflicts of interest of subsidiaries and/or associated companies, acquisitions or disposals of significant assets, and any other material transactions that are not in the ordinary course of business of the subsidiaries and/or associated companies. The disclosure of such information must be adequate, complete, accurate, and within the timeframe specified by the Company and in accordance with the regulations of the relevant authorities.

5. In the event that a subsidiary enters into a related party transaction with a related person of the subsidiary, or a transaction relating to the acquisition or disposal of assets of the subsidiary in accordance with the criteria prescribed by the notifications of the Capital Market Supervisory Board and/or the notifications of the Stock Exchange of Thailand (as the case may be), the Company and the subsidiary must comply with the criteria and procedures prescribed in such

notifications prior to entering into such transactions, mutatis mutandis. The subsidiary must comply with the criteria and procedures prescribed in such notifications in the same manner as if the Company were entering into such transactions itself. In the event that such transactions require the approval of the Board of Directors' meeting and/or the shareholders' meeting of the Company, in accordance with the notifications of the Capital Market Supervisory Board and/or the notifications of the Stock Exchange of Thailand and/or relevant laws, the Company and the subsidiary shall consider the size of the transaction compared to the consolidated financial statements of the Company.

6. For any transaction or action that is material or affects the financial position and operating results of the subsidiary and associated company, which is a matter that must be approved by the Board of Directors or the shareholders' meeting of the Company (as the case may be), the Board of Directors shall have the duty to convene a meeting of the Board of Directors and/or a meeting of the shareholders of the Company (as the case may be) to consider and approve such matter before the subsidiary and associated company convenes a meeting of its board of directors and/or shareholders (as the case may be) to consider and approve such transaction or action. In doing so, the Company shall disclose information and comply with the criteria, conditions, procedures, and methods related to the matter for which approval is requested as prescribed in the Public Limited Companies Act, the Civil and Commercial Code, the Securities and Exchange Act, and other relevant laws, as well as the notifications, regulations, and rules of the Capital Market Supervisory Board, the Securities and Exchange Commission, the Office of the Securities and Exchange Commission, and the Stock Exchange of Thailand, mutatis mutandis (to the extent not inconsistent), completely and accurately.

## **Information on the monitoring of compliance with corporate governance policy and guidelines**

### **The monitoring of compliance with corporate governance policy and guidelines**

#### **Prevention of conflicts of interest**

##### **Operations for conflict of interest prevention over the past year**

Has the company operated in preventing conflicts of interest over the past year : Yes

The Board of Directors has established a policy prohibiting directors, executives, and employees from exploiting opportunities arising from their positions as directors, executives, or employees of the Company to seek personal benefits for themselves, their families, or related persons, whether financial or otherwise. They are required to avoid entering into related party transactions involving themselves, except where such transactions are necessary and undertaken for the best interest of the Company, in compliance with the rules and regulations prescribed by the Stock Exchange of Thailand.

In addition, the Company requires directors and top executives to submit reports on their interests and those of their related persons so that the Company has adequate information to comply with the requirements regarding related party transactions. This measure aims to prevent conflicts of interest with related persons and entities. Directors and

executives are also required to report their securities holdings to the Board of Directors. Furthermore, directors and executives must abstain from participating in the consideration or decision-making of any matter in which they have a direct or indirect interest or conflict of interest.

#### Number of cases or issues related to conflict of interest

	2023	2024	2025
Total number of cases or issues related to conflict of interest (cases)	0	0	0

### Prevention of the use of inside information to seek benefits

#### Operations for prevention of the use of inside information to seek benefits over the past year

Has the company operated in preventing the use of : Yes  
inside information to seek benefits over the past year

The Company has established that directors or executives who engage in securities trading of the Company must notify the company secretary at least one day in advance of the transaction. In addition, there are policies and procedures to monitor and control the actions of directors, executives, employees, and staff regarding the use of confidential and/or insider information that has not been publicly disclosed, to prevent them from disclosing or exploiting such information for personal or third-party benefit, whether directly or indirectly, and regardless of whether they receive any compensation. Furthermore, they are prohibited from trading the Company's securities using insider information. To prevent the misuse of insider information, the Company has set the following guidelines:

1. The Company will provide training to its directors and executives on the duty to report holdings of securities and derivatives in the Company for themselves, their spouses or cohabitants, and minor children. This also applies to legal entities where the director or executive, their spouse or cohabitant, or minor children hold more than 30% of the voting rights of such legal entities. These reports must be submitted to the Securities and Exchange Commission in accordance with Section 59 and Section 275 of the Securities and Exchange Act B.E. 2535, as well as reports on the acquisition or disposal of the Company's securities according to Section 246 and Section 298 of the same Act.
2. Directors and executives are required to prepare and submit reports on the holdings of securities and derivatives in the Company for themselves, their spouses or cohabitants, and minor children. They must also report holdings in legal entities where they or their family members hold more than 30% of the voting rights. These reports must be submitted to the company secretary within 30 days of their appointment as directors or executives, and whenever there are changes to these holdings. Additionally, the company secretary must summarize the reports on securities holdings and changes to the Board of Directors at each quarterly meeting.
3. Directors, executives, and individuals holding management positions in the accounting or financial sectors (from vice president level and above) who have knowledge of material insider information that may affect the price or value of the Company's securities must refrain from buying, selling, offering to buy or sell, or encouraging others to trade the Company's securities during the "Embargo Period." The embargo period lasts one month prior to and until the public release of the Company's quarterly and annual financial results. Directors and executives will be

notified in writing to refrain from trading the Company's securities at least one month before the public disclosure of such information, and they should wait at least 24 hours after the information is made public before engaging in any trading activity. They are also prohibited from disclosing this insider information to others. Violations of these regulations will be treated as disciplinary offenses under the Company's internal policies and may result in sanctions ranging from verbal or written warnings, reprimands, to dismissal from employment.

4. Directors, executives, and employees of the Company, as well as former directors, executives, and employees who have resigned, are prohibited from disclosing insider information or Company's confidential information, as well as confidential information related to the Company's business partners, to any external parties, even if the disclosure does not cause harm to the Company, its subsidiaries, or business partners.
5. Directors, executives, and employees of the Company, or former directors, executives, and employees, have an obligation to maintain the confidentiality of the Company's insider information. They are required to use this information solely for the Company's business purposes and are prohibited from using it for the benefit of other companies in which they hold positions, including those where they are shareholders, directors, or executives.

#### Number of cases or issues related to the use of inside information to seek benefits

	2023	2024	2025
Total number of cases or issues related to the use of inside information to seek benefits (cases)	0	0	0

### Anti-corruption action

#### Operations in anti-corruption in the past year

Has the company operated in anti-corruption over the past year : Yes

Form of operations in anti-corruption : Review of appropriateness in anti-corruption, Assessment and identification of corruption risk, Review of the completeness and adequacy of the process by the Audit Committee or auditor

The Company has established an anti-corruption policy to ensure that directors, executives, and employees at all levels are aware of the importance of conducting business ethically, transparently, and in a manner that is accountable, while preventing corruption in all of the Company's business activities.

Regarding the results of the annual assessment of organizational risk and compliance with the anti-corruption policy for the year 2025, the Company's internal auditor conducted an inspection and evaluation of the Company's internal control system. The audit findings concluded that no instances of corrupt practices or fraudulent behavior. Additionally, the audit review report did not identify any non-compliance with applicable laws and regulations. The findings were reported to the Audit Committee.

The Board of Directors has reviewed the anti-corruption policy and concluded that the policy is appropriate and sufficient for the Company's oversight. The Company has provided comprehensive training to employees on anti-corruption practices. Furthermore, the Company is committed to joining the Thai Private Sector Collective Action Against Corruption (CAC) initiative in the future.

