Corporate Governance Policy

Effective Date: December 9, 2024

Objectives

Taokaenoi Food & Marketing Public Company Limited ("the Company") is committed to conducting business with sustainability, transparency, and accountability toward all stakeholders, including shareholders, employees, partners, customers, distributors, government agencies, communities, and the environment. In this regard, the Board of Directors has deemed it necessary to review and improve the Corporate Governance Policy to align with the 2017 Corporate Governance Code (CG Code) for listed companies, as issued by the Securities and Exchange Commission (SEC). This policy serves as a guideline for the Board of Directors and employees in conducting their duties alongside the TKN Code of Conduct, with the goal of achieving sustainable growth, delivering strong returns to shareholders, meeting stakeholder expectations effectively, and ensuring transparency and fairness in all business operations.

Scope

The Company has established a written Corporate Governance Policy to ensure clarity in communication with both internal and external personnel, as well as all stakeholders. The policy is subject to annual review or revision as necessary to remain up to date and aligned with the guidelines set by the SEC and other regulatory bodies. The Company is committed to publicly disclosing and communicating this policy to ensure that directors, executives, and employees at all levels adhere to and strictly comply with its principles.

Corporate Governance

The Company adopts four key principles as the foundation for corporate governance:

1. **Ethics:** Conducting business with integrity and ethical standards.
2. **Responsibility:** Committing to efficient performance while ensuring accountability and transparency, fostering trust among stakeholders.
3. **Equitable Treatment:** Treating all stakeholders fairly and impartially.
4. **Sustainable Value Creation:** Enhancing corporate value alongside sustainable business development to ensure long-term benefits for the Company and its stakeholders.

Corporate Governance Practices

To align with good corporate governance principles, the Company adheres to the Principles of Good Corporate Governance for Listed Companies 2017, as issued by the Securities and Exchange Commission (SEC). The Company follows eight key corporate governance principles:

Principle 1	Roles and Responsibilities of the Board of Directors
Principle 2	Establishing Company's Objectives and Key Goals for Sustainability
Principle 3	Enhancing an Effective Board of Directors
Principle 4	Selecting and Developing Senior Executives and Managing Human Resources

Principle 5	Encouraging Innovation and Responsible Business Practices
Principle 6	Ensuring a Proper Risk Management and Internal Control System
Principle 7	Maintaining Financial Credibility and Information Disclosure
Principle 8	Encouraging Shareholder Participation and Communication

Principle 1 Roles and Responsibilities of the Board of Directors

Principle 1.1	The Board of Directors should understand their role and recognize their responsibility as leaders overseeing the organization's effective governance. This includes: 1. Defining the objectives and goals of the Company. 2. Establishing strategies, operational policies, and allocating key resources to achieve the Company's objectives and goals. 3. Monitoring, evaluating, and overseeing the reporting of business performance.
Principle 1.2	To ensure sustainable value creation, the Board should guide the Company toward achieving the following governance outcomes: 1. Competitiveness and Performance with Long-Term Perspective – Maintaining strong business performance while considering long-term impacts. 2. Ethical and Responsible Business – Conducting business with integrity, respecting shareholder rights, and being accountable to all stakeholders. 3. Good Corporate Citizenship – Contributing positively to society and mitigating negative environmental impacts. 4. Corporate Resilience – Ensuring the Company can adapt effectively to changing external factors.
Principle 1.3	The Board is responsible for ensuring that all directors and executives perform their duties with care (duty of care) and integrity (duty of loyalty) while ensuring that the company operates in compliance with laws, regulations, and shareholder resolutions.
Principle 1.4	The Board should have a clear understanding of their scope of responsibilities and establish clear delegation of duties to the CEO and management team, ensuring that they execute their assigned responsibilities effectively.

Principle 2 Establishing Company's Objectives and Key Goals for Sustainability

Principle 2.1	The Board of Directors should establish and oversee the Company's objectives and key goals to ensure sustainability. These objectives and goals should align with value creation for the Company, customers, stakeholders, and society as a whole.

Principle 2.2	The Board should ensure that the Company's objectives, goals, and medium-term and/or annual strategies are aligned with achieving its core mission. This includes the appropriate and safe adoption of innovation and technology.

Corporate Governance for Sustainability – Aligned Practices

The Company ensures that its objectives and key goals align with sustainability, creating value for the business, customers, stakeholders, and society as a whole. The following guidelines have been established:

