

TISCO Financial Group Public Company Limited.

ESG Performance Summary

Governance Dimension

For the fiscal year 2024

Governance Performance

Corporate Governance Policy

Corporate Governance Policy and Guidelines

Corporate Governance policy and guidelines : Yes

The Company and its subsidiaries, including directors, management, and employees, are expected to adhere strictly to the Group's Corporate Governance Policy and the following corporate governance five principles: Shareholder Rights, Equitable Treatment of Shareholders, Stakeholder Roles, Disclosure and Transparency, Board Responsibilities, and Integrity and Ethics

Reference link for the full version of corporate governance policy and guidelines:	https://www.tisco.co.th/wp-content/uploads/2025-cg-policy-en_v1.pdf
Page number of the reference link:	7

Policy and guidelines related to the board of directors

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

The director's positions filled through the nomination process of the Nomination and Compensation Committee, in accordance with legal requirements and good corporate governance practices. The Committee selects candidates from various sources, including the Director Pool, and makes choices based on the Board Skill Matrix and candidate alignment with TISCO Group's current and future missions, strategies, including TISCO Group sustainable development. The Board of Directors is composed of individuals with diverse skills, experience, and expertise, and particular capabilities that benefit the TISCO.

As assigned by the Board of Directors, the Nomination and Compensation Committee shall consider and recommend appropriately qualified nominees who have the knowledge, skills, expertise, and experience that are beneficial to long- term operations, in accordance with the TISCO Group's strategy and sustainable development, and sufficient understanding of banking and finance, including securities, economics, law, information technology or any other fields deemed appropriate to the Group's needs and good corporate governance. This includes diverse board composition in terms of age, sex, knowledge, expertise, experience, and other key qualifications in order to generate a wide range of perspectives and judgments on business matters.

The company has disclosed the criteria and procedures for selecting and nominating directors in the Report on Important Operational Results of Corporate Governance in section 8 OF this annual report for 2024 (Form 56-1 One Report).

Determination of director remuneration

TISCO Group has established a policy for the remuneration of directors to ensure that pay is appropriate and commensurate with the responsibilities of directors and in accordance with the company's size and business operations, as well as TISCO Group's performance. The remuneration policy aims to bring maximum benefit to shareholders while also being comparable to those of peers. In this regard, the Nomination and Compensation Committee is responsible for reviewing its appropriateness and proposing to the Board of Directors and shareholders, approval of the remuneration of the directors, respectively, on an annual basis.

The Company disclosed the remuneration of the Executives in Topic 7 Corporate Governance Structure and Important Information Concerning the Board of Directors, Board Committees, Executives, Employees and Others of the annual registration statement and annual report for 2024 (Form 56-1 One Report).

Independence of the Board of Directors from the Management

The responsibilities and duties of the Board of Directors and management are clearly defined such that the Chairman of the Board of Directors and the Group Chief Executive cannot be the same person. The Corporate Governance Policy outlines the roles and responsibilities of the Board, Chairman, CEO, and the management.

Director Development

TISCO Group places a strong emphasis on director and management development and encourages its directors and management to regularly attend courses or engage in activities that build knowledge that is relevant to their roles and responsibilities. These courses and activities are conducted by organizations such as the Stock Exchange of Thailand, the Securities and Exchange Commission, the Thai Institute of Directors Association, and others. Additionally, the directors are encouraged to attend seminars and participate in activities that promote good corporate governance practices. The company secretary constantly informs directors of training courses or seminars that help them fulfill their duties.

Board performance evaluation

The Board of Directors conducts an annual performance evaluation of the Board of Directors and subcommittees. The Nomination and Compensation Committee has responsibility for setting up rules, criteria, and procedures for evaluating committee and subcommittee performance, as well as submitting assessment criteria to the Board of Directors for approval. The details of the performance evaluation criteria and methods are provided in section 8 Report on Important Operational Results of Corporate Governance of the annual registration statement and annual report for 2024 (Form 56-1 One Report).

Corporate governance of subsidiaries and associated companies

The Board of Directors has established clear policies for supervising the management of subsidiary companies and strictly implements its Corporate Governance Policy. This ensures effective oversight of operations and coordinates benefits among the companies. The operating results are regularly reported to the Board of Directors, subcommittees, or designated individuals.

The Board Meeting

The Board Meeting section outlines the responsibilities and expectations for Directors, emphasizing the importance of attending all meetings to make significant decisions and disclosing attendance in the annual report if required. Meetings are scheduled in advance, and Directors are expected to attend at least 75% of them, review materials beforehand, and communicate any questions or concerns. The Chairman ensures a quorum, schedules regular meetings, collaborates on the agenda, and promotes transparent discussions. Non-Management Directors are given opportunities to meet without executives. The Corporate Secretary sends notices and documents in advance, and Directors must understand the company's mission and be prepared for meetings. The Chairman ensures minutes are completed within 14 days.

The Board Practice on Shareholders' Meeting

The Board Practice on Shareholders' Meeting outlines the procedures for calling and conducting shareholders' meetings. An annual general meeting must be held within four months of the fiscal year's end, and extraordinary meetings can be called by the Board or upon request by shareholders holding at least ten percent of shares. Notices for meetings must be prepared in both Thai and English, detailing the meeting's format, agenda, and Board opinions, and sent to shareholders at least 28 days in advance. Shareholders can propose agenda items and nominate Director candidates, with the Nomination and Compensation Committee reviewing nominations. Meetings should be accessible, with options for electronic participation, and ensure equal treatment for all shareholders. Responsible officers check documents to protect shareholders' rights, and a computer system is used for registration and voting. Shareholders are encouraged to express opinions and ask questions, with the Board and management providing clarifications. The meeting and voting follow the agenda, and resolutions are promptly communicated to investors. Minutes are prepared and submitted to the Stock Exchange of Thailand within 14 days, and a recording is available at the Head Office. A quorum must be legally present.

Information on business code of conduct

Business code of conduct

The Board of Directors promotes a Statement of Business Conduct and a Code of Conduct which align with the Company's Vision and Core Values, and which delineate the basic principles for execution of duties and compliance with professional standards by directors and employees. Directors and employees must perform their duties with integrity, and in compliance with the law and the Company's rules and regulations, and must follow a business approach that is transparent, honest, fair, and conducive to the organization attaining international standards, however, the Board of Directors reviews the Corporate Governance Policy and Code of Business Conduct of TISCO Group regularly every year to ensure they are appropriate, up-to-date, and in line with regulations and best practices. Details of the Statement of Business Conduct and the Code of Conduct can be found on the Company's website, www.tisco.co.th, under the "Corporate Governance" section.