#### Number of cases or issues related to corruption

	2023	2024	2025
Total number of cases or issues related to corruption (cases)	0	0	0

## Whistleblowing

#### Operations related to whistleblowing over the past year

Has the company implemented whistleblowing : Yes  
procedures over the past year

The Company has established a Whistleblowing Policy to receive complaints and wrongdoing regarding corruption or non-compliance with laws, regulations, Company rules, and the Company's code of business ethics. The Company has provided channels for reporting complaints and wrongdoing through mail, email, and telephone. In 2025, there were no complaints or reports of misconduct or corruption. This information has been reported to the Audit Committee and the Board of Directors.

#### Number of cases or issues related to whistleblowing

	2023	2024	2025
Total number of cases or issues received through whistleblowing channels (cases)	0	0	0

#### The monitoring of compliance with other corporate governance policy and guidelines

The Company places great importance on good corporate governance and has established relevant policies and guidelines under its Corporate Governance Policy and Code of Business Conduct. The Company also promotes their effective implementation in order to build confidence among all stakeholders.

During the past year, the Company monitored the implementation of good corporate governance practices covering key areas, including: (1) employee welfare and non-discrimination, (2) prevention of unfair competition, (3) environmental management, health and safety in the workplace, and (4) information security. The monitoring results indicated that the Company has implemented the relevant measures in accordance with the established guidelines in all respects.

## Information on report on the results of duty performance of the audit committee in the past year

### Meeting attendance of audit committee

Meeting attendance of audit committee (times) : 4

List of Directors	Meeting attendance of audit committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Ms. TRITHIP SIVAKRISKUL (Chairman of the audit committee)	4	/	4	4/4 (100.00%)
2 Mr. CHATCHAVIN PIPATCHOTITHAM (Member of the audit committee)	4	/	4	4/4 (100.00%)
3 Mr. ANUKOOL TUNTIMAS (Member of the audit committee)	1	/	1	1/1 (100.00%)
4 Mr. KRISHNA BOONYACHAI (Member of the audit committee)	3	/	3	3/3 (100.00%)
<b>Average meeting attendance rate</b>				<b>(100.00%)</b>

### The results of duty performance of the audit committee

#### 1. Review of financial statements

The Audit Committee reviews the quarterly and annual financial statements before submitting them to the Board of Directors for consideration. The Committee provides useful advice and comments to ensure that the financial statements are prepared in accordance with legal requirements and generally accepted accounting principles, are reliable and timely, and contain sufficient disclosures for the benefit of users of the financial statements. The Audit Committee also meets with the auditors without management present to independently discuss significant accounting and disclosure issues.

#### 2. Review of the internal control system

The Audit Committee reviews the adequacy of the internal control system by considering the internal audit plan and receiving internal audit reports to ensure that the internal control system is adequate to prevent or mitigate errors, risks, or fraud. The Audit Committee is of the opinion that the Company's internal control system is appropriate and sufficient for its operations, and no material weaknesses were identified.

### **3. Review of corporate governance and anti-corruption**

The Audit Committee reviews the adequacy of the Company's key policies and the Audit Committee Charter to ensure that the Company has appropriate and effective corporate governance processes that build stakeholder confidence and are consistent with good corporate governance principles. The Committee also reviews related activities to support and promote anti-corruption in accordance with the Company's anti-corruption policy and measures. In 2025, there were no reports of fraud and corruption complaints received.

### **4. Review of the Company's disclosures in the event of related party transactions or transactions that may involve conflicts of interest**

The Audit Committee reviews related party transactions or transactions that may involve conflicts of interest to ensure that such transactions are reasonable and justified, based on the principles of accuracy, prudence, and transparency, taking into account the interests of the Company and its stakeholders.

### **5. Supervise internal audit work**

The Audit Committee reviews and approves the annual internal audit plan and acknowledges the internal auditor's performance at its quarterly meetings. The Committee also monitors the progress of remediation efforts to ensure that management prioritizes and addresses the identified risks in a timely manner.

### **6. Consider the appointment of the Company's auditor**

The Audit Committee selects the auditor based on the scope of services, auditor independence, and reasonableness of audit fees. The Board of Directors and the Shareholders' Meeting approved the appointment of Deloitte Touche Tohmatsu Jaiyos Co., Ltd. as the Company's auditor for 2025. The auditor is on the list of auditors approved by the Securities and Exchange Commission.

### **7. Evaluate the performance of the Audit Committee**

The Audit Committee conducts an annual self-assessment of its performance to ensure compliance with good corporate governance principles. Based on the 2025 assessment, the Audit Committee has performed effectively and within the scope of duties and responsibilities as stipulated in the Audit Committee Charter.

## **Information on summary of the results of duty performance of subcommittees**

### **Meeting attendance and the results of duty performance of subcommittees**

#### **Meeting attendance of Executive Committee**

Meeting Executive Committee (times) : 12

List of Directors	Meeting attendance of Executive Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Mr. CHANAPHAN PIRIYAPHAN (The chairman of the executive committee)	12	/	12	12/12 (100.00%)
2 Mrs. YUPARES PIRIYAPHAN (Member of the executive committee)	12	/	12	12/12 (100.00%)
3 Mr. PORNKASEM LAUDHITTIRUT (Member of the executive committee)	12	/	12	12/12 (100.00%)
<b>Average meeting attendance rate</b>				<b>(100.00%)</b>

### The results of duty performance of Executive Committee

In 2025, the Executive Committee convened a total of 12 meetings, with all members attending every meeting. The Committee performed its duties in accordance with the Executive Committee Charter and within the scope of authority delegated by the Board of Directors. A summary of the key responsibilities and performance outcomes of the Executive Committee are as follows:

#### 1. Establishing Direction, Strategy, and Operational Plans

The Executive Committee provided guidance and recommendations on the Company's strategic direction, management structure, annual business plans, and budgets to ensure alignment with the evolving business environment, market dynamics, and the Company's long-term sustainable growth objectives.

#### 2. Oversight of Business Operations in Line with the Plans

The Executive Committee oversaw management to ensure that business operations were carried out in accordance with the approved plans, objectives, and targets. The Committee closely monitored progress reported by executives or employees and provided recommendations to enhance operational efficiency and effectiveness in alignment with the Company's strategic direction, taking into account internal and external factors, as well as opportunities and risks within the Company's risk appetite.

#### 3. Monitoring and Reporting of Operating Performance

The Executive Committee regularly reviewed and monitored the operating performance of the Company and its group to ensure efficient and effective operations and the achievement of the approved plans and objectives. Key performance outcomes were consistently reported to the Board of Directors to enable appropriate oversight, informed decision-making, and effective corporate governance.

#### 4. Identification and Evaluation of Business Opportunities

The Executive Committee reviewed, screened, and assessed potential business opportunities to support sustainable growth, value creation, and the enhancement of the Company's long-term competitiveness.

#### 5. Recommendations on Dividend Policy

The Executive Committee reviewed and provided recommendations to the Board of Directors regarding the Company's dividend policy, taking into consideration the Company's operating performance, financial position, liquidity, and investment plans.

#### 6. Review and Approval of Transactions within Delegated Authority

The Executive Committee reviewed and approved transactions relating to investments, asset disposals, human resource management, finance and treasury operations, general administration, and other business-related matters, in accordance with the scope of authority delegated by the Board of Directors.

### 7. Oversight of Risk Management and Internal Control Systems

The Executive Committee monitored and oversaw the Company's risk management framework and internal control systems to ensure that they are appropriate, adequate, and effective in addressing and mitigating potential risks arising from the Company's business operations.

### 8. Performance Evaluation of the Executive Committee

The Executive Committee reviewed and updated its Charter to ensure its completeness and appropriateness in line with current circumstances. In addition, it conducted performance evaluations of the Committee as a whole and on an individual basis in accordance with the best practices of the Stock Exchange of Thailand. The results of the annual performance assessment for 2025 were reported to the Board of Directors and used as a basis for the continuous enhancement and improvement of the Committee's effectiveness and performance.