1. The Board of Directors is responsible for ensuring that the Company has clear and appropriate objectives and key goals that serve as the foundation for its business model. These objectives should be communicated across the organization to ensure alignment and direction. The Board is also responsible for defining the Company's vision, mission, values, and other guiding principles. The Board will design a business model that enhances corporate value by focusing on innovation and technology in business management while maintaining a commitment to customers and business partners. This approach aims to showcase the potential of the Company's products and support business expansion.
2. To achieve these objectives and key goals, the Board will ensure that the business model creates value for both the Company and stakeholders while considering:
   - Evaluating external factors and integrating appropriate innovations and technologies to maintain competitive advantage.
   - Balancing business objectives with the expectations of customers and other key stakeholders.
   - Assessing the Company's expertise, capacity, and ability to compete effectively.
   - Ensuring the Company can generate returns for stakeholders
3. The Company conducts its business with consideration for both stakeholders and society, taking into account various relevant factors. The Board of Directors considers key aspects in defining the Company's objectives, goals, and business model, such as the purpose of the business (Mission), target customer segments, profitability and competitive strategies through value creation (Value Proposition), and long-term sustainability. Additionally, the Board evaluates how the business can remain viable amidst opportunities and risks that impact both the Company and its stakeholders, ensuring that risk management measures are appropriately implemented to mitigate or control significant risks within an acceptable level.
4. The Board has established corporate values that reflect the principles of good corporate governance, including Integrity (adhering to ethical principles), Passion (a dedicated workforce), Goal Oriented (collaborative efforts toward achieving objectives), Customer Centric (developing products with customer needs in mind), and Caring (contributing to society for sustainable growth).
5. The Board promotes communication and integration of the Company's core objectives and goals into decision-making and operations at all levels. All business decisions are made with these objectives in mind while assessing potential risks and impacts on the Company, society, communities, and the environment, ultimately shaping a strong corporate culture.

6. The Board of Directors will oversee the development of strategies and annual plans to ensure alignment with the Company's objectives and key goals, taking into account the current business environment, opportunities, and acceptable risks. The Board must also support the formulation or review of medium-term objectives, goals, and strategies (3-5 years) to ensure that the annual strategies and plans consider longer-term impacts while remaining reasonably predictable.
7. In defining the Company's strategies and annual plans, the Board will ensure an in-depth analysis of the business environment, factors, and risks that may impact stakeholders throughout the entire value chain, including any risk factors that may affect the achievement of the Company's primary goals. The strategy should incorporate mechanisms to genuinely understand stakeholders' needs by:
    - Clearly defining methods, processes, and channels for stakeholder engagement and communication to ensure the Company accurately gathers relevant issues and concerns from different stakeholder groups.
    - Identifying internal and external stakeholders, including individuals, groups, organizations, employees, investors, customers, partners, communities, society, the environment, government agencies, and regulatory bodies.
    - Recognizing stakeholder expectations and concerns, analyzing them, and prioritizing them based on their significance and impact on both the Company and stakeholders to determine key areas where value can be jointly created.
8. When formulating strategies, the Board of Directors will oversee the promotion and integration of innovation and technology to enhance competitiveness and stakeholder responsiveness, while maintaining a commitment to social and environmental responsibility.
9. The Board of Directors will establish objectives that align with the business environment and the Company's potential, setting both financial and non-financial targets. Additionally, the Board will be mindful of the risks associated with goal-setting, ensuring that objectives do not encourage illegal or unethical conduct.
10. The Board will oversee the communication of objectives and goals through strategies and action plans to ensure they are effectively implemented across the entire organization.
11. Furthermore, the Board will ensure proper resource allocation and operational controls, as well as monitoring the execution of strategies and annual plans. This may include assigning responsible personnel, developing action plans, specifying accountable parties, allocating budgets, defining timelines, setting performance indicators, and tracking progress. Regular progress review meetings will be held as determined by the management team to monitor implementation. Additionally, performance results will be reviewed to adjust plans as necessary in response to changing circumstances.

Principle 3 Enhancing an Effective Board of Directors

Principle 3.1	The Board of Directors is responsible for determining and reviewing the Board structure, including its size, composition, and proportion of independent directors, ensuring it is suitable and essential for guiding the organization toward its defined objectives and key goals.
Principle 3.2	The Board should select an appropriate Chairman and ensure that the Board's composition and operations facilitate independent decision-making.
Principle 3.3	The Board should oversee a transparent and well-defined process for nominating and selecting directors, ensuring that the Board's composition aligns with the established qualifications.
Principle 3.4	When proposing director compensation for shareholder approval, the Board should ensure that the compensation structure and rates are appropriate to the responsibilities and serve as an incentive for the Board to drive the organization toward achieving both short-term and long-term goals.
Principle 3.5	The Board should ensure that all directors fulfill their responsibilities and allocate sufficient time to perform their duties effectively.
Principle 3.6	The Board should establish governance frameworks and mechanisms for overseeing the policies and operations of subsidiaries and significant investments in other entities. This should be tailored to each entity's business environment and include effective communication to ensure a mutual understanding between the Company and its subsidiaries or invested entities.
Principle 3.7	The Board should conduct an annual performance evaluation of the Board, Board Committees, and individual directors. The evaluation results should be used to enhance the effectiveness of the Board's duties.
Principle 3.8	The Board should ensure that directors have sufficient knowledge and understanding of their roles, business operations, and relevant laws. Additionally, the Board should support continuous skill and knowledge development for all directors to enhance their performance.
Principle 3.9	The Board should ensure that Board operations are efficient and well-organized, with access to necessary information. The Board should also have a qualified and experienced Company Secretary who can provide appropriate support for the Board's activities.