Policy and guidelines related to business code of conduct

Prevention of Conflicts of Interest

Regarding measures taken to prevent conflicts of interest, related parties transaction, or inappropriate related transactions, the Company has set a code of conduct for employees to ensure that employees comply with stipulated laws and regulations, conduct their duties with integrity, consider the Company's interests above their own, and refrain from exploiting inside information for their own benefit which has a process to consider and approve the transaction, as well as disclose information and approve connected transactions in accordance with the rules prescribed by the regulatory authorities. TISCO Group has placed great emphasis on managing its business operations effectively under the good corporate governance framework. TISCO Group has no policy to encourage transactions between related parties or any other transactions that may result in a conflict of interest. Should any such transactions occur, they must be considered thoroughly by the Audit Committee. The Audit Committee shall report and/or propose the transactions to the Board of Directors Meeting for approval on a case-by-case basis. The Company shall consider said transactions with the same standards and conditions as those governing normal business transactions. Persons with vested interests shall not be entitled to vote for the approval of said transactions.

Anti-Corruption

TISCO Group operates its business with transparency, fairness, and verifiable by adhering to international practices and related regulations. With a commitment to operating a business with ethics, it has good corporate governance and responsibilities to all stakeholders, society, environment, respecting human rights and treating employees fairly. Corruption is a major issue of Thai societies since it affects the development of the country and the

elevation of quality of life that every organization must solve together. TISCO Group is committed to being part of the solution by establishing policies and guidelines for fighting corruption in all forms of anti-corruption. In addition, TISCO has promoted a transparent and verifiable business ecosystem to serve as a good norm for people in society. Since 2010, TISCO Financial Group Public Limited and three subsidiaries consisting of TISCO Bank Public Company Limited, TISCO Securities Company Limited, and TISCO Asset Management Company Limited, have declared their intentions and joined as part of the Thai Private Sector Collective Action Against Corruption (CAC). Now, TISCO was certified for the 3rd renewal of being a member of the Thai CAC in 2022. Currently, TISCO is in the process of renewing our certificate with the Thai CAC for the 4th time in 2025.

Whistleblowing and Protection of Whistleblowers

In order to operate the business of the organization with transparency and fairness while considering the social and environmental impact on all groups of stakeholders, TISCO Group has formulated a whistleblowing policy in writing, which has been approved by the Board of Directors. The policy covers procedures and channels for whistleblowing the information or clues about fraud, wrong or improper conduct, unlawful act, regulation, or code of conduct, including measures to protect complainants or whistleblowers. Additionally, no suffer demotion, penalty, or other adverse consequences for reporting suspicious circumstances, even if such refusal or report may result in the company losing business to encourage management troubleshooting and reporting to the relevant committees. There is communication to third parties and employees as follows:

Third parties: Communicate through the corporate website. Complaints could be sent by letter to the Chairman of the Audit Committee or the Compliance Function TISCO Financial Group Public Company Limited 48/49 TISCO Tower, North Sathorn Road, Silom, Bangrak, Bangkok 10500.

Employees: Communicate through intranet and related training

TISCO Group has established the HR Help Line as another independent channel to listen to employee grievances. Senior Executives have been appointed to represent the HR Help Line to ensure transparent and impartial review and operation. The complainant's name is kept confidential in accordance with the TISCO Group's practices of whistleblowing filing.

TISCO Group has measures to protect the rights of information providers and provides necessary safeguards for the protection of employees from reprisals or victimization

Prevention of Misuse of Inside Information

TISCO Group determines the best practices for employees to carry out their duties with integrity, fairness, and compliance with related rules and regulations, confidentiality towards customers, and no preference to pursue personal opportunities over TISCO Group's responsibilities, including making no use of non-public information or disclosing information to persons outside of TISCO. TISCO Group's compliance manual acts as a set of guidelines to help employees perform their duties fairly and honestly, comply with applicable laws and regulations, avoid conflicts of interest, and to not seek benefits from insider information. Business guidelines, regulations, and the code of conduct have all been compiled in the creation of the Company's compliance manual.

Anti-Money Laundering

AML/CFT Policy is set up to provide standard approaches in handling anti-money laundering activities.

Gift giving or receiving, entertainment, or business hospitality

No employee nor TISCO representatives will suffer demotion, penalty, or other adverse consequences for refusing to pay bribes or reporting suspicious circumstances, even if such refusal or report may result in the company losing business

Compliance with laws, regulations, and rules

Compliance Policy provides a blueprint of TISCO Group's compliance philosophies and principles to consistently identify, assess, monitor, and control compliance risks across all businesses of TISCO Group.

Information and assets usage and protection

Record Keeping and Reporting Duties

TISCO's financial and other record keepings must be accurate and complete. TISCO shall not withhold any information from appointed auditors or other supervisory agencies, and shall disclose information required to evaluate the accuracy of financial statements and the integrity of TISCO's operations.

Protecting TISCO's Property

In order to operate in an efficient and cost-effective manner, employees should properly maintain, protect from theft and waste, and use TISCO's property in an appropriate manner and for legitimate business purposes.

Copyright and Intellectual Property

TISCO respects and is aware not to infringe any Copyright and Intellectual Property Right. Employees have duty to protect TISCO's intellectual properties from use or disseminate without permission as well as to respect the right of the Copyright's and the Intellectual Property's owner.

Anti-unfair competitiveness

TISCO does not criticize competitors or conduct any action to establish monopoly or cut or restrict competition in the market. TISCO operates its business with respect for fair competition and integrity, works within the framework of applicable competition regulations, and refrains from actions that may have a negative impact on the financial industry, such as unfair condition or cartel, and criticizing or dispute with competitor. Customers can choose service freely without interfering when they turn to competitor. In case of conflict, the bank shall have appropriate settlement process in place.

Information and IT system security

Information Security Policy provides management system to protect TISCO, its assets and users. It establishes the framework for security activities and operations in order to meet information securities requirements.

Environmental management

Sustainable Development Policy provides guideline for TISCO Group in managing the organization to yield long term sustainability not only for the company and its stakeholders, but also environment and society.

Human rights

TISCO operates its business by strictly respecting human rights principles and believes that a successful business must operate with ethics and humanity, with everyone entitled to full equality.

Safety and occupational health at work

TISCO complies with all applicable laws and relevant industry standards of practice concerning protection of health and safety of its employees in the work place and other persons affected by its business activities and the prevention of environmental pollution. TISCO is committed to continual improvement of Environment, Health and Safety management practices

Political support

According to the rules laid down by TISCO, donations to political parties or political candidates including payments to government officials, is prohibited..

Promotion of compliance with the business code of conduct

The Board of Directors promotes a Statement of Business Conduct and a Code of Conduct which align with the Company's Vision and Core Values, and which delineate the basic principles for execution of duties and compliance with professional standards by directors and employees. Directors and employees must perform their duties with integrity, and in compliance with the law and the Company's rules and regulations, and must follow a business approach that is transparent, honest, fair, and conducive to the organization attaining international standards, however, the Board of Directors reviews the Corporate Governance Policy and Code of Business Conduct of TISCO Group regularly every year to ensure they are appropriate, up-to-date, and in line with regulations and best practices. Details of the Statement of Business Conduct and the Code of Conduct can be found on the Company's website, www.tisco.co.th, under the "Corporate Governance" section. The Company has identified important regulations and practical guidelines that are in accordance with the Code of Conduct; these are detailed and disseminated to employees. Companies within TISCO FINANCIAL GROUP are encouraged to establish operational procedures in accordance with the nature of their businesses and the requirements of governing authorities.