**In summary,** the Executive Committee performed its duties as delegated by the Board of Directors with due care, transparency, and adherence to good corporate governance principles. The Committee placed strong emphasis on overseeing business operations to ensure alignment with the Company's strategy, objectives, and risk management framework, while integrating environmental, social, and governance (ESG) considerations into decision-making. This approach supports long-term value creation for shareholders and stakeholders and reinforces the Company's sustainable growth over the long term.

#### Meeting attendance of Nomination and Remuneration Committee

Meeting Nomination and Remuneration : 2  
Committee (times)

List of Directors	Meeting attendance of Nomination and Remuneration Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Mr. THANUTUM KIATPHAIBOOL (The chairman of the subcommittee, Independent director)	2	/	2	2/2 (100.00%)
2 Ms. TRITHIP SIVAKRISKUL (Member of the subcommittee, Independent director)	2	/	2	2/2 (100.00%)

List of Directors	Meeting attendance of Nomination and Remuneration Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
3 Mr. KRIST SUCHARE (Member of the subcommittee)	2	/	2	2/2 (100.00%)
<b>Average meeting attendance rate</b>				<b>(100.00%)</b>

### The results of duty performance of Nomination and Remuneration Committee

In 2025, the Nomination and Remuneration Committee convened a total of two meetings, with full attendance by all committee members. The Committee performed its duties with due care, transparency, and fairness, in accordance with its charter and the Companys strategic direction, while taking into account the best interests of all stakeholders. A summary of the key duties performed by the Nomination and Remuneration Committee is presented below:

#### 1. Nomination Responsibilities

##### Nomination and Selection of Directors to Replace Directors Retiring by Rotation

The Nomination and Remuneration Committee reviewed the criteria and procedures for the nomination and appointment of directors to ensure that they are appropriate, comprehensive, and in compliance with applicable laws and recognized best practices in corporate governance. In 2025, the Committee conducted the nomination and selection process for directors to replace those retiring by rotation and proposed the reappointment of four directors for an additional term. The nominated individuals met all relevant qualification requirements and possessed the appropriate knowledge, expertise, and experience aligned with the Companys business operations and long-term strategic direction. The Board of Directors and the 2025 Annual General Meeting of Shareholders approved the appointments in accordance with the recommendations of the Nomination and Remuneration Committee.

##### Providing Opportunities for Minority Shareholders to Propose Meeting Agenda Items and Director Candidates

The Company promoted and supported shareholder engagement by providing minority shareholders with the opportunity to propose agenda items and nominate qualified individuals for consideration as director candidates during the period from 1 October to 31 December 2025, for submission to the 2026 Annual General Meeting of Shareholders. The relevant criteria and procedures were publicly disclosed through the Companys website and the website of the Stock Exchange of Thailand (SET), in accordance with good corporate governance principles and transparency practices. During the specified period, no shareholders submitted proposals for agenda items or nominations of individuals for inclusion in the director nomination process.

#### 2. Remuneration Responsibilities

##### Determination of Directors Remuneration and Remuneration Framework

The Nomination and Remuneration Committee reviewed and determined the framework, criteria, and rates for remuneration and other benefits of the Companys directors, subcommittee members, and the Chief Executive Officer. In making such determination, the Committee took into consideration the scope of duties and responsibilities, the size and nature of the Companys business, the business environment, overall economic conditions, and performance outcomes linked to the Companys operating results, as well as alignment with the Companys long-term strategy and objectives. The Committee also conducted benchmarking against remuneration practices of comparable companies within the same industry to ensure competitiveness and appropriateness. Based on its assessment, the remuneration

structure, criteria, and rates were deemed appropriate. Accordingly, the Committee proposed that the remuneration be maintained at the same level as in 2024, which was subsequently approved at the 2025 Annual General Meeting of Shareholders.

### Review of Performance Evaluation Criteria and Determination of the Chief Executive Officers Remuneration

The Nomination and Remuneration Committee reviewed and approved the remuneration of the Chief Executive Officer for the year 2025, taking into consideration the Chief Executive Officers performance in 2024, in accordance with the guidelines of the Stock Exchange of Thailand. In addition, the Committee reviewed and approved the performance evaluation criteria for the Chief Executive Officer for 2025, to be proposed to the Board of Directors for approval. The evaluation framework is based on clear, transparent, and fair principles, with due regard to performance accountability and alignment with the Companys strategic objectives and sustainable value creation.

### 3. Performance Evaluation of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee reviewed its Charter to ensure that it remains comprehensive, appropriate, and sufficient, in alignment with the principles of good corporate governance and prevailing best practices. In addition, the Committee conducted an evaluation of its performance, both at the collective committee level and on an individual basis, in accordance with the best practice guidelines of the Stock Exchange of Thailand. The results of the performance evaluation for the year 2025 were reported to the Board of Directors for acknowledgement and were used as supporting information for the continuous development and enhancement of the Committees effectiveness and performance.

**In summary**, the Nomination and Remuneration Committee performed its duties with appropriate knowledge, competence, prudence, and independence in providing opinions and recommendations in the best interests of the Company and its shareholders. In addition, the Committee fulfilled its oversight role to ensure that directors performed their duties in accordance with the principles of good corporate governance, and in compliance with applicable laws, rules, and relevant regulations.

### Meeting attendance of Risk Management Committee

Meeting Risk Management Committee (times) : 1

List of Directors	Meeting attendance of Risk Management Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Mr. ANUKOOL TUNTIMAS (The chairman of the subcommittee, Independent director)	1	/	1	1/1 (100.00%)

List of Directors	Meeting attendance of Risk Management Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
2 Mr. CHATCHAVIN PIPATCHOTITHAM (Member of the subcommittee, Independent director)	1	/	1	1/1 (100.00%)
3 Mrs. YUPARES PIRIYAPHAN (Member of the subcommittee)	1	/	1	1/1 (100.00%)
<b>Average meeting attendance rate</b>				<b>(100.00%)</b>

### The results of duty performance of Risk Management Committee

In 2025, the Risk Management Committee convened one meeting, with full attendance by all members. The Committee performed its duties in accordance with the principles of good corporate governance and the Risk Management Committee Charter, with the objective of ensuring that the Company's risk management framework remains robust and effective, and aligned with its vision, strategy, and business objectives. The Committee placed emphasis on mitigating the impacts of uncertainties arising from the business environment, global economic volatility, and emerging risks, which are becoming increasingly complex and severe due to both internal and external factors. Based on ongoing monitoring and assessment, the Company's key risks were assessed to be at a low level (Levels 24), which is within the Company's acceptable risk appetite. This reflects the effectiveness of the Company's risk management system and reinforces confidence among shareholders and stakeholders that the Company has a comprehensive risk management framework capable of addressing risks across all dimensions. The key aspects of the Risk Management Committee's performance are summarized as follows:

#### 1. Review of Risk Management Policies, Guidelines, and Plans

The Risk Management Committee reviewed the Company's risk management policies, manuals, and plans to ensure that the frameworks and processes comprehensively address both short-term and long-term risks, including emerging risk factors that may affect future business operations, as well as corruption-related risks. In addition, the Committee reviewed the risk register and key risk indicators to ensure alignment with the Company's strategy and the evolving business environment, thereby ensuring that the Company's risk management remains adequate, robust, and effective.

#### 2. Oversight of Risk Management to Mitigate Business Impacts

The Risk Management Committee monitored key developments and emerging risks, both domestically and internationally, that may affect the Company's business operations. The Committee encouraged the implementation of proactive risk prevention and mitigation measures across all levels of the organization, together with appropriate contingency and responsive measures to address potential risk events, with the objective of minimizing adverse impacts on the achievement of the Company's strategic and operational objectives.

#### 3. Monitoring Enterprise Risk Management

The Risk Management Committee oversaw, monitored, and reviewed the Company's enterprise risk management plans, mitigation measures, and key risk indicators for the year 2025, to ensure that risks were identified, assessed, and managed in an appropriate, adequate, and effective manner within the Company's risk appetite. Such oversight was conducted in alignment with the Company's risk management policy, framework, and plans, as well as its anti-corruption policies and measures. The outcomes of the risk management review were reported to the Board of Directors on an annual basis.