Principle 4 Selecting and Developing Senior Executives and Managing Human Resources

Principle 4.1	The Board of Directors should ensure that there is a structured process for selecting and developing the Chief Executive Officer (CEO) and senior executives, ensuring they possess the knowledge, skills, experience, and attributes necessary to drive the organization toward its goals.
Principle 4.2	The Board should oversee the establishment of an appropriate compensation structure and performance evaluation system for executives.

Principle 4.3	The Board should understand the shareholding structure and relationships among shareholders that may impact the management and operations of the Company.
Principle 4.4	The Board should monitor and oversee human resource management and development, ensuring that the Company has a sufficient workforce with the appropriate knowledge, skills, experience, and motivation to support its strategic objectives.

Principle 5 Encouraging Innovation and Responsible Business Practices

Principle 5.1	The Board of Directors should prioritize and support the development of innovations that create value for the business while also benefiting customers and stakeholders. These innovations should be implemented with a commitment to social and environmental responsibility.
Principle 5.2	The Board should ensure that management conducts business responsibly, considering social and environmental impacts, and that these principles are integrated into the operational plan. This ensures that all areas of the organization operate in alignment with the Company's objectives, key goals, and strategic plans.
Principle 5.3	The Board should monitor and oversee the efficient and effective allocation and management of resources, considering the impact and development of resources across the value chain. This approach supports the achievement of the Company's objectives and sustainable long-term goals.
Principle 5.4	The Board should establish a corporate IT governance and management framework that aligns with the Company's needs. Additionally, the Board should oversee the utilization of information technology to enhance business opportunities, operational efficiency, and risk management, ensuring that the Company can successfully achieve its objectives and key goals.

Compliance with Business Ethics – Aligned Practices

1. Human Rights and Labor

   The Company places great importance on fundamental human rights, promoting respect for individual rights and freedoms by ensuring non-discrimination for all people. The Company actively supports equality, without distinction of gender or social class, and firmly commits to not engaging in or supporting businesses associated with human rights violations. The Company ensures fair and equal treatment of employees by providing benefits that meet or exceed legal requirements, maintaining workplace safety and hygiene, and offering training and career development opportunities. Employees are encouraged to enhance their skills in various areas, and fair compensation structures are established. Additionally, the Company strictly complies with labor laws and internal regulations to ensure just and equitable treatment of all employees.

2. Environmental Responsibility

The environment is essential to human survival and sustainable growth. As a manufacturer and distributor of snack products derived from natural ingredients, the Company recognizes that global environmental changes directly impact the quality of raw materials and packaging. The Company conducts environmental impact assessments before implementing any operations and designs processes that minimize environmental impact through the use of appropriate technology. The Company also takes measures to protect and restore biodiversity affected by its business activities, properly manage waste disposal and emissions, and monitor greenhouse gas emissions. Additionally, the Company fosters a culture of environmental awareness, ensuring that all employees incorporate eco-friendly practices into their daily operations.

3. Delivering Product Value to Consumers

   The Company is committed to developing safe and enjoyable products for consumers, prioritizing consumer health and well-being. This commitment extends across the entire value chain, from raw material procurement, production processes, and packaging to occupational health and environmental management. The Company ensures strict quality control at every stage to deliver safe and high-quality products that prioritize consumer health. Additionally, employees are encouraged to adopt a mindset of delivering happiness through safe and health-conscious product consumption.

4. Anti-Corruption Policy

   The Company conducts its business with transparency and integrity, ensuring compliance with all relevant laws and standards. The Company has established and publicly declared its Anti-Corruption Policy, encouraging other companies and business partners to adopt and declare similar policies. Additionally, the Company maintains its membership in the Thailand Private Sector Collective Action Coalition Against Corruption (CAC) to enhance stakeholder and shareholder confidence.

5. Gifts and Hospitality

   The exchange of gifts, benefits, assets, services, entertainment, or hospitality in business dealings must adhere to local customs, traditions, and legal regulations. The value of such exchanges must be reasonable, align with the Company's Anti-Corruption Policy, and must not influence unfair decision-making.

6. Conflict of Interest Management

   In all business activities, employees must act in the best interests of the Company while maintaining legal and ethical compliance. Employees should avoid any actions that could result in conflicts of interest, which may compromise decision-making.

7. Political Neutrality

   The Company maintains political neutrality and does not provide financial or other forms of support to political parties, political groups, or individuals with political influence, whether directly or indirectly, at the local, regional, or national level. The Company respects the political rights of its employees as their personal right; however, all employees must ensure that they do not associate the Company’s name with any political activities.

8. Personal Data Management

   To ensure compliance with legal regulations, the Company respects the rights and privacy of personal data belonging to business partners, customers, and employees. Information such as status, transaction history, contact details, and other personal data is protected and must not be used, disclosed, or transferred to any third party in violation of legal privacy rights. The Company has established and publicly declared its Personal Data Protection Policy, which provides clear guidelines, mechanisms, and measures for governing and managing personal data appropriately, transparently, and in accordance with the law.

9. Use of Internal Information

   All employees, regardless of their position, must not use internal company information for personal gain. Employees are also prohibited from disclosing internal company information to unauthorized individuals for any improper benefit.

10. Intellectual Property Use and Protection

    The Company respects and does not infringe upon the intellectual property rights of others while also ensuring the protection of the Company's own intellectual property from unauthorized use by third parties.