In addition, TISCO Group has arranged communication to the Board and Executives, training to employees about ethical guidelines through the company's electronic network and online learning or e-Learning to enhance correct and appropriate understanding in performing duties, including having all directors and executives sign to acknowledge and abide by the code of ethics and related policies through an electronic network system and monitor Consistent compliance with the code of conduct of employees

Participation in Anti-Corruption networks

Participation or declaration of intent to join anti-corruption networks:	Yes
Anti-corruption networks or projects the company has joined or declared intent to join:	Thai Private Sector Collective Action Against Corruption (CAC)
CAC Membership Status:	Certified

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:	Yes

In the Board of Directors Meeting No. 7/2024 held on October 31, 2024, the Board of Directors had reviewed Vision and Core Values to ensure that all matters are up-to-date and comply with the long-term business directions, approved strategic directions and policy of TISCO Group, reviewed annual business plan and budget, and reviewed the adequacy of internal control system and appropriate risk management framework. The Board of Directors also supervised, reviewed, and monitored management to ensure that actions were carried out in accordance with the designated policies, corporate strategy, and business plans, as well as the rules and regulatory requirements of related government agencies. The management were assigned to report the operational results to the Executive Board on a monthly basis and the Board of Directors meetings every two months.

In 2024, the Company evaluated its Corporate Governance Policy, guidelines, and systems for increased efficiency and to ensure the corporate governance standards are consistent with the Office of the Securities and Exchange Commission's 2017 Corporate Governance Code for Listed Companies. To this end, significant steps were taken, as follows below:

Corporate Governance

- To ensure that the principles and practices of corporate governance of all committees are current and in accordance with laws, regulations, and announcements, the Board of Directors reviews and improves the committees' charters and policies relating to corporate governance annually.
- The Governance and Sustainability Committee annually reviews the Company's corporate governance practices to ensure compliance with the Corporate Governance Code for Listed Companies (CG Code) established by the Securities and Exchange Commission (SEC), the majority of which have already been implemented by the Company. The Committee additionally reviews and improves the explanation for principles in the CG Code that remain unadopted.
- The Board of Directors Meeting No. 1/2025, held on February 25, 2025, approved a revision of the Corporate Governance Policy to be compliant with the business, transparent in operation, and consistent with the regulations.
- The Governance and Sustainability Committee acknowledged the updated criteria of the CG Report of Thai Listed Companies (CGR) and provided opinions to the Board of Directors on the improvement of TISCO's Corporate Governance.
- Training and activities were organized to create knowledge and understanding of work practices for directors, executives and employees as follows:
 1. TISCO conducts an annual mandatory compliance program for all employees regarding regulatory compliance, the Personal Data Protection Act, the regulations of the Bank of Thailand, and employee guidelines and policies relating to operations via the TISCO Intranet. The exam results are used to increase employee awareness of their duties and responsibilities in accordance with sound corporate governance principles. Employees taking the test immediately benefit from the answers supplied to all questions. The Company has revised the test in response to changes in applicable laws and regulations. All employees are obliged to pass the test as a mandatory Key Performance Indicator. All employees hired throughout the year must pass the test in addition to attending orientation and the test findings will be included in their evaluation. The goal is for all management and staff to understand and effectively carry out their responsibilities in accordance with applicable rules and policies relating to operations, as well as to promote sustainable business operations.
 2. In addition, the Company provided self-study seminars for new employees on business ethics, anti-corruption, and reporting clues and complaints. All employees completed and passed the knowledge test for the business ethics course.
 3. Organizing the Annual IT Security Awareness for Top Management to provide knowledge about information security and cybersecurity on the topic of "Managing Cyber Risk - Executive Cyber Awareness Briefing" by TISCO Group, in collaboration with Mandiant & Google Cloud Security APAC, came to share information, experiences and coping methods.

Sustainability Development

- The Board of Directors reviewed and provided opinions on the revision of the Sustainable Development Policy and the 2025-2027 corporate strategy in relation to the company's sustainable development and Environment, Social, and Governance (ESG) policies and goals.
- The Governance and Sustainability Committee reviewed key sustainability topics, content, and recommendations on a regular basis to ensure that the priorities of each subject remain aligned with the company's strategy and continue to meet the expectations of stakeholders.

- TISCO Group has joined as a member of organizations and partners in the economic and social alliance network, good governance, including business operations taking into account the environmental dimension and climate change in order to participate in policies and practices, as well as various operating standards to develop and adapt to businesses in the TISCO Group.
- Organizing TISCO directors, executives, and relevant officials on ESG Knowledge Sharing on the topic of IFRS Sustainability Disclosure Standards by EY Company Limited. This provided knowledge and understanding of the key principles and requirements of sustainability disclosure standards.

Implementation of the CG Code for listed companies

Implementation of the CG Code as
prescribed by the SEC: Mostly used in practice.

The Company reviews the application of the principles in the 2017 Corporate Governance Code for Listed Companies of the Office of the Securities and Exchange Commission at least once a year through the Governance and Sustainability Committee. At the Board of Directors Meeting No. 8/2024 on December 17, 2024, the Board considered the application of the principles, i.e., the Corporate Governance Code for Listed Companies 2017 of the Office of the Securities and Exchange Commission, the Banking Industry Code of Conduct set by the Thai Banker's Association, and Corporate Governance for Financial Institutions prescribed by the Bank of Thailand, then recorded them as a board resolution.

The Company recognizes the importance of and adheres to good corporate governance principles, including international standards for transparency and the appropriateness of TISCO's business operations.

In 2024, there were still some issues where TISCO Group's practices differed from the Corporate Governance Code for Listed Companies as prescribed by the Office of Securities and Exchange Commission and the Thai Institute of Directors Association:

- The board of directors should comprise at least 5 but no more than 12 directors, depending on the size, nature, and complexity of the business. As of December 31, 2024, the Company's Board of Directors was composed of 13 members, a number suitable for the nature, expansion, and complexity of business. The Company required directors with experience, knowledge, and a breadth of skills to assist the Board of Directors in carrying out its responsibilities effectively.
- TISCO CG Policy states that the Chairman of the Board shall be an independent director or non-executive director to ensure the checks and balances between the Board and the management are properly maintained. The Nomination and Compensation Committee considers qualifications, experiences, knowledges, and expertise that are appropriate for the organization and the business environment. However, in order to comply with the principles of good corporate governance, the Board of Directors therefore appointed Ms. Pongpen Ruengvirayudh, an independent director, as the Lead Independent Director to collaborate in setting the Board's meeting agenda.
- At present, the Nomination and Compensation Committee consists of two non-executive directors and two independent directors, for a total of four members. At least half of the Nomination and Remuneration Committee must be independent directors, according TISCO Group's corporate governance policy. Although most members of the Nomination and Compensation Committee are not independent directors, the Chairman of the Committee is an independent director. Consequentially, the Committee is capable of carrying out its responsibilities autonomously and use of collective decision-making.
- In 2024, There was no external advisor hired in 2024 to assist with the board of directors' performance evaluation. The Board of Directors agreed that the current assessment is appropriate. However, an external advisor could still be used in the future.