#### 4. Performance Evaluation of the Risk Management Committee

The Risk Management Committee reviewed and updated its Charter to ensure that it remains comprehensive, appropriate, and aligned with prevailing circumstances and best practices. The Committee also conducted an annual performance evaluation for both the Committee as a whole and individual members, in accordance with the good governance guidelines of the Stock Exchange of Thailand. The results of the 2025 evaluation were reported to the Board of Directors and used as key inputs for the continuous improvement and enhancement of the Committees effectiveness and risk governance practices.

**In summary**, the Risk Management Committee exercised comprehensive oversight of the Companys enterprise risk management across all key dimensions, including strategic, financial, operational, legal and regulatory compliance, information technology, fraud, social responsibility, external factors, and emerging risks. The Committee ensured that risk management practices remained aligned with the evolving business environment, while continuously monitoring and addressing material risk issues. This approach provides reasonable assurance that the Companys risk management system is adequate, appropriate, and effective, enabling risks to be maintained within acceptable levels and supporting the achievement of business objectives as well as the creation of long-term sustainable value.

#### Meeting attendance of Investment Committee

Meeting Investment Committee (times) : 3

List of Directors	Meeting attendance of Investment Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Mr. CHANAPHAN PIRIYAPHAN (The chairman of the subcommittee)	3	/	3	3/3 (100.00%)
2 Mr. CHATCHAVIN PIPATCHOTITHAM (Member of the subcommittee, Independent director)	3	/	3	3/3 (100.00%)
3 Mr. KRIST SUCHARE (Member of the subcommittee)	3	/	3	3/3 (100.00%)
4 Mrs. YUPARES PIRIYAPHAN (Member of the subcommittee)	3	/	3	3/3 (100.00%)
<b>Average meeting attendance rate</b>				<b>(100.00%)</b>

#### The results of duty performance of Investment Committee

In 2025, the Investment Committee convened a total of three meetings, all of which were attended by all Committee members. The Committee performed its duties in accordance with the Investment Committee Charter and the principles of good corporate governance. The key highlights of the Investment Committees performance are summarized as follows.

##### 1. Review of Investment Framework

The Investment Committee regularly reviewed the Companys investment framework and guidelines to ensure alignment with prevailing economic conditions, financial market developments, market volatility, and the Companys

acceptable risk appetite. In this regard, due consideration was given to portfolio structure, appropriate returns, and the Company's long-term financial stability.

## **2. Oversight and Control of Investment Operations**

The Investment Committee approved the Company's investment governance framework and control measures, and exercised oversight to ensure that all investment activities were conducted in accordance with applicable laws, regulatory requirements, and the Company's internal policies. The Committee also ensured that investment operations were managed with due care, transparency, and accountability, in line with sound risk management practices and good corporate governance principles, thereby supporting sustainable value creation for shareholders and stakeholders.

## **3. Review and Recommendation on Investment Decisions**

The Investment Committee reviewed and provided recommendations on the Company's proposed investment activities, taking into consideration the appropriateness of each investment, expected returns, and associated risks to ensure alignment with the Company's approved investment framework and risk appetite.

## **4. Monitoring and Oversight of Investment Portfolio Management**

The Investment Committee monitored and exercised oversight over the management of the Company's investment portfolio to ensure compliance with the approved investment framework. Emphasis was placed on effective portfolio management, robust risk control, and the ability to appropriately manage market volatility. The Committee also ensured the use of appropriate tools and methodologies to monitor, review, and evaluate portfolio performance, in order to confirm that investment objectives were achieved. Performance outcomes were reported to the Board of Directors on a regular basis.

## **5. Evaluation of the Performance of the Investment Committee**

The Investment Committee reviewed its Charter to ensure that it remains comprehensive, appropriate, and aligned with prevailing circumstances. The Committee also conducted performance evaluations at both the collective and individual levels in accordance with the good practice guidelines of the Stock Exchange of Thailand. The results of the annual performance evaluation for 2025 were reported to the Board of Directors and utilized as input for the continuous improvement and enhancement of the Committee's effectiveness and performance.

**In summary**, the Investment Committee performed its duties with due care, transparency, and in accordance with the principles of good corporate governance, ensuring that the Company's investment management is effective, aligned with its risk appetite, and supportive of long-term value creation and sustainable growth.

## Corporate Sustainability Policy

### Information on policy and goals of sustainable management

#### Sustainability Policy

Sustainability Policy : Yes

The Company recognizes and prioritizes conducting business in alignment with the principles of sustainable development. This commitment encompasses creating value across three dimensions: Economic, Social, and Environmental. These efforts are grounded in the principles of good corporate governance to ensure sustainable and stable growth for the Company. The practices are as follows:

1. The Company emphasizes integrating sustainability into all business processes along the value chain. It promotes and supports stakeholders throughout the chain to adopt sustainable practices, fostering long-term value creation and growth for the Company.
2. The Company is committed to implementing efficient, transparent, and accountable management systems. These include policies on business ethics, anti-corruption, internal control, and standardized internal audits to build stakeholder confidence.
3. The Company conducts business with fairness, adhering to legal and trade regulations, fair competition, and refraining from any unlawful activities or misconduct.
4. The Company promotes compliance with human rights principles in accordance with the Constitution of the Kingdom of Thailand, which guarantees and protects human dignity, rights, liberties, and equality of the people, as well as non-discrimination against individuals with differences in gender, age, race, religion, skin color, beliefs.
5. The Company treats employees with fairness, considering that employees are a key factor that creates value and drives the business. The Company shall ensure that the working environment is conducive to happiness for their better quality of life. The Company also places great importance on the potential developments, training to improve workplace skills, and provision of equal opportunities for growth and progress.
6. The Company places great importance on stakeholders by identifying different groups of stakeholders and their specific demands, then creating a comprehensive response to the demands of stakeholders in all groups. The Company also provides a feedback channel to receive suggestions and complaints from stakeholders.
7. The Company develops products that meet the needs of consumers with a primary focus on quality and service standards to ensure customer satisfaction.
8. The Company actively engages in community and social development to promote resilience and sustainability through activities in education, religion, sports, human resource development, employment promotion, and community development projects.
9. The Company emphasizes environmental management together with encouraging the prevention and reduction of environmental impacts that arise from the Company's operations such as waste, emission, and greenhouse gas. It also collaborates with other social sectors in organizing activities to preserve and improve environmental quality.
10. The Company places great importance on, and encourages efficient use of, resources and energy, as well as setting guidelines and methods to reduce consumption.
11. The Company places importance on biodiversity by researching the topic holistically, analyzing its environmental impact, and continuously monitoring results. The initiative includes protecting, preserving, restoring, and reducing environmental impact in order to maintain biodiversity in the area and communities surrounding the projects.
12. The Company prioritizes the management of safety, occupational health, and workplace environment of its employees and stakeholders of the Company.
13. The Company attaches great importance on comprehensive risk management across all working processes, and establishes guidelines for continuous risk monitoring and management to increase opportunities and reduce losses in its business operations.

Reference link for sustainability policy : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-sustainability-development-policy-en.pdf>

### Sustainability management goals

Does the company set sustainability management goals : Yes

The Company has adopted the United Nations Sustainable Development Goals (SDGs) as a framework for establishing its sustainable business objectives and strategies, driving concrete implementation across the business value chain. The Company integrates SDGs that are aligned with its business context, covering economic, social, and environmental dimensions, in parallel with conducting operations under the ESG framework to create sustainable value for all stakeholders.