11. Disclosure and Communication of Information

    The disclosure of Company information must be conducted only by authorized personnel and must adhere to the principles of accuracy, fairness, and verifiability in compliance with relevant laws.

12. International Business Operations

    The Company conducts international business in accordance with the laws, regulations, and cultural norms of the countries in which it operates. However, all international operations must remain consistent with the Company's ethical principles and code of conduct.

13. Fair Competition

    The Company upholds fairness, integrity, and transparency in its business operations and does not engage in unfair competitive practices. The Company ensures that all business competition is conducted ethically and in compliance with relevant laws and regulations.

14. Anti-Money Laundering Compliance

    The Company strictly adheres to all applicable anti-money laundering laws and regulations.

Treatment of Stakeholders – Aligned Practices

The Company recognizes the importance of fair treatment of stakeholders and respects the rights of both internal and external stakeholders. Stakeholders are treated in accordance with their legal rights, and the Company encourages collaboration with stakeholders to promote financial stability, business sustainability, and long-term value creation. The Company’s corporate governance system involves multiple groups of stakeholders, and their treatment can be summarized as follows:

1. **Shareholders –** As the owners of the Company, shareholders are a key priority. The Board of Directors, acting on behalf of shareholders, manages and conducts business with care and diligence to achieve the Company's objectives. The Company ensures equal and fair treatment of all shareholders and provides regular, accurate, complete, and transparent disclosures. Additionally, the Company strictly prohibits directors, executives, and employees from exploiting non-public information for personal gain.
2. **Employees –** The Company is committed to establishing a fair and transparent human resource management system and performance evaluation framework in line with human rights principles. The Company recruits and retains employees based on competence and experience, continuously fostering professional development and providing opportunities for career growth and job stability. Employees are treated equally and fairly across various aspects:
   - Compensation – Employee compensation is determined based on knowledge, experience, job position, and responsibilities, aligning with both short-term and long-term business performance and the Company's annual compensation budget. The compensation structure is designed to reflect the Company's value creation for shareholders, economic conditions, and industry standards, provided in the form of salary and bonuses with a structured wage system.
   - Employee Benefits – The Company provides competitive benefits and privileges comparable to those offered by other companies in similar industries, in full compliance with legal requirements. These benefits include employee uniforms, annual health check-ups, social security, group insurance (life and health insurance), and a provident fund.
   - Long-Term Employee Care – The Company maintains a provident fund for employees, where participating employees contribute 3-7% of their salary monthly, with the Company matching contributions at the same rate based on the employee's tenure.
3. **Customers -** The Company is committed to continuous product quality improvement, with a strong focus on consumer safety and product excellence, ensuring maximum customer satisfaction. The Company takes full responsibility for its customers and strives to build their confidence and trust by offering high-quality products at fair and reasonable prices. To enhance customer experience and support, the Company has established a customer relations department responsible for providing product guidance and handling customer complaints. Customers can report product issues or service concerns via email or the Call Center, enabling the Company to address and resolve issues efficiently. Additionally, customer feedback is utilized to improve products and services continuously.
4. **Business Partners, Competitors, and Creditors -** The Company upholds fairness and integrity in its business operations, maintaining mutual benefits with all parties under ethical business conduct. The Company strictly complies with laws, regulations, and contractual obligations, fostering strong business partnerships and maintaining positive relationships with all stakeholders. The Company ensures that all contracts with creditors are legally sound, fair, and transparent, without exploitation of any party. Business competition is conducted ethically and transparently, adhering to agreed-upon trade terms

and contracts. The Company supports partners and business associates who operate with ethics, social responsibility, and environmental consciousness. The Company refrains from engaging in transactions with individuals or entities involved in illegal or corrupt activities. Procurement decisions are based on fair and reasonable pricing, product quality, and service efficiency. Clear and transparent procurement regulations are in place to ensure fairness and mutual benefits. To prevent corruption involving business partners and employees, the Company immediately terminates relationships with any partner found engaging in bribery, corruption, or any unethical means to secure contracts or transactions.

5. **Community, Society, and Environment -** The Company acknowledges its role as an integral part of society and the community and places great emphasis on corporate social and environmental responsibility. The Company promotes employee education and training programs to foster awareness and responsibility toward communities, the environment, and society at large. Additionally, employees are encouraged to participate in various corporate social responsibility (CSR) activities organized by the Company.

The Company conducts its business with a strong awareness of sustainable growth, beyond just sales and financial returns. Organizational growth must be balanced between business performance, stakeholder value delivery, and environmental responsibility. A lack of balance in any of these areas can negatively impact long-term sustainability. The Company's operational approach considers Environmental (E), Social (S), and Governance (G) factors, which drive continuous improvement and development, including:

- Enhancing employee knowledge and understanding at all levels regarding the importance of sustainable development and its contribution to the Company's value.
- Conducting impact assessments before implementing any business activities to evaluate their effects on economic, social, and environmental aspects.
- Establishing relevant business units to promote sustainable business growth and enhance corporate standards through participation in various sustainability initiatives.