Other corporate governance performance and outcomes

Moreover, the following evaluations of TISCO Group's effective corporate governance were conducted in 2024:

- TISCO received a five star as “Excellent” in the Corporate Governance Report of Thai Listed Companies (CGR) in 2024, organized by the Thai Institute of Directors (IOD).
- TISCO received the Investors’ Choice Award 2024 from the evaluation of the quality of the 2024 Annual General Meeting of Shareholders with a full score of 100 for the tenth consecutive year from the Thai Investors Association in
- collaboration with the SEC and the Thai Listed Companies Association.
- TISCO received certification for renewal of membership of the Thai Private Sector Anti-Corruption Coalition, which is the third renewal round for the years 2022 to 2025 (the fourth renewal round is in the process of renewing membership with CAC in 2025).
- TISCO received the Outstanding Performance Award 2024 for the fourth year from the Stock Exchange of Thailand (SET).

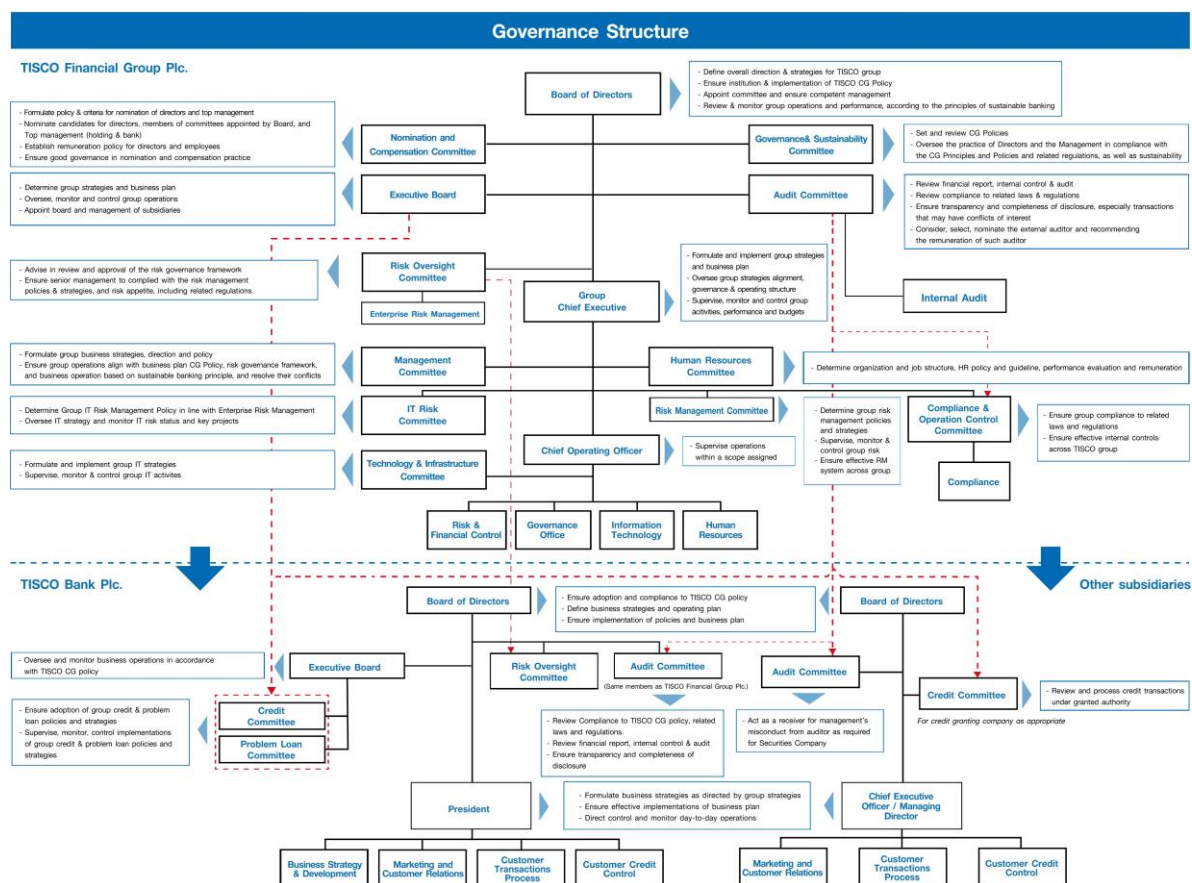
Corporate Governance Structure

Information on corporate governance structure

Corporate governance structure diagram

Corporate Governance Structure as of date : 1 Jan 2025

Corporate governance structure diagram



Information on the board of directors

Composition of the board of directors

	2024	
	Male (Person)	Female (Person)
Total directors	13	
	10	3
Executive directors	4	
	4	0
Non-executive directors	9	
	6	3
Independent directors	5	
	3	2
Non-executive directors who have no position in independent directors	4	
	3	1

	2024	
	Male (%)	Female (%)
Total directors	100.00	
	76.92	23.08
Executive directors	30.77	
	30.77	0.00
Non-executive directors	69.23	
	46.15	23.08
Independent directors	38.46	
	23.08	15.38
Non-executive directors who have no position in independent directors	30.77	
	23.08	7.69