Goals (SDGs)	Company Sustainability Issues	Supporting Activities	Benefits to the Company / Society and Environment
 <p><b>3</b> GOOD HEALTH AND WELL-BEING</p>	<ul style="list-style-type: none"> <li>Human Resource Management and Human Rights</li> <li>Occupational health and safety</li> </ul>	<ul style="list-style-type: none"> <li>Occupational health care and Employee safety</li> <li>Providing annual health check-up benefits to employees</li> </ul>	<ul style="list-style-type: none"> <li>Employees are healthy. Reduce/prevent illness</li> <li>There is an environment and good working atmosphere</li> </ul>
 <p><b>4</b> QUALITY EDUCATION</p>	<ul style="list-style-type: none"> <li>Human resource development</li> <li>Potential development training employee</li> </ul>	<ul style="list-style-type: none"> <li>Training to educate employees</li> </ul>	<ul style="list-style-type: none"> <li>Knowledgeable staff skills increase in quality and promote continuous learning</li> </ul>
 <p><b>5</b> GENDER EQUALITY</p>	<ul style="list-style-type: none"> <li>Human Resource Management and Human Rights</li> </ul>	<ul style="list-style-type: none"> <li>Equitable treatment of employees and labor</li> <li>Employment of all genders</li> </ul>	<ul style="list-style-type: none"> <li>Promote gender equality</li> </ul>
 <p><b>7</b> AFFORDABLE AND CLEAN ENERGY</p>	<ul style="list-style-type: none"> <li>Energy and Environmental Management</li> </ul>	<ul style="list-style-type: none"> <li>Use energy-saving materials. And environmentally friendly</li> </ul>	<ul style="list-style-type: none"> <li>Reduce main power consumption</li> <li>Cost reduction in the long term</li> <li>Became aware of the use more alternative energy</li> </ul>
 <p><b>8</b> DECENT WORK AND ECONOMIC GROWTH</p>	<ul style="list-style-type: none"> <li>Human resource development and human rights</li> <li>Employee competency development training</li> </ul>	<ul style="list-style-type: none"> <li>Training to educate employees</li> <li>Employment that is not illegal does not violate human rights.</li> <li>Employment of people with disabilities</li> </ul>	<ul style="list-style-type: none"> <li>Encourage employees to advance in their careers.</li> <li>Promote effective and fair employment</li> <li>Creating value and income for people with disabilities</li> </ul>
 <p><b>12</b> RESPONSIBLE CONSUMPTION AND PRODUCTION</p>	<ul style="list-style-type: none"> <li>Valuable use of resources</li> <li>Use friendly materials and products. To the environment</li> <li>Creating awareness and living sustainable</li> </ul>	<ul style="list-style-type: none"> <li>Reduce plastic use</li> <li>Use environmentally friendly materials.</li> <li>Reuse, such as paper</li> <li>Garbage sorting</li> </ul>	<ul style="list-style-type: none"> <li>Reduce waste and waste</li> <li>Comply with regulations environmental</li> </ul>

United Nations SDGs that align with the organization's sustainability management goals : Goal 3 Good Health and Well-being, Goal 3 Good Health and Well-being, Goal 4 Quality Education, Goal 4 Quality Education, Goal 5 Gender Equality, Goal 5 Gender Equality, Goal 7 Affordable and Clean Energy, Goal 7 Affordable and

Clean Energy, Goal 8 Decent Work and Economic Growth,  
 Goal 8 Decent Work and Economic Growth, Goal 12  
 Responsible Consumption and Production, Goal 12  
 Responsible Consumption and Production

**Information on review of policy and/or goals of sustainable management over the past year**

**Review of policy and/or goals of sustainable management over the past year**

Has the company reviewed the policy and/or goals : Yes  
 of sustainable management over the past year

Has the company changed and developed the : No  
 policy and/or goals of sustainable management over  
 the past year

**Information on impacts on stakeholder management in business value chain**

**Business value chain**

The Company operates as a reinsurance broker, acting as an intermediary between insurance companies and reinsurance companies, both domestically and internationally, to enhance risk management capabilities and strengthen the financial stability of the insurance industry. Activities throughout the Company's business value chain encompass reinsurance analysis and advisory services, reinsurance placement, and compliance with applicable laws and regulatory requirements. These activities aim to create sustainable value for both business and society. Premiums collected are managed and invested appropriately to support the long-term stability and interests of all stakeholders.

In addition, the Company places strong emphasis on conducting its business with due regard for human rights throughout its entire business value chain. The Company treats employees, business partners, and all related parties fairly, respects human dignity, and avoids any activities that may result in human rights violations, thereby supporting sustainable long-term growth.

**Business value chain diagram**



**Analysis of stakeholders in the business value chain**

Details of stakeholder analysis in the business value chain

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<u>Internal stakeholders</u>			
<ul style="list-style-type: none"> <li>• Employees</li> </ul>	<ul style="list-style-type: none"> <li>- Appropriate salary increases</li> <li>- Provision of appropriate benefits</li> <li>- Good working environment</li> <li>- Equality and opportunities for advancement</li> <li>- Plans for training and development</li> </ul>	<ul style="list-style-type: none"> <li>- Effective organization management with a robust HRM system</li> <li>- Comprehensive benefits package, including a provident fund</li> <li>- Strict adherence to human rights policies</li> <li>- Development of a performance-based compensation and valuation system</li> <li>- Knowledge management.</li> <li>- Appropriate occupational health and safety control measures are in place</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> <li>• Internal Meeting</li> <li>• Complaint Reception</li> <li>• Satisfaction Survey</li> <li>• Training / Seminar</li> <li>• Others                             <ul style="list-style-type: none"> <li>• A direct communication from the Chief Executive Officer through an annual Town Hall meeting</li> </ul> </li> </ul>
<u>External stakeholders</u>			

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Investors or investment institutions</li> <li>• Shareholders</li> </ul>	<ul style="list-style-type: none"> <li>- Good returns</li> <li>- Quarterly performance announcements</li> <li>- Earnings conference call</li> <li>- Listed company's investor relations activities</li> </ul>	<ul style="list-style-type: none"> <li>- Transparent, fair, and verifiable governance</li> <li>- Pay dividends at an appropriate rate</li> <li>- Transparent information disclosure</li> <li>- Present the Company's operating performance</li> </ul>	<ul style="list-style-type: none"> <li>• Press Release</li> <li>• Online Communication</li> <li>• Annual General Meeting (AGM)</li> <li>• Others <ul style="list-style-type: none"> <li>• Opportunity Day Activity</li> </ul> </li> </ul>

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Customers</li> </ul>	<ul style="list-style-type: none"> <li>- Received accurate information about products and services</li> <li>- Prices of products and services are reasonable</li> <li>- Transparent price competition</li> <li>- Received quality products and services</li> <li>- Adhering to fair agreements</li> <li>- Product and service warranty</li> <li>- Maintaining the confidentiality of customer information.</li> </ul>	<ul style="list-style-type: none"> <li>- Govern the business with good practices, transparency, fairness, and accountability</li> <li>- Having and enforcing Anti-Corruption Policies</li> <li>- Managing the organization with the Company's standards to develop products and services with high quality</li> <li>- Having ethical standards in maintaining the confidentiality of customer information</li> <li>- Maintaining a good relationship with customers consistently.</li> </ul>	<ul style="list-style-type: none"> <li>• Visit</li> <li>• Online Communication</li> <li>• Complaint Reception</li> <li>• Satisfaction Survey</li> </ul>

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Suppliers</li> <li>• Business partners</li> </ul>	<ul style="list-style-type: none"> <li>- Receiving accurate information promptly, according to the conditions</li> <li>- Adhering to agreements and payment terms fairly and transparently</li> <li>- Fair and transparent price competition</li> <li>- Providing accurate knowledge and development in the reinsurance business.</li> </ul>	<ul style="list-style-type: none"> <li>- Establish a fair and non-discriminatory procurement policy</li> <li>- Develop partners by providing knowledge and understanding in the reinsurance business to ensure standard products and services</li> <li>- Have a policy against fraud and corruption and promote compliance by all parties involved .</li> </ul>	<ul style="list-style-type: none"> <li>• Visit</li> <li>• Online Communication</li> <li>• External Meeting</li> </ul>
<ul style="list-style-type: none"> <li>• Competitors</li> </ul>	<ul style="list-style-type: none"> <li>- Compete freely within the framework of applicable laws</li> </ul>	<ul style="list-style-type: none"> <li>- Do not seek confidential information of business competitors</li> <li>- No issues or complaints</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> </ul>