Additionally, the Company places great importance on fundamental human rights, promoting respect for individual rights and freedoms, ensuring non-discrimination, gender and social equality, and strictly prohibiting child labor. The Company maintains a zero-tolerance policy toward corruption, embedding these principles within its corporate governance framework. It has a clear and firm commitment to refraining from supporting or engaging with businesses involved in human rights violations. The Company ensures equal and fair treatment of employees by providing welfare benefits, workplace safety, and hygiene measures, as well as appropriate compensation policies. Additionally, the Company strictly prohibits all forms of child labor.

6. **Media Relations -** The Company prioritizes accurate, transparent, and verifiable information disclosure to the media. It fosters positive relationships with media organizations to facilitate idea exchange and effective communication with all relevant stakeholders.
7. **Civil Society and Academia -** The Company operates with social responsibility, engaging with all stakeholder groups. It actively listens to feedback, shares accurate information, and collaborates with

civil society and academic institutions to ensure sustainable growth and development in partnership with all stakeholders.

Principle 6 Ensuring a Proper Risk Management and Internal Control System

Principle 6.1	The Board of Directors should ensure that the Company has an effective risk management and internal control system that enables the achievement of corporate objectives while ensuring compliance with relevant laws and standards.
Principle 6.2	The Board must establish an Audit Committee that can operate independently and effectively in fulfilling its responsibilities.
Principle 6.3	The Board should monitor and manage conflicts of interest that may arise between the Company and management, directors, or shareholders. This includes preventing the misuse of the Company's assets, information, and business opportunities, as well as ensuring that transactions with related parties are conducted in a fair and appropriate manner.
Principle 6.4	The Board should oversee the development and implementation of a clear anti-corruption policy and guidelines, ensuring that these policies are communicated at all levels within the organization and externally, to facilitate practical implementation.
Principle 6.5	The Board should ensure that the Company has a mechanism for receiving complaints and handling whistleblowing cases to address concerns effectively and transparently.

Prevention of Conflicts of Interest – Aligned Practices

The Board of Directors has established a Conflict of Interest Prevention Policy based on the principle that all decisions related to Company transactions must be made in the best interests of the Company and its shareholders. Company personnel, including directors, executives, and employees, must not exploit their position within the Company to seek personal or affiliated gains, whether financial or otherwise. They must also avoid engaging in activities that may lead to conflicts of interest. Any business transactions, whether conducted personally or through an entity in which an individual has an interest, must be disclosed in accordance with the Company's regulations and reported to the Board of Directors. Directors, executives, and employees have a duty to safeguard the Company's legitimate interests, limiting their external engagements to the minimum necessary. The following guidelines apply:

1. Directors, executives, and employees must refrain from engaging in business activities that compete directly or indirectly with the Company for personal benefit or the benefit of others. They must not hold decision-making authority, become a shareholder, partner, executive, or board member in a company engaged in similar or competing businesses unless safeguards are in place to ensure that such involvement does not negatively impact the Company. In such cases, they must immediately report their involvement to the Company Secretary.

2. Directors and executives must disclose any personal, family, or dependent business activities that may create conflicts of interest with the Company. This includes investments, business relationships with suppliers or clients, advisory roles, or direct or indirect transactions involving the Company.
3. All directors, executives, and employees must make business decisions that are solely in the best interests of the Company.
4. Directors, executives, and employees must avoid engaging in related-party transactions that could create a conflict of interest with the Company. If such transactions are necessary for the benefit of the Company, all decisions and actions must be free from personal influence or the influence of related individuals, whether through family ties or personal relationships. The transaction must be conducted at a fair and appropriate market price, as if it were made with an independent third party. In cases where a conflict of interest may arise, the individual must report it to their superior for approval and withdraw from any involvement in the decision-making process.
5. Directors, executives, and employees must dedicate their full time and effort to their responsibilities within the Company and must not engage in personal business activities that interfere with their duties or work hours.
6. Directors, executives, and employees must avoid financial or other relationships with external individuals or entities that could result in financial loss to the Company, create a conflict of interest, or impair operational efficiency.
7. Directors, executives, and employees must not use or disclose the Company's internal information for personal or third-party benefits, regardless of whether it causes damage to the Company. Compliance with the Company's internal information usage policy is mandatory.
8. Directors, executives, and employees must not engage in activities that undermine the Company's interests or favor any individual or entity, whether for personal gain or for the benefit of others.
9. Directors and executives must abstain from voting or participating in the decision-making process on any matter where they have a conflict of interest. They must not approve transactions in which they have a personal interest and must excuse themselves from meetings where such matters are being discussed. Any party with a potential conflict of interest must disclose their relationship or financial involvement in the transaction to the Company.

Guidelines for Internal Information Usage – Aligned Practices

To ensure fair access to information and prevent the misuse of internal information for personal benefit, the Company's policy applies to directors, executives, employees, and staff, including their spouses and minor children. As part of the Company's commitment to Good Governance, the Board of Directors has approved a policy governing the use of internal information as follows:

1. Directors, executives, employees, staff, and external parties who have access to or possess internal Company information must keep it confidential and handle it with great caution.