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

	2024	
	Male (years)	Female (years)
Average age of directors	62	
	60	69

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. PLIU MANGKORNKANOK</p> <p>Gender: Male</p> <p>Age : 76 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Finance</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : No DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 2,221,010 Shares (0.277402 %) 	<p>Chairman of the board of directors</p> <p>(Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	4 Sep 2008	Finance & Securities, Banking, Finance, Change Management, Fund Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>2. Mr. DUNG BA LE</p> <p>Gender: Male</p> <p>Age : 58 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Foreign Services, Electrical Engineering</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) 	<p>Vice-chairman of the board of directors</p> <p>(Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	1 Dec 2021	<p>Banking, Finance & Securities, Fund Management, Property Fund & REITs, Human Resource Management</p>
<p>3. Mrs. ANGKARAT PRIEBJRIVAT</p> <p>Gender: Female</p> <p>Age : 69 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Accounting</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) 	<p>Director</p> <p>(Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	4 Sep 2008	<p>Change Management, Risk Management, Banking, Governance/ Compliance, Leadership</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>4. Mr. SATHIT AUNGMANEE Gender: Male Age : 78 years Highest level of education : Master's degree Study field of the highest level of education : Finance Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years (*) : Doesn't Have DAP course : No DCP course : No</p> <p>Shareholding in the company • Direct shareholding : 150,035 Shares (0.018739 %)</p>	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	4 Sep 2008	Audit, Banking, Governance/ Compliance, Corporate Management, Strategic Management
<p>5. Ms. PENCHUN JARIKASEM Gender: Female Age : 69 years Highest level of education : Master's degree Study field of the highest level of education : Management Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years (*) : Doesn't Have DAP course : Yes DCP course : Yes</p> <p>Shareholding in the company • Direct shareholding : 0 Shares (0.000000 %)</p>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	25 Apr 2022	Risk Management, Accounting, Audit, Internal Control, Change Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>6. Mr. KANICH PUNYASHTHITI</p> <p>Gender: Male</p> <p>Age : 55 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Law</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : Yes DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	22 Apr 2021	<p>Law, Human Resource Management, Negotiation, Governance/ Compliance, Strategic Management</p>
<p>7. Mrs. PONGPEN RUENGWIRAYUDH</p> <p>Gender: Female</p> <p>Age : 69 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Accounting, Finance</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : -</p> <p>Legal offenses in the past 5 years (*) : -DAP course : No</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) 	<p>Chairman of the board of directors (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	25 Apr 2022	<p>Corporate Management, Accounting, Audit, Governance/ Compliance, Sustainability</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>8. Mr. SILLAPAPORN SRIJUNPETCH Gender: Male Age : 61 years Highest level of education : Doctoral degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years (*) : Doesn't Have DAP course : Yes DCP course : No</p> <p>Shareholding in the company • Direct shareholding : 0 Shares (0.000000 %)</p>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	30 Jun 2022	Commerce, Accounting, Audit, Finance, IT Management
<p>9. Mr. Vara Varavithya Gender: Male Age : 56 years Highest level of education : Doctoral degree Study field of the highest level of education : Computer Engineering Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years (*) : Doesn't Have DAP course : No DCP course : Yes</p> <p>Shareholding in the company • Direct shareholding : 0 Shares (0.000000 %)</p>	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	15 Dec 2022	IT Management, Information & Communication Technology, Change Management, Risk Management, Data Analysis

List of directors	Position	First appointment date of director	Skills and expertise
<p>10. Mr. CHI-HAO SUN</p> <p>Gender: Male</p> <p>Age : 47 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Finance</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in the company</p> <p>• Direct shareholding : 0 Shares (0.000000 %)</p>	<p>Director (Executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	29 Jun 2011	<p>Risk Management, Banking, Marketing, Statistics, Digital Marketing</p>
<p>11. Mr. MAKOTO HONDA</p> <p>Gender: Male</p> <p>Age : 60 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Business</p> <p>Administration Thai nationality : No</p> <p>Residence in Thailand : No</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in the company</p> <p>• Direct shareholding : 0 Shares (0.000000 %)</p>	<p>Director (Executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	19 Apr 2024	<p>Change Management, Strategic Management, Finance & Securities, Finance, Economics</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>12. Mr. SAKCHAI PEECHAPAT</p> <p>Gender: Male</p> <p>Age : 57 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 66,177 Shares (0.008265 %) 	<p>Director (Executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	22 Apr 2019	Strategic Management, Risk Management, Negotiation, Governance/ Compliance, Leadership
<p>13. Mr. METHA PINGSUTHIWONG</p> <p>Gender: Male</p> <p>Age : 57 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Finance</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years (*) : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 195,800 Shares (0.024455 %) 	<p>Director (Executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Continuing director (Full term of directorship and being re- appointed as a director)</p>	25 Apr 2022	Strategic Management, Risk Management, Banking, Governance/ Compliance, Internal Control

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 company's certificate of registration
1. Mr. PLIU MANGKORNKANOK	Chairman of the board of directors		✓		✓	
2. Mr. DUNG BA LE	Vice-chairman of the board of directors		✓		✓	
3. Mrs. ANGKARAT PRIEJRIVAT	Director		✓		✓	
4. Mr. SATHIT AUNGMALEE	Director		✓		✓	
5. Ms. PENCHUN JARIKASEM	Director		✓	✓		
6. Mr. KANICH PUNYASHTHITI	Director		✓	✓		
7. Mrs. PONGPEN RUENGIRAYUDH	Chairman of the board of directors		✓	✓		
8. Mr. SILLAPAPORN SRIJUNPETCH	Director		✓	✓		
9. Mr. Vara Varavithya	Director		✓	✓		
10. Mr. CHI-HAO SUN	Director	✓				✓
11. Mr. MAKOTO HONDA	Director	✓				✓
12. Mr. SAKCHAI PEECHAPAT	Director	✓				✓
13. Mr. METHA PINGSUTHIWONG	Director	✓				✓
Total (persons)		4	9	5	4	4

Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Economics	1	7.69
2. Banking	6	46.15
3. Finance & Securities	3	23.08
4. Property Fund & REITs	1	7.69
5. Commerce	1	7.69
6. Information & Communication Technology	1	7.69
7. Law	1	7.69
8. Marketing	1	7.69
9. Accounting	3	23.08
10. Finance	3	23.08
11. Human Resource Management	2	15.38
12. Sustainability	1	7.69
13. Fund Management	2	15.38
14. IT Management	2	15.38
15. Data Analysis	1	7.69
16. Statistics	1	7.69
17. Digital Marketing	1	7.69
18. Negotiation	2	15.38
19. Corporate Management	2	15.38
20. Change Management	5	38.46
21. Leadership	2	15.38
22. Strategic Management	5	38.46
23. Risk Management	6	46.15
24. Audit	4	30.77
25. Internal Control	2	15.38
26. Governance/ Compliance	6	46.15

Other Information about the Board of Directors ^{(*)(**)}

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

Methods of balancing power between the board of: Appointing an independent director to jointly consider the
directors and Management agenda of the board of directors' meeting, Others : In
achieving transparency and the proper balance of power,
TISCO Group requires that the Chairman of the Board shall
not be a senior executive. The Chairman of the Board shall
be independent directors/non-executive directors.

The Board of Directors' Meeting No. 2/2024 on April 19, 2024, appointed Mr. Pliu Mangkornkanok as the Chairman of the Board, while Mr. Sakchai Pechapat as the Group Chief Executive. However, the Chairman of the Board is not an independent director in order to comply with the principles of good corporate governance. It was resolved to appoint Mrs. Pongpen Ruengvirayudh, Independent Director, as the Lead Independent Director to participate in setting the agenda of meeting for the Board of Directors. It is to build confidence in operations that are transparent and verifiable.

Information on the roles and duties of the board of directors

Board charter : Have

The Board of Directors is accountable to the Company's shareholders. Each director represents all shareholders and takes part in supervisory and regulatory functions in the Company's operations, in an independent and impartial manner, for the benefit of all shareholders and other stakeholders. The Board has duties and responsibilities designated in the Board of Directors Charter as follows:

TISCO Group has approved policies for corporate governance, vision and mission, business models and strategies, as well as mergers and acquisitions. Additionally, they ensure fair customer service, effective internal control systems, and anti-corruption measures. They also monitor risks and compliance with regulations, appoint and evaluate heads of departments and subcommittees, and foster a corporate culture that adheres to legal compliance and integrity.