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Government agencies and Regulators</li> </ul>	<ul style="list-style-type: none"> <li>- Comply with relevant laws and regulations</li> <li>- Avoid negative impacts on society and the environment</li> <li>- Cooperate in providing information to the government for organizational development purposes</li> <li>- Support government projects that benefit the organization and the public</li> </ul>	<ul style="list-style-type: none"> <li>- Comply with laws, regulations, and legal requirements</li> <li>- Review and improve organizational policies to align with regulatory changes</li> <li>- Pay all types of taxes fully and on time</li> <li>- Disclose information transparently</li> <li>- Report information as required by law</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> <li>• External Meeting</li> </ul>

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Community</li> <li>• Society</li> </ul>	<ul style="list-style-type: none"> <li>- A company that is socially responsible, community minded, and environmentally conscious</li> <li>- Supporting various community activities</li> <li>- Supporting social activities</li> <li>- Not causing negative impacts on the community and society, both in terms of safety and the environment</li> <li>- Operating with transparency</li> <li>- Upholding human rights and opposing corruption</li> </ul>	<ul style="list-style-type: none"> <li>- Support public activities</li> <li>- Create employee volunteers to participate in social activities</li> <li>- Have a human rights policy and promote its implementation</li> <li>- Have a policy against corruption and put it into practice</li> <li>- Develop products and services that take into account the safety and benefits of the community along with other aspects</li> <li>- Promote the conservation of natural resources</li> </ul>	<ul style="list-style-type: none"> <li>• Social Event</li> <li>• Online Communication</li> </ul>

**Information on organization's material sustainability topics**

**Organization's material sustainability topics**

The company has identified its sustainability : No materiality topics

Over the past year, the company has reviewed its :

sustainability materiality topics

Details of organization's material sustainability topics

Information on sustainability report

Corporate sustainability report

Corporate sustainability report : Doesnt Have data

Company sustainability disclosure aligned with standards

## Sustainability risk management

### Information on risk management policy and plan

#### Risk management policy and plan

##### (2) Risk Management Plan

The Company has a policy to manage various risks that are expected to affect the Company, considering both internal and external factors, to manage the types of risks and control the level to be appropriate and acceptable. The Company's management has established the following enterprise risk management process:

##### 1. Setting Objectives

Enterprise Risk Management, from identifying types of risk, risk assessment approaches, and methods for defining risk management measures, is in line with enabling the organization to achieve its missions, tasks, objectives, and goals set under the principle that the Company will conduct business under good corporate governance principles and in line with the vision and values of the organization.

##### 2. Determining the Acceptable Risk Level (Risk Appetite)

Risk Appetite is the scope in which management sets the boundaries of decision-making and the acceptable impact of decisions, ensuring that within such boundaries, the organization will still be able to operate sustainably and achieve its defined objectives.

The acceptable level of risk may be defined in the form of wording or statements to ensure that management and relevant parties share a common understanding. The level of risk tolerance should also be aligned with the risk assessment criteria.

##### 3. Risk Identification

The risk management process must be reviewed and considered for risk factors in all aspects, both internal and external, on a regular basis. It covers strategic risks, financial risks, management risks, compliance risks, information technology risks, and other operational risks, as well as fraud and corruption risks.

##### 4. Assessment of Risk Level and Risk Appetite

Risk assessment will consider the likelihood and impact if that type of risk occurs.

Reference link to risk management policy and plan : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-risk-management-policy-framework-and-plan-en.pdf>

Page number of the reference link : 1-8

### Information on ESG risk factors management standards

#### ESG risk factors management standards

Standards on ESG risk management : Yes

Standards on ESG risk management : Others : To implement the Company's Sustainability Development Policy

### Information on ESG risk factors

#### Risk factors on business operation

## Operational risk associated with the Company or the group of companies

### Risk 1 Business Risks

Related risk factors : Strategic Risk

- Business operations of partners in the supply chain
- Reliance on large customers or few customers
- Reliance on large partners / distributors or few partners / distributors
- Competition risk
- Economic risk
- ESG risk

Operational Risk

- Reliance on employees in key positions
- Information security and cyber-attack
- Delays in the development of future projects

ESG risk factors : Yes

#### Risk characteristics

##### 1. Risk of Generating Returns on Investment in Future Projects

Nature of Risk: The Company is exploring opportunities to expand into related businesses. However, there are risks associated with the global economic slowdown and volatility, which may prevent the Company from achieving its expected return on investment.

Impact of Risk: If new investment projects fail to achieve their targets, the Company's Return on Assets (ROA) and Return on Equity (ROE) may decline, potentially affecting the overall performance and return generating efficiency of the Company in the short to medium term.

Risk Management Measures: The Company seeks investments in businesses with long-term growth potential and sustainability, aiming to generate favorable returns through appropriate investment strategies aligned with future trends and circumstances. While awaiting investments in future projects, the Company will manage cash received from the IPO within the framework of the investment policy approved by the Board of Directors. This will be continuously monitored to ensure the Company achieves its expected returns and mitigates potential risks.

##### 2. Risk from Changes in Insurance Policy by Insurance Companies

Nature of Risk: Insurance companies will consider changing or revising their insurance policies, taking into account changes in the economy, politics, competition, natural disasters, and policyholder behavior.

Impact of Risk: Changes in insurance policies may pose a barrier to the reinsurance brokerage business of the Company due to the fact that such changes can affect consumer decision-making and the Company's service revenue. For example, changes in premium rates, terms of coverage, deductible compensation, liability limits, and coverage area restrictions.

Risk Management Measures: The Company manages risk by selecting insurance partners with strong financial standing, credibility, and a diverse range of products to meet the needs of all types of customers. At the same time, the Company has developed service quality as its selling point by establishing service standards to meet customer needs effectively, quickly, on time, reliably, and cost-effectively. This also ensures maximum partner satisfaction and continued trust in using the Company's services.

##### 3. Risk of Dependence on Major Insurance Clients (Cedants)

Nature of Risk: Risk arising from the Company's concentration of major clients, which are large insurance companies, contributing a significant portion of reinsurance premium revenue.

Impact of Risk: If these insurance companies adjust their reinsurance portfolio by reducing their proportions, or if major insurance companies experience problems or changes in their business direction, it could impact the Company's operations and revenue from reinsurance procurement.

Risk Management Measures: The Company prioritizes the selection and recruitment of insurance companies with strong financial standing, reputable brands, extensive industry experience, and a high level of professionalism to mitigate this risk. Additionally, the Company focuses on providing comprehensive reinsurance solutions, including consulting, product analysis, and development in collaboration with clients to enhance their strength. Furthermore, the Company actively builds strong business relationships with other insurance companies to expand business opportunities and reduce reliance on a limited number of clients.

#### **4. Risk of Dependence on Major Reinsurance Partners**

Nature of Risk: Risk arising from the Company's reliance on a few major reinsurance partners for a significant portion of its reinsurance brokerage fee revenue.

Impact of Risk: If that reinsurer changes its business policies, it could impact the Company's financial position and operating results.

Risk Management Measures: The procurement of reinsurance depends on the suitability of reinsurance contract terms and the qualifications of the reinsurer, primarily based on the insurance company's criteria and selection process. As a reinsurance broker, the Company prioritizes the selection of reinsurers based on their creditworthiness. This assessment considers reinsurance credit risk in accordance with the Company's criteria. The Company also emphasizes building strong relationships with both domestic and international reinsurers to manage existing partners and expand its network to new reinsurers. Leveraging its experience, database, and professionalism, the Company has gained recognition and trust from both domestic and international reinsurers, fostering long-standing relationships.