2. Current and former directors, executives, and employees must not disclose or use the Company's confidential and/or internal information, including trade secrets of business partners, for their own benefit or for the benefit of others, either directly or indirectly, regardless of whether they receive compensation or not. This applies even if such disclosure does not result in any apparent harm to the Company or its partners.
3. Directors, executives, employees, and staff, including individuals presumed to have access to inside information under the **Securities and Exchange Act B.E. 2535 (1992)** (and its amendments), who obtain non-public information that could influence the price or value of the Company's securities, impact investor decisions on purchasing or selling securities, or potentially cause harm to investors, must not trade, transfer, or accept the transfer of the Company's securities based on such confidential information. Additionally, they must not encourage others to trade or engage in any legal transactions using confidential or internal Company information, whether for personal gain or the benefit of others. Any violation of this policy will be considered a serious offense.
4. The Company has established preventive measures against the misuse of internal information (Insider Trading). Directors, executives, employees at the Department Director level or higher, and individuals with access to confidential information, including their spouses, domestic partners, and minor children, are strictly prohibited from trading the Company's securities within one month prior to the release of material financial information (e.g., quarterly and annual financial statements or other significant disclosures) and for at least 48 hours after the information has been made public. To enforce this policy, the Investor Relations Department will issue an advance notification letter to relevant individuals. Additionally, confidentiality reminders will be sent to prevent unauthorized stock trading in cases where transactions may impact the Company's share price.
5. Directors and executives, including their spouses, domestic partners, minor children, and legal entities in which they, their spouses, or minor children collectively hold more than 30% of the voting rights (and that percentage is the largest shareholding in that entity), must report all purchases, sales, or changes in the Company's securities holdings to the Company (via the Corporate Secretary). Additionally, they must disclose their securities holdings and any changes to the Securities and Exchange Commission (SEC) under Section 59 of the Securities and Exchange Act. These reports must be submitted within three business days from the transaction date or, alternatively, under the following conditions: (A) When the total transaction value exceeds 3 million baht, or (B) At the completion of six months from the initial transaction date.

6. Directors, executives, employees, and staff, including former directors, executives, and employees, are responsible for maintaining the confidentiality of the Company's internal information and must use such information solely for business purposes, ensuring compliance with the Securities and Exchange Act. Directors, executives, and employees are strictly prohibited from using confidential or internal Company information for the benefit of other companies where they hold shares or positions as

directors, executives, or employees. They must not exploit such information for personal gain, disclose it to external parties, or use it in any unauthorized manner—whether directly or indirectly, and regardless of whether they receive any benefit or compensation.

The Company has established disciplinary penalties for individuals who exploit or disclose internal information for personal gain or in a manner that could harm the Company. The severity of the disciplinary action will be determined based on the circumstances, including verbal warnings, written warnings, probation, or termination of employment—whether through dismissal, removal, or forced resignation. Additionally, the Company provides training for executives to ensure they understand their obligations, including reporting their securities holdings and those of their spouses and minor children who hold the Company's securities. This training also covers the legal penalties under the Securities and Exchange Act.

Complaint Handling and Whistleblower Mechanism – Aligned Practices

The Company places great importance on good corporate governance, transparency, and accountability. It provides employees with opportunities to report irregularities in the Company's operations through dedicated channels and protection mechanisms. This ensures that whistleblowers and those providing information do not face retaliation or hardship, thereby serving as a positive example for society. The Company adheres to governance principles, ethical standards, and social responsibility to ensure fairness, transparency, and accountability in its business operations. It has established reporting channels for whistleblowing, complaints, feedback, or suggestions regarding any potential adverse impact on stakeholders or risks that may lead to damage to stakeholders, stemming from business operations or employee conduct involving violations of laws, ethical codes, fraud, unfair treatment, or negligence. Reports can be submitted through the following whistleblowing channels:

- Direct verbal or written complaints
- Complaint recipient's email address at whistleblower@taokaenoi.co.th
- Sealed letter addressed directly to the designated
- Online submission via the Company website: www.taokaenoi.co.th

The aforementioned whistleblowing channels are secure and confidential, allowing whistleblowers, complainants, or individuals providing information to report wrongdoing or fraud and offer recommendations on compliance with anti-corruption measures with confidence. Complaints will be treated with the highest level of confidentiality, and whistleblowers may submit reports through multiple channels. They may choose to remain anonymous or disclose their identity to facilitate follow-up actions or provide additional details if necessary.

The Company has established mechanisms and processes for recording, monitoring progress, resolving issues, and reporting stakeholder complaints. It ensures that multiple accessible complaint channels are available and publicly disclosed on the Company's website or in the annual report. The complaint handling process is as follows:

Employees or stakeholders may report misconduct, submit complaints, provide feedback, or make suggestions through the designated channels. The Company will conduct an investigation following standard procedures, document the investigation in writing, and maintain confidentiality regarding the whistleblower's identity. Appropriate protective measures will be provided for whistleblowers who report misconduct in good faith. The Company will also safeguard the confidentiality of complaint-related information to protect the whistleblower from potential repercussions. If the investigation confirms misconduct, an investigation committee will be established to determine the appropriate disciplinary actions. The findings and proposed penalties will be reported to the Audit Committee and the Board of Directors for further action.