Information on subcommittees

List of Audit Committee

List of directors	Position	Appointment date as committee member	Skills and expertise
<p>1. Ms. PENCHUN JARIKASEM^(*)</p> <p>Gender: Female</p> <p>Age : 69 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes Residence in Thailand : Yes</p> <p>Expertise in accounting information review : Yes</p>	<p>Chairman of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Continuing director (Full term of directorship and being re-appointed as a director)</p>	27 Jun 2022	Risk Management, Accounting, Audit, Internal Control, Change Management
<p>2. Mrs. PONGPEN RUENGWIRAYUDH^(*)</p> <p>Gender: Female</p> <p>Age : 69 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Accounting, Finance Thai</p> <p>nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : Yes</p>	<p>Member of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Continuing director (Full term of directorship and being re-appointed as a director)</p>	26 Apr 2022	Corporate Management, Accounting, Audit, Governance/ Compliance, Sustainability
<p>3. Mr. SILLAPAPORN SRIJUNPETCH^(*)</p> <p>Gender: Male</p> <p>Age : 61 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Accounting</p> <p>Thai nationality : Yes Residence in Thailand : Yes</p> <p>Expertise in accounting information review : Yes</p>	<p>Member of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Continuing director (Full term of directorship and being re-appointed as a director)</p>	30 Jun 2022	Commerce, Accounting, Audit, Finance, IT Management

Additional Description:

(*) Directors with knowledge and experience in reviewing the Company's financial statements and accounting information.

List of Executive Committee

List of Directors	Position	Appointment date as committee member
<p>1. Mr. SAKCHAI PEECHAPAT Gender: Male</p> <p>Age : 57 years</p> <p>Highest level of education : Master's degree Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p>	The chairman of the executive committee	26 Apr 2019
<p>2. Mr. CHI-HAO SUN Gender: Male</p> <p>Age : 47 years</p> <p>Highest level of education : Master's degree Study field of the highest level of education : Finance</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p>	Member of the executive committee	29 Jun 2011
<p>3. Mr. METHA PINGSUTHIWONG Gender: Male</p> <p>Age : 57 years</p> <p>Highest level of education : Master's degree Study field of the highest level of education : Finance</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p>	Member of the executive committee	26 Apr 2022
<p>4. Mr. MAKOTO HONDA Gender: Male</p> <p>Age : 60 years</p> <p>Highest level of education : Master's degree Study field of the highest level of education : Business Administration</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p>	Member of the executive committee	19 Apr 2024

Other sub-committees

Name of Sub-committee	List of Directors	Position
Nomination and Compensation Committee	Mr. SATHIT AUNGMANEE	Member of the subcommittee
	Mr. DUNG BA LE	Member of the subcommittee
	Mr. KANICH PUNYASHTHITI	The chairman of the subcommittee (Independent director)
	Ms. PENCHUN JARIKASEM	Member of the subcommittee (Independent director)
Governance and Sustainability Committee	Mrs. ANGKARAT PRIEBJRIVAT	The chairman of the subcommittee
	Mr. KANICH PUNYASHTHITI	Member of the subcommittee (Independent director)
	Mrs. PONGPEN RUENGVIRAYUDH	Member of the subcommittee (Independent director)
Risk Oversight Committee	Mrs. ANGKARAT PRIEBJRIVAT	The chairman of the subcommittee
	Mr. Vara Varavithya	Member of the subcommittee (Independent director)
	Mr. SAKCHAI PEECHAPAT	Member of the subcommittee
	Mr. Chatri Chandrangam	Member of the subcommittee

Information on the executives

List of the highest-ranking executive and the executives four levels below

List of executives	Position	First appointment date	Skills and expertise
1. Mr. SAKCHAI PEECHAPAT Gender: Male Age : 57 years Highest level of education : Master's degree Study field of the highest level of education : Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	CHAIRMAN OF EXECUTIVE BOARD (The highest-ranking executive)	1 Apr 2021	Strategic Management, Risk Management, Negotiation, Governance/ Compliance, Leadership

List of executives	Position	First appointment date	Skills and expertise
<p>2. Mr. METHA PINGSUTHIWONG Gender: Male</p> <p>Age : 57 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Finance</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	President and Chief Operating Officer	1 Apr 2021	Strategic Management, Risk Management, Banking, Governance/ Compliance, Internal Control
<p>3. Mr. Pitada Vatcharasiritham Gender: Male</p> <p>Age : 60 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	Senior Executive Vice President	19 Nov 2010	Finance & Securities, Finance, Project Management, Negotiation, Strategic Management
<p>4. Mr. Paiboon Nalinthangkum Gender: Male</p> <p>Age : 58 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Finance</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	Senior Executive Vice President	1 Apr 2021	Banking, Finance & Securities, Property Fund & REITs, Finance, Fund Management

List of executives	Position	First appointment date	Skills and expertise
5. Mr. Dejphinun Suthadsanasoung Gender: Male Age : 55 years Highest level of education : Master's degree Study field of the highest level of education : Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Senior Executive Vice President	1 Jan 2025	Banking, Automotive, Finance, Professional Services, Digital Marketing
6. Mr. Chatri Chandrangam ^(*) Gender: Male Age : 54 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 : Yes Accounting supervisor : No	Senior Executive Vice President Risk and Financial Control	1 Apr 2021	Banking, Finance & Securities, Finance, Risk Management, Budgeting
7. Mr. Picha Ratanatam Gender: Male Age : 53 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	Senior Executive Vice President	1 Jan 2025	Banking, Finance & Securities, Fund Management, Digital Marketing, Brand Management

List of executives	Position	First appointment date	Skills and expertise
<p>8. Mr. Pairat Srivilairit Gender: Male</p> <p>Age : 59 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	Corporate Secretary and First Executive Vice President - Governance Office	1 Apr 2021	Negotiation, Audit, Internal Control, Governance/ Compliance, Corporate Management
<p>9. Ms. Pavinee Ongvasith Gender: Female</p> <p>Age : 56 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	First Executive Vice President	1 Apr 2021	Finance & Securities, Property Fund & REITs, Professional Services, Fund Management, Banking
<p>10. Mr. Yuttpong Sriwongjanya Gender: Male</p> <p>Age : 58 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Finance</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	First Executive Vice President	1 Apr 2021	Business Administration, Commerce, Finance, Brand Management, Strategic Management

List of executives	Position	First appointment date	Skills and expertise
<p>11. Mr. Rungroj Jarasvijitkul</p> <p>Gender: Male</p> <p>Age : 58 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	First Executive Vice President	1 Apr 2021	Business Administration, Banking, Brand Management, Strategic Management, Professional Services
<p>12. Ms. Wanthana Chotchaisathit</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 : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	First Executive Vice President - Information Technology	1 Jan 2023	IT Management, Data Management, Data Analysis, Project Management, Information & Communication Technology
<p>13. Mr. Theeranat Rujimethapass</p> <p>Gender: Male</p> <p>Age : 57 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Management</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	First Executive Vice President	1 Jan 2023	Finance & Securities, Marketing, Fund Management, Negotiation, Brand Management