#### **5. Risk of Reinsurers Directly Contacting Insurance Companies (Cedants) for Reinsurance**

Nature of Risk: Risk arising from reinsurers directly engaging in reinsurance with insurance companies.

Impact of Risk: This could result in the Company losing reinsurance brokerage fee revenue.

Risk Management Measures: With extensive expertise in reinsurance, the Company understands various types of risks, the competitive landscape, and the state of the insurance market in Thailand. The Company also possesses strong negotiation skills to maximize benefits for insurance companies. Importantly, using the Company's services results in lower costs compared to direct dealings between insurance and reinsurance companies. Therefore, utilizing the Company's reinsurance brokerage services is cost-effective and has led partners to trust the Company as an intermediary in procuring reinsurance contracts, ensuring the best returns from effective reinsurance.

Furthermore, if reinsurers directly coordinate with insurance companies, they may encounter complexities related to language barriers, required documentation, and coordination, particularly with foreign reinsurers. Additionally, if reinsurers establish local branches, they would incur significant fixed and variable costs, such as office rent and employee expenses. Therefore, the Company believes that the likelihood of this risk materializing is low. The Company's extensive knowledge, understanding, expertise, and long-standing relationships with insurance companies enable it to provide valuable support to reinsurers. This also reduces the investment required for reinsurers to establish branches in Thailand. As a result, most reinsurers prefer to utilize the services of reinsurance brokers like the Company, who possess in-depth knowledge and understanding of insurance company needs and market trends.

#### **6. Risk of Reliance on Senior Management and Personnel in Business Operations**

Nature of Risk: The Company faces risks associated with its reliance on senior management for business operations, specifically Mr. Chanaphan Piriayaphan, Mrs. Yupares Piriayaphan, and Mr. Pornkasem Laudhittirut. These three individuals are co-founders of the Company and hold the positions of Chief Executive Officer, Deputy Chief Executive Officer, and Executive Vice President - Treaty and Total Solutions Reinsurance Department, respectively. With over 20 years of experience in the reinsurance industry, they possess extensive knowledge and expertise in the business.

Impact of Risk: If there are changes in these executives, it could significantly impact the Company's management.

Risk Management Measures: The Company has a Succession Plan to ensure workforce readiness in terms of both quality and quantity. This ensures continuity in appropriate management and prepares suitable personnel for key positions within the Company. The Company has also structured key positions and responsibilities to avoid concentration in a single executive. The Company prioritizes its employees and focuses on employee retention policies for long-term growth. This includes career path planning and appropriate compensation based on position and capabilities, benchmarked against industry standards. Additionally, the Company provides regular training to enhance employee knowledge and skills.

## **7. Risk from Competition in the Reinsurance Brokerage Industry and New Entrants**

Nature of Risk: Historically, the reinsurance brokerage business was not widely known due to its specialized and complex nature. However, with the continuous growth of the insurance industry, driven by increased policyholder understanding and access to insurance, insurance companies have experienced consistent financial performance improvements. This is coupled with the increasing value of insured risks annually. Consequently, reinsurance has become crucial in managing risks for insurance companies, enabling their sustainable and stable growth. As a result, insurance companies are increasingly opting for reinsurance. The reinsurance and reinsurance brokerage businesses have gained significant attention in recent years, leading to a growing number of reinsurance brokerage operators in Thailand, including both Thai and foreign companies entering the market through joint ventures.

Impact of Risk: The Company may be impacted by intense competition from the increasing number of competitors in the industry. This could lead to competition in reinsurance brokerage fees, potentially reducing the Company's revenue.

Risk Management Measures: To address this risk, the Company has established a strategy to continuously develop diverse and sought-after reinsurance products for insurance companies. This strategy emphasizes analyzing consumer needs, monitoring current situations, and consistently assessing trends in the insurance business. It also involves close collaboration with insurance and reinsurance companies for operational efficiency. This ensures that the developed insurance products genuinely meet the needs of policyholders and that the reinsurance process for insurance companies is seamless and aligned with the requirements of both insurance and reinsurance companies. This strategy not only enhances the quality of insurance products for the Company's clients but also fosters strong relationships with insurance companies. It enables the Company to offer a wider range of high-quality reinsurance products, providing a competitive advantage in the reinsurance brokerage market.

## **8. Insurance Risk**

Nature of Risk: This risk relates to the assessment of insurance products, such as mortality rates, morbidity rates, policy persistency, and expense volatility. It may also include catastrophic events like pandemics or natural disasters.

Impact of Risk: Without proper management and consideration of insurance products, the Company's operations may be adversely affected.

Risk Management Measures: The Company manages insurance risk from the product design stage to ensure that products meet customer needs at a fair price, are easy to understand, provide customer satisfaction, and encourage renewals in subsequent years. Risks associated with product design are considered through a new product approval

process, which includes reviewing the insurance plan, pricing, and the product's risk level. Additionally, the Company continuously monitors product performance as part of the Actuarial Control Cycle. This minimizes potential risks associated with both new and existing products.

## 9. Corruption Risk

Nature of Risk: The Company may face corruption risk arising from business operations involving business processes, coordination with business partners, and the exercise of discretion by personnel in each department. If the identification, assessment, and monitoring of corruption risk are not conducted comprehensively or in a timely manner, such risk may not be properly managed.

Impact of Risk: Corruption may cause damage to the Company's reputation, credibility, and corporate image, as well as financial losses, legal liabilities, and penalties imposed by regulatory authorities. It may also affect the confidence of shareholders, customers, business partners, and other stakeholders, which could impact the achievement of the Company's objectives and its sustainable growth.

Risk Management Measures: The Company places importance on the prevention and suppression of corruption by conducting an assessment and review of corruption risk on an annual basis through a systematic risk management process. This covers the establishment of assessment criteria, risk identification and analysis, evaluation of the effectiveness of internal control systems, and the determination of risk mitigation measures to reduce risk to a level acceptable to the organization.

In this regard, executives of each department are directly responsible for identifying, assessing, and managing risks within their respective areas, while the internal audit function provides advisory services, consolidates assessment results, monitors implementation, and regularly reports to the Audit Committee and the Board of Directors.

In addition, the Company has established clear anti-corruption policy and a code of conduct applicable to directors, executives, employees, and relevant parties, and communicates and fosters an organizational culture of integrity, transparency, and accountability. The Company has internal controls covering high-risk activities such as gift-giving, entertainment, donations, political contributions, and the giving or receiving of bribes. The Company has also provided channels for whistleblowing or complaints, along with measures to protect whistleblowers and the imposition of penalties in accordance with relevant rules and laws, to ensure that corruption risk management is effective and consistent with the principles of good corporate governance.

### Risk-related consequences

Impact of each risk as mentioned above.

### Risk management measures

Risk management measures for each item mentioned above.

### Risk 2 Regulatory Risk

Related risk factors :

#### Compliance Risk

- Change in laws and regulations

ESG risk factors : Yes

### Risk characteristics

#### Risks from changes in regulations related to reinsurance brokers and insurance

Currently, the Company's reinsurance brokerage business is regulated by the Non-Life Insurance Act B.E. 2535 (as amended). The Company's business operations must comply with the said Act and subordinate laws, with the OIC acting as the regulatory authority and setting the criteria and conditions for conducting reinsurance brokerage business in various matters, such as

- Issuing and renewing licenses for juristic persons to be direct and reinsurance brokers
- Collection of reinsurance premiums

- Filing reports on the operating results of reinsurance brokerage

### **Risk-related consequences**

If the laws governing the reinsurance brokerage business change significantly, the Company may not be able to comply with relevant laws, regulations, and announcements. This could have a material adverse effect on the Company's financial position and results of operations. In addition, if the rules and regulations affecting insurance companies change, it could also indirectly affect the Company.

