

The Structure and Responsibilities of the Board of Directors

Structure of the Board of Directors

According to Article 27 in the Company's Articles of Association, the Company has a Board of Directors, consisting of at least 5 and no more than 15 members. The Board is elected by AGM. The directors shall have the qualifications prescribed by law and regulations.

No less than three-quarters of the directors must be Thai nationals and no less than half must be Thai resident. The Board chooses one of its members to be the Chairman, other one or more, if deemed appropriate, to be the Vice Chairman. The President is also elected from its members by the Board.

Responsibilities of the Board of Directors

Consisting of experts with knowledge, skills, and extensive business experience, the Board of Directors has responsibilities according to CG ethical standard and code of conduct as follows:

- The Board is independent of management and free from any business or other relationship which could interfere with its independent judgment.
- The Board is aware of its responsibilities towards all groups of stakeholders.
- The Board takes part in the formulation of vision, policies, and goals of the Company, which are used as the framework for developing business plan and annual budget.
- The Board supervises the management of the business to ensure effective and efficient performance in line with the Company objectives, regulations, and shareholders' decision.
- The Board has an obligation to act in the best interest of the Company based on accountability, integrity, and prudence.