List of executives	Position	First appointment date	Skills and expertise
14. Ms. Rachada Pruksanubal Gender: Female Age : 55 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	First Executive Vice President	1 Jan 2023	Banking, Finance & Securities, Finance, Strategic Management, Accounting
15. Mrs. Kusumar Pratomsrimek Gender: Female Age : 53 years Highest level of education : Master's degree Study field of the highest level of education : Information Technology in Business Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	First Executive Vice President (The highest-ranking executive)	1 Jan 2025	Business Administration, IT Management, Accounting, Insurance, Finance

Additional Description:

() The person in charge of accounting and finance*

*(**) Accounting Supervisor*

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

Remuneration Policy for Executive Directors and Executives

The remuneration of directors, proposed by the Nomination and Compensation Committee, shall be approved by the ordinary shareholders' meeting. The scale and components of remuneration for directors and management have been set subject to the principle that such remuneration should be appealing enough to attract and retain quality directors but avoid excessive pay. Remuneration for directors should be comparable to the general practice in the industry with regard to work experience and commitment, as well as the benefits each director brings. In addition, the remuneration shall be reviewed in comparison to comparable listed companies with a similar size of business and the listed company average.

Remuneration for Group Chief Executive and Management (collectively called "Management") shall be linked to short- and long-term performance of TISCO Group, consist of financial performance and non-financial performance i.e., customers, customer satisfaction, development of operational process and risk management, and human capital development plus indicators for being a responsible financial institution on the economy, society, and the environment. Such indicators included ROA, ROE, net interest margin, non-interest income growth, total shareholder return, customer satisfaction, and feedback from employee engagement survey. This reflects good practice and being a sustainable bank under transparent regulations and scopes of responsibility. The Nomination and Compensation Committee is responsible for considering the remuneration of the CEO and management and proposing it to the Board of Directors for approval. The remuneration reflects their performance management in both financial KPI's and non-financial KPI's. The KPI's set are in alignment with the Company's vision, mission, and short- and long-term goals as well as the ability to compete with other organizations in the standards of leading group companies in Thailand. The remuneration should be determined in accordance with Director and Management Remuneration Policy with an endorsement from the Nomination and Compensation Committee and approved by the Board of Directors.

Remuneration of Executive Directors and Executives

Monetary remuneration of executive directors and executives

	2022	2023	2024
Total remuneration of executive directors and executives (baht)	442,516,708.00	466,736,979.84	637,965,283.00
Total remuneration of executive directors (baht)	3,780,000.00	4,788,668.00	5,082,000.00
Total remuneration of executives (baht) ⁽⁹⁾	438,736,708.00	461,948,311.84	632,883,283.00

Note: ⁽⁹⁾In 2024, the definition of executives has been adjusted, resulting in an increase in the number of executives.

In 2024, the senior executives and other executives according to the definition of the Securities and Exchange Act and Capital Market Supervisory Board's Notification include executives in the position of Senior Executive Vice President or equivalent and higher, totaling 93 people, received 553,842,451 baht including monthly compensation, other income such as position allowance, cost of living allowance, special allowance etc., and bonuses, which varied according to TISCO Group's performance, and TISCO Group's contributions to their provident funds, amounting to 35,816,636 baht, totaling 589,659,087 baht. There are fixed remuneration amounting to 258,379,586 baht and variable remuneration amounting to 295,462,865 baht.

Other remuneration of executive directors and executives

	2022	2023	2024
Company's contribution to provident fund for executive directors and executives (Baht)	55,894,836.58	53,624,087.43	55,894,836.58
Employee Stock Ownership Plan (ESOP)	No	No	No
Employee Joint Investment Program (EJIP)	No	No	No

In 2024, senior executives and executives of the Company, totaling 93 persons, received the Company's contributions to their provident funds, totaling 43,224,196 baht while managements of the Bank, totaling 184 persons, received the Bank's contributions to their provident funds, totaling 35,816,636 baht. In addition, the managements received benefits and other welfares under the Company's regulations, similar to other employees, such as healthcare and medical checkup expenses, and loan welfares.

Clawback Provision

The Company's clawback provision is in compliance with the Securities and Exchange Act B.E 2535. Under section 89/7, it is stated that the board of directors, senior executives, and associates should perform their duties with full responsibilities as well as cautiousness and integrity, and comply according to the law, the Company's objectives, the Company's Articles of Association, and resolutions of the board of directors and shareholder's meeting. In case that the Board of directors, senior executives and associates has conducted any act against the section 89/7, the Company may reclaim the incentives back to the Company according to the section 89/18 and 89/19.

Other Important Information

List of persons assigned for accounting oversight

Name	Email	Telephone
1. Ms. Mayuree Kingsawad	mayureek@tisco.co.th	0-2633-6776

List of Company Secretaries

Name	email	telephone
1. Mr. Pairat Srivilairit	pairat@tisco.co.th	0-2633-7821
2. Ms. Natthamon Phithaksuppakit	natthamon@tisco.co.th	0-2633-6805

List of the head of internal audit or outsourced internal auditor

Name	email	telephone
1 Ms. Chuenchit Trakarnratti	chuenchit@tisco.co.th	0-2633-7827

List of the head of the compliance unit

Name	email	telephone
1. Ms. Sakornrat Manuwong	sakornrat@tisco.co.th	0-2633-6921

List of the head of investor relations

Name	email	telephone
1. Mr. Piram Sooklerk	ir@tisco.co.th	0-2633-6868
2. Mr. Ake Krairiksh	ir@tisco.co.th	0-2633-6868

Company Auditor Audit Details of the Company

Auditor Firm	Audit Fee (Baht)	Other Service Fees	Names and general information of auditors
EY OFFICE LIMITED 33RD FLOOR, LAKE RAJADA OFFICE COMPLEX, 193/136- 137 RAJADAPISEK ROAD KHLONG TOEI KHLONG TOEI Bangkok 10110 Telephone number +66 2264 9090	11,030,000.00		<p>1. Ms. SARANYA PLUDSRI Email: Suchada.tantioran@th.ey.com License number: 6768</p> <p>2. Ms. WANWILAI PHETSANG Email: Suchada.tantioran@th.ey.com License number: 5315</p> <p>3. Ms. BONGKOT KRIANGPHANAMORN Email: Suchada.tantioran@th.ey.com License number: 6777</p>

Note: the current auditor has signed the financial statements for 2 consecutive years. This is in accordance with the regulations of the Securities and Exchange Commission (SEC), which state that an auditor can sign consecutively for no more than 7 years to ensure transparency and avoid conflicts of interest. Additionally, the Company conducts a review and selection process for auditing firms every 5 years, allowing large auditing firms to compete. The selection criteria encompass various factors, including the quality of the audit, audit systems, audit techniques, auditors' qualifications, experience, reliability, expertise, and costs.