### **Risk management measures**

The Company has placed great importance on conducting business in strict compliance with the OIC's regulations related to insurance brokerage. As a result, the Company has been granted licenses for direct non-life insurance and reinsurance brokerage continuously since its establishment. Moreover, the Company has studied and monitored regulatory changes in foreign countries, which serve as a good indicator of potential changes in Thailand. As the insurance industry is global, the Company is confident in its readiness and ability to adapt to future regulatory changes.

### **Risk 3 Financial Risks**

Related risk factors :

#### Financial Risk

- Default on payment or exchange of goods
- Fluctuation in exchange rates, interest rates, or the inflation rate

ESG risk factors : No

### **Risk characteristics**

#### **1. Risk from outstanding reinsurance premium collection**

Nature of Risk: Currently, reinsurance contracts stipulate the payment of reinsurance premiums in installments. However, in some cases, large insurance companies have rather stringent documentary procedures, which may result in disbursements not being made within the agreed-upon timeframe.

Impact of Risk: This situation results in delays in receiving reinsurance premiums, leading to outstanding balances for receivables in the financial statements. This could potentially impact the Company's future business opportunities.

Risk Management Measures: The Company recognizes this risk and has implemented a policy to closely monitor outstanding reinsurance premiums to prevent the risk of delayed reinsurance premium income. Furthermore, to mitigate potential risks, the Company has established criteria for assessing the quality of insurance companies before conducting business with them. The Company has a process for collecting historical payment statistics and examining the financial strength of insurance companies before accepting work. This ensures that the Company provides reinsurance brokerage services with reputable partners who have a stable financial standing.

#### **2. Foreign exchange risk**

Nature of Risk: As the majority of reinsurers that the Company conducts business with are foreign companies, transactions related to receiving and transferring reinsurance premiums, claims payments, and other related transactions are exposed to foreign exchange risk due to the use of different currencies.

Impact of Risk: International transactions may be exposed to the risk of currency fluctuations in those countries, leading to inaccuracies in calculating the amount of money received or paid. This could affect the Company's operating results.

Risk Management Measures: To mitigate the aforementioned risk, the company has a policy of conducting financial transactions with reinsurance companies primarily in Thai Baht. This means that most of the reinsurance premium rates

in reinsurance contracts, claims settlement documents, and other items related to financial transactions are denominated in Thai Baht.

### **Risk-related consequences**

Impact of each risk as mentioned above.

### **Risk management measures**

Risk management measures for each item mentioned above.

### **Risk 4 Emerging Risks**

Related risk factors : Strategic Risk

- ESG risk

Operational Risk

- Information security and cyber-attack

ESG risk factors : Yes

### **Risk characteristics**

#### **1. Risk of Cyberattacks and Damage to Information Technology Systems**

Nature of Risk: Advancements in technology and artificial intelligence (AI) offer numerous benefits to society and the economy. However, these technologies can also pose significant cybersecurity threats, ethical dilemmas, and reliability issues. These are emerging risks in today's business world. The Company's business operations primarily rely on computer systems, with communication and transactions with insurance and reinsurance companies conducted online, including sales proposals, underwriting, document management, system integration with partners, accounting, and debt collection.

Impact of Risk: If a cyberattack occurs, or if the computer system is damaged and cannot be restored promptly, it could impact the efficiency of sales, after-sales service, accounting, and debt collection. Additionally, damage to all or part of the database could affect the Company's overall operations.

Risk Management Measures: The Company prioritizes managing the risk of cyberattacks. We have established a robust information technology risk management framework and engaged a specialized cybersecurity firm to conduct audits and monitor for cyber threats across all channels. They promptly report any anomalies or potential threats to the Company. Our current cybersecurity system is effective and meets relevant international standards.

#### **2. Environmental, Social, and Governance (ESG) Risks**

Nature of Risk: Environmental, Social, and Governance (ESG) factors play an important role in sustainable business operations. If the Company is unable to properly manage and integrate ESG issues into its strategy and operations, this may give rise to risks to business operations and long-term growth.

Impact of Risk: Inadequate ESG practices or practices that are not aligned with stakeholders expectations may result in the loss of business opportunities and confidence from customers, investors, and business partners. It may also affect the Company's ability to attract and retain qualified personnel, which could impact the Company's long-term competitiveness.

Risk Management Measures: The Company recognizes the importance of sustainable business operations and has established policies and guidelines on sustainability development by integrating ESG principles into strategy formulation, operations, and corporate governance, while taking into account all stakeholder groups. The Company also regularly monitors and reviews ESG performance to support stable and sustainable growth.

### **Risk-related consequences**

Impact of each risk as mentioned above.

### **Risk management measures**

Risk management measures for each item mentioned above.

## Information on business continuity plan (BCP)

### Business Continuity Plan (BCP)

Business Continuity Plan (BCP) : Yes

The Company has established a Business Continuity Plan (BCP) to ensure that the business can continue operations in the event of incidents that may impact normal operations, such as natural disasters, system failures, or other crises. This includes assessing risks that could affect business operations, preparing personnel to handle crisis situations, implementing measures for data backup and recovery of information technology systems to prevent data loss, and planning communication during incidents. Management will regularly review the Business Continuity Plan to ensure it can address current potential scenarios.

## Sustainable supply chain management

### Information on sustainable supply chain management policy and guidelines

#### Sustainable supply chain management policy and guidelines

Company's sustainable supply chain management : Yes  
policy and guidelines

Link for company's sustainable supply chain : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-sustainability-development-policy-en.pdf>  
management policy and guidelines

Page number of the reference link : 1-2

### Information on sustainable supply chain management plan

#### Sustainable supply chain management plan

Company's sustainable supply chain management : Yes  
plan

The Company prioritizes operations to ensure sustainability in every process throughout the business chain, while promoting and supporting stakeholders across the business chain to operate according to sustainable development guidelines. This is done to create value and long-term growth for the Company.

### Information on new suppliers undergoing sustainability screening criteria

#### New suppliers undergoing sustainability screening criteria

Does the company use sustainability screening : No  
criteria with new suppliers?

### Information on supplier code of conduct

#### Supplier code of conduct

Supplier code of conduct : Yes

Reference link to supplier code of conduct : <https://investor.tqr.co.th/storage/download/corporate-governance/corporate-policies-documents/2026/tqr-code-of-conduct-en.pdf>

Page number of the reference link : 3

### Information on key suppliers acknowledging compliance with the supplier code of conduct

**Key suppliers acknowledging compliance with the supplier code of conduct**

Does the company require key suppliers to : No  
acknowledge compliance with the supplier code of  
conduct?

## Innovation development

### Information on innovation development policy and guidelines in an organizational level

#### Research and development policy (R&D)

Company's research and development (R&D) policy : Yes

#### Research and development (R&D) expenses over the past 3 years

	2023	2024	2025
Research and development (R&D) expenses over the past 3 years (Million Baht)	0.00	0.00	0.00

#### Additional explanation for research and development (R&D) expenses over the past 3 years

The Company does not engage in research and development activities in the form of technological or laboratory-based research. Expenses related to the development of knowledge, work processes, information systems, or personnel development are therefore included in administrative expenses or other operating expenses, and are not presented separately as research and development (R&D) expenses.

### Information on organizations innovation culture development and promotion process

#### Process of developing and promoting the company's innovation culture

Process of developing and promoting the company's : Yes  
innovation culture

The Board of Directors prioritizes the development of innovation for the Company's sustainable growth, thus encouraging management to seek new products that incorporate innovative and modern technologies, benefiting society and customers, while also ensuring environmental preservation. Additionally, the Board supports the integration of advanced information technology within the organization by establishing an appropriate governance framework and enterprise-level IT management to develop operational processes and manage business risks. This ensures that the Company can achieve its objectives and core goals in a sustainable manner.

### Information on innovation development benefits and research and development (R&D) expenses

#### Benefits of innovation development

##### Financial benefits

Does the company measure the financial benefits : No  
from innovation development?

##### Non-financial benefits

Does the company measure the non-financial : No  
benefits from innovation development?

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