Principle 7 Maintaining Financial Credibility and Information Disclosure

Principle 7.1	The Board is responsible for ensuring that the financial reporting system and the disclosure of significant information are accurate, sufficient, and timely, in compliance with regulations, standards, and relevant best practices.
Principle 7.2	The Board should monitor and oversee the adequacy of financial liquidity and the Company's ability to meet its financial obligations.
Principle 7.3	In situations where the Company faces financial difficulties or is at risk of financial distress, the Board should ensure that there is a resolution plan or other mechanisms in place to address financial issues, while considering the rights of stakeholders.
Principle 7.4	The Board should consider preparing a sustainability report, as appropriate.
Principle 7.5	The Board should ensure that management establishes a dedicated investor relations function or appoints responsible personnel to communicate with shareholders, investors, analysts, and other stakeholders in a fair, appropriate, and timely manner.
Principle 7.6	The Board should promote the use of information technology in disseminating Company information.

Disclosure and Transparency - Aligned Practices

The Company recognizes the importance of disclosing key corporate information with accuracy, completeness, transparency, and timeliness to facilitate investment decisions, business management, and decision-making processes for all stakeholders. Therefore, it is necessary to establish control measures and disclosure guidelines for both financial and non-financial information, ensuring compliance with legal requirements. The Company provides information to all relevant parties fairly, accurately, reliably, and promptly, ensuring equal access for all stakeholders. Examples of such disclosures include:

1. Preparing annual information reports and annual reports with comprehensive, accurate, reliable, and timely content.
2. Organizing shareholder meetings and publishing relevant information in advance via the Company's website before sending meeting documents to shareholders, allowing ample time for review before the meeting.

3. Requiring directors and senior executives to disclose changes in their shareholdings, including the number of shares held at the beginning and end of the year, as well as transactions involving the company's common stock during the year, including those of their spouses and minor children, as part of the annual report.
4. Requiring directors with conflicts of interest or personal stakes in any agenda item to abstain from voting and not participate in discussions related to that agenda. Additionally, directors and senior executives must report any personal interests or related party transactions.
5. Disclosing performance evaluations of the board as a whole and individual directors.
6. Disclosing remuneration details for directors and senior executives, including salaries and other forms of compensation.
7. Publishing corporate objectives and long-term goals in the annual report.
8. Disclosing details of board members' training and development programs attended during the past year, as organized by the Thai Institute of Directors (IOD), in the annual report.

Principle 8 Encouraging Shareholder Participation and Communication

Principle 8.1	The Board should ensure that shareholders participate in making key Company decisions that impact the business.
Principle 8.2	The Board should ensure that the shareholder meeting process is conducted in an orderly, transparent, and efficient manner, enabling shareholders to exercise their rights effectively.
Principle 8.3	The Board should ensure that the resolutions of shareholder meetings are disclosed accurately and completely.

Shareholder Rights - Aligned Practices

Equal Treatment of Shareholders

The Company recognizes its duty to protect the interests of all shareholders, regardless of their size or nationality, including major shareholders, minority shareholders, individual investors, institutional investors, Thai shareholders, and foreign shareholders. The Company ensures that all shareholders receive fair and equitable treatment for their maximum benefit.

Shareholder Rights

The Company acknowledges and prioritizes the fundamental rights of all shareholders, including institutional investors, enabling them to exercise their rights as investors. These rights include voting rights, proxy rights, the ability to buy, sell, or transfer shares, participation in profit sharing, access to sufficient corporate information, attendance at shareholder meetings to exercise voting rights, the right to propose agenda items in advance, nominate individuals for Board appointments, appoint auditors, determine audit fees, and make key decisions that may impact the Company, such as dividend allocations, amendments to regulations and articles of association, capital reductions or increases, and approval of special transactions. Each share carries one voting right.

Beyond these fundamental rights, the Company ensures that shareholders receive important and necessary business-related information transparently, promptly, and equitably. Such information is consistently disclosed through the Stock Exchange of Thailand's website (set.or.th) and the Company's website (www.taokaenoi.co.th/ir).

Guidelines to Support Shareholder Participation and Communication include:

