
Report of Corporate Governance Committee



“With a commitment to conducting business and managing the organization under good corporate governance principles, the Company received an assessment of the Corporate Governance Survey of Thai Listed Companies for 2021 at “Excellent” level at 95%, the highest in the past 6 years of receiving an excellent result.

Dear Stakeholders,

In the fiscal year 2021, the Corporate Governance Committee in total of 4 persons had 2 meetings and reported minutes of meetings to the Board of Directors every time. Details of the meeting attendance and summary of the duties of the Corporate Governance Committee which has been performed in the fiscal year 2021 are as follows:

- Assoc. Prof. Tithiphan Chuerboonchai Chairman
Meeting attendance 2/2 times
- Mr. Suwit Chindasanguan Member
Meeting attendance 2/2 times
- Mr. Panote Sirivadhanabhakdi Member
Meeting attendance 2/2 times
- Mr. Worawat Srisa-an Member
Meeting attendance 2/2 times
- Acknowledged the amendments to laws, rules and regulations of regulators related to UV Group's various operations. In 2021, the Corporate Governance Committee considered and proposed to the Board of Directors' meeting to approve the improvement of Anti-Corruption Policy by requiring payment of

facilitation payments that may lead to corruption is prohibited in UV Group's business activities and adding guidelines for hiring government officials in line with the self-assessment version 4.0 of Thai Private Sector Collective Action Coalition Against Corruption Project, which has increased the assessment of facilitation payments and hiring government officials (Revolving Door). The revised self-assessment form is effective from 1 July 2021 onwards.

In addition, the Corporate Governance Committee proposed to the Board of Directors meeting to approve the addition of Personal Data Protection Practices in Code of Business Ethics and add a statement about the compensation measures in case of violation of the legal rights of stakeholders in Corporate Governance Policy and Code of Business Ethics to be consistent and complete in accordance with United Nations Framework and Guiding Principles on Business and Human Rights in accordance with the guidelines for sustainable development of the business sector.

- Compare the Corporate Governance Policy and Code of Business Ethics of the Company with Corporate Governance for listed companies 2017 (CG Code) and the criteria of the Corporate Governance Report of Thai Listed Companies (CGR) for the fiscal year 2021, it was found that the current corporate governance policies and practices are mostly consistent with the CG Code as well as being appropriate to the current corporate environment and business context of UV Group, including study the guidelines for improving the assessment criteria for the Corporate Governance Report of Listed Companies (CGR) project of the Thai Institute of Directors Association (IOD), which will be assessed in 2023 to prepare the Company further.
- Follow up for directors and executives to comply with the Corporate Governance Policy and Code of Business Ethics, such as reviewing securities holding information, interest and conflict of interest every year as well as following up to regularly communicate the Corporate Governance Policy, Code of Business Ethics and Anti-corruption Policy to executives and employees in order to raise awareness and strictly abide. In addition to providing annual training to review the business ethics guidelines in 4 matters directly related to the work of executives and employees, namely the Use of Inside Information and Confidentiality of Information, Anti-Corruption, Conflict of Interest and Responsibility to Stakeholders via watching video clips through PacD Application and taking the test, the Corporate Governance Committee has encouraged the disclosure of knowledge and practices of UV Group's sustainable development, such as Human Rights Policy, Supply Chain Management Policy and Risk Management Policy to executives and employees for further acknowledgment in order to raise awareness and create the participation of executives and employees in driving UV Group to operate on the basis of good corporate governance.
- Ensure that there is an assessment of the performance of the year 2021 of the Board of Directors and all Sub-Committees both the whole and the individual by using assessment form according to guidelines of the Stock Exchange of Thailand, as well as reporting the assessment results to the Board of Directors for acknowledgment and disclose information in 56-1 One Report.
- Support and oversee the rights of minority shareholders by following up the Company to give the opportunity to the minority shareholders to nominate persons to be nominated as directors, propose the meeting agenda and submit questions about the Company in advance of the 2022 Annual General Meeting of Shareholders as well as to ensure that the Company disclose important information to shareholders in accordance with the rules of the regulatory agencies through the news system of the Stock Exchange of Thailand and the Company website which is a channel that shareholders can access easily and equally.
- Review the Charter and assess the performance for the fiscal year 2021 of the Corporate Governance Committee in order to use the results and recommendations received from the assessment to improve the efficiency of duties.

Due to the Company's determination to operate business and manage the organization under the principles of good corporate governance by adhering to the best interests of the Company and shareholders, along with taking into account the stakeholders, society and environment which is an important way to lead to the sustainable growth of the Company, resulting in 2021, the Company received assessment results on Corporate Governance Survey of Thai listed companies by Thai Institute of Directors at "Excellent" level at 95%, which is the highest assessment result in the 6 years of being evaluated at excellent level and has been assessed on the quality of the 2021 Annual General Meeting of Shareholders by the Thai Investors Association with a full score of 100 points.



(Assoc. Prof. Tithiphan Chuerboonchai)
Chairman of Corporate Governance Committee