1. The Company provides an opportunity for shareholders to propose meeting agenda items and nominate individuals for Board elections in advance of the Annual General Meeting (AGM). These proposals are considered for inclusion in the meeting agenda and Board elections. The Company discloses details on the criteria and procedures for submitting proposals, as well as the qualifications required for Board nominees, through the SET Link system of the Stock Exchange of Thailand and the Company's website (www.taokaenoi.co.th/ir).
2. The Company publishes shareholder meeting details and agenda items, along with related documents, at least 28 days before the meeting. This ensures that all shareholders receive clear and sufficient information in advance, allowing them ample time to review and prepare. Such disclosures are made available through the SET Link system and the Company's website (www.taokaenoi.co.th/ir).
3. For the Notice of the Shareholders' Meeting, the Company includes detailed information regarding the date, time, format, and venue of the meeting, as well as specific details for each agenda item, clearly indicating whether the item is for acknowledgment or approval. Each agenda item is clearly separated; for example, in matters concerning the Board, the election of directors and the approval of directors' remuneration are presented as distinct agenda items. Each agenda item is accompanied by an explanation of its rationale and the Board's opinion. Additional information, such as voting procedures, vote counting and announcement of results, voting rights of different share classes, details of independent directors proposed as proxies, required documents for shareholder attendance, proxy documents, registration procedures, and a map of the meeting venue, is also provided. The Company attaches proxy forms and presents a list of independent directors in the proxy form, allowing shareholders to select any independent director as their proxy. The Notice of the Shareholders' Meeting and relevant documents, including the registration form, required identification documents for attendance, proxy procedures, registration guidelines, and official proxy forms prescribed by the Ministry of Commerce, are made available on the Company's website in both Thai and English prior to the meeting. These documents are also sent to shareholders in advance through Thailand Securities Depository Co., Ltd., the Company's share registrar, which is responsible for distributing the Notice of the Shareholders' Meeting and related documents to shareholders, ensuring they have ample time to review the information before the meeting.

4. In cases where shareholders cannot attend the meeting in person, the Company allows shareholders to appoint an independent director or any other individual as a proxy using the official proxy forms prescribed by the Ministry of Commerce, which are sent along with the Notice of the Shareholders' Meeting.
5. The Company facilitates shareholder and institutional investor participation by ensuring convenience in attending the meeting. This includes selecting an accessible meeting venue and format that is widely accepted and easy to reach, as well as providing revenue stamps for shareholders granting proxy authorization.
6. The Company provides shareholders with the opportunity to propose agenda items and nominate candidates for election as directors in advance. The Company also clarifies the number and proportion of shareholders attending the meeting in person and those represented by proxies, along with the criteria and voting procedures, including the vote-counting method, before the commencement of the shareholders' meeting. The meeting proceeds according to the agenda outlined in the Notice of the Shareholders' Meeting, which was sent to shareholders in advance, without any changes to the order of agenda items or the introduction of new matters not previously included. During the meeting, the Chairman allows shareholders to express their opinions and ask questions related to the Company and the agenda items. The Company also appoints legal advisors to oversee the meeting and verify the vote-counting process to ensure compliance with laws and the Company's regulations. Additionally, independent observers, including minority shareholders, legal advisors, independent auditors, and representatives from the Thailand Securities Depository (TSD), are present to verify the vote-counting process, and all proceedings are recorded in the meeting minutes.
7. The Company grants shareholders who arrive after the meeting has commenced the right to vote on agenda items that are still under discussion and have not yet been resolved. As a result, the number of votes cast on each agenda item may vary.
8. The Company ensures that shareholder meetings are conducted transparently, with mechanisms in place to allow for verification. All relevant directors, executives, and auditors attend the meetings to answer questions and acknowledge shareholders' opinions. Additionally, representatives from the Thai Investors Association participate as shareholder rights protection volunteers to observe the proceedings.
9. Each shareholder has the right to vote in proportion to the number of shares they hold, with one share corresponding to one vote.
10. The Company has implemented a barcode system for shareholder meeting registration and vote counting to streamline the registration process and accelerate vote processing. The results of each agenda item's vote count are compiled and announced to the meeting immediately after voting concludes for that agenda item. If a particular agenda item requires additional time for vote counting, the Chairman may request the meeting to proceed with other agenda items to ensure a seamless flow

of proceedings. Once the vote counting is completed, the results are promptly announced to the meeting.

11. The Company will disclose the resolutions of the shareholders' meeting to the public, providing details of the voting results for each agenda item on the same day as the shareholders' meeting or no later than 9:00 AM on the following business day through the SET Link system for investor dissemination. Additionally, the minutes of the meeting, which comprehensively document all discussions, including shareholder questions, explanations, and opinions raised during the meeting, will be published within 14 days from the date of the shareholders' meeting (both for the Annual General Meeting and Extraordinary General Meetings). These minutes will be submitted via SET Link for the Stock Exchange's records and published on the Company's website (www.taokaenoi.co.th/ir).
12. The Company ensures that the minutes of the shareholders' meeting contain at least the following information:
    1. The names of directors and executives attending the meeting, the proportion of directors present versus absent, as well as the names of those responsible for overseeing the meeting and verifying the vote count.
    2. The voting and vote-counting procedures, the resolutions adopted, and the vote results (approval, disapproval, or abstention) for each agenda item.
    3. Questions and answers from the meeting, including the full name of the individuals posing and responding to questions.

The Company has adopted the eight corporate governance principles as a framework for governance and as guidelines for formulating policies, including the TKN Code of Conduct, operational guidelines, and other future regulations. These principles ensure that directors, executives, and employees adhere to ethical conduct, fostering transparent, fair, and accountable corporate management, ultimately driving Taokaenoi's sustainable business growth.

This governance policy supersedes the previously approved corporate governance policy from Board Meeting No. 9/2563, dated December 23, 2020. The new corporate governance policy shall be effective from December 9, 2024 onwards.

Therefore, this announcement is made for acknowledgement and compliance by all concerned.

- Signed -
(Mr. Yuth Vorachattarn)
Chairman of the Board