Performance Report on Corporate Governance

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

In the Board of Directors Meeting No. 7/2024 held on October 31, 2024, the Board of Directors had reviewed Vision and Core Values to ensure that all matters are up-to-date and comply with the long-term business directions, approved strategic directions and policy of TISCO Group, reviewed annual business plan and budget, and reviewed the adequacy of internal control system and appropriate risk management framework. The Board of Directors also supervised, reviewed, and monitored management to ensure that actions were carried out in accordance with the designated policies, corporate strategy, and business plans, as well as the rules and regulatory requirements of related government agencies. The management were assigned to report the operational results to the Executive Board on a monthly basis and the Board of Directors meetings every two months.

Nomination of Independent Directors

Criteria for selecting independent directors

The Nomination and Compensation Committee shall propose the names of persons and their opinions to the Board of Directors. In the case of selecting persons to replace directors whose terms have expired, the Nomination and Compensation Committee shall consider the nominated persons (if any) by giving minority shareholders the opportunity to nominate persons for consideration for selection as directors in accordance with the criteria set by the Company in advance at the annual shareholders' meeting and from the database of professional directors in the Director Pool, or by considering past the nominees for election as directors must also approved by the Bank of Thailand. To ensure that the director screening and nominating process is effective, the Nomination and Compensation Committee regularly reviews and updates the board skill matrix on a regular basis according to the Principles of Good Corporate Governance for Listed Companies 2017 and Practices for Corporate Governance.

Qualifications of Independent Directors

A person to be nominated or appointed as an independent director must comply with the announcement of the Bank of Thailand, the Capital Market Supervisory Board, the Securities and Exchange Commission, the Stock Exchange of Thailand, including qualifications according to the requirements as defined in the policy and guidelines of TISCO's Corporate Governance, all of which are summarized below.

1. holding shares not exceeding 0.50 per cent of the total number of voting rights of the Company, its parent company, subsidiary, affiliate or juristic person which may have conflicts of interest, including the shares held by related persons of the independent director.
2. neither being nor having been a non-independent Director of TISCO, its subsidiary and affiliate, same-level subsidiary, or juristic person who may have conflict of interest, or has left from such status but for less than two years.
3. neither being nor having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the Company, its parent company, subsidiary, affiliate, or juristic person who may have conflicts of interest unless the foregoing status has ended not less than two years.
4. not being a person related by blood or registration under laws, (such as father, mother, spouse, sibling, and child, including spouse of the children) of executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling persons of the Company or its subsidiary.
5. not having a business relationship as specified by the Capital Market Supervisory Board with the Company,

its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, in the manner which may interfere with his independent judgment, and neither being nor having been a major shareholder, non-independent director or executive of any person having business relationship with the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years.

6. neither being nor having been an auditor of the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and not being a major shareholder, non-independent director, executive or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years.

7. neither being nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the Company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and neither being nor having been a major shareholder, non-independent director, executive or partner of the professional advisor unless the foregoing relationship has ended not less than two years.

8. not being a director who has been appointed as a representative of the Company's director, major shareholder or shareholders who are related to the Company's major shareholder.

9. not undertaking any business in the same nature and in competition to the business of the Company or its subsidiary companies or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one 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 companies.

10. not having any characteristics which make him/her incapable of expressing independent opinions with regard to the Company's business affairs.

11. not being an independent director for more than nine consecutive years

Business or professional relationships of independent directors over the past year

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

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 : Yes
directors through the nomination committee

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

Number of directors from major shareholders

Number of directors from each group of: 2
major shareholders over the past year (persons)

Rights of minority shareholders on director appointment

TISCO recognizes the basic rights of its shareholders and commits to protect and facilitate the exercise of its shareholders' rights. These rights include: the right to buy, sell or transfer their shares; to receive their rightful portion of TISCO's profits; to easily obtain the relevant and adequate information on TISCO on a timely and regular basis; to participate effectively and vote in general shareholders meetings, and to be informed of the rules that govern the general shareholders' meeting; to elect and remove members of the Board of Directors; to participate in, and to be sufficiently informed on, decisions concerning fundamental company changes.

TISCO fairly and equally treats all shareholders, majority or minority, individual or institutional, foreign or Thai, either executive or non-executive. Among its policies are:

- (1) Minority shareholders are protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly.
- (2) Insider trading and self-dealing abuses are strictly prohibited.
- (3) Members of TISCO's board and senior management are required to disclose to the Board whether they, directly, indirectly or on behalf of third parties, have a material interest in any transaction or matter directly affecting TISCO

Method of director appointment: Method by which shareholders can divide their votes among candidates in accordance with the Public Limited Companies Act (Cumulative voting)

Setting qualifications for the selection of directors

Details of qualifications for the selection of directors

Qualifications, knowledge, or experience	Skill and expertise
Number of Independent and Non-executives Directors is set to be more than Executive Directors while the number of directors nominated by each major shareholder shall be in accordance with the shareholding proportion for the appropriate balance of power and authority. Additionally, the Board's composition must be diverse in terms of age, gender, skills, knowledge, abilities, experience, and independence (Board Composition). To be able to solicit and express diverse perspectives in order to make business decisions for the company. By considering the table of expertise in specific fields (Board Skill Matrix). If you are an independent director, you must meet the Company's requirements and regulatory requirements. To ensure that the director screening and nominating process is effective, the Nomination and Compensation Committee regularly reviews and updates the board skill matrix on a regular basis according to the Principles of Good Corporate Governance for Listed Companies 2017 and Practices for Corporate Governance.	Economics, Banking, Finance & Securities, Commerce, Information & Communication Technology, Law, Marketing, Accounting, Finance, Corporate Social Responsibility, Human Resource Management, Sustainability, Fund Management, IT Management, Data Management, Data Analysis, Statistics, Digital Marketing, Brand Management, Negotiation, Project Management, Corporate Management, Change Management, Leadership, Strategic Management, Risk Management, Audit, Internal Control, Budgeting, Governance/ Compliance, Business Administration

Information on the development of directors

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
1. Mr. PLIU MANGKORNKANOK (Chairman of the board of directors)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • 2017: Strategic Board Master Class (SBM) • 2011: Director Certification Program (DCP) <ul style="list-style-type: none"> • 2011: Role of the Chairman Program (RCP) Other • 2024: Cyber Armor: Capital Market Cyber Leader 2024: Trust, Resiliency, Sustainability • 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards • 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing <ul style="list-style-type: none"> • 2024: Seminar on “Prevention, Suppression and Suppression of Inappropriate Behavior of Listed Companies”, • 2024: Shaping Tomorrow: Exploring the Intersection of Aging Society, Economic Dynamics and Innovation • 2024: Thailand Energy Executive Forum 2024 • 2023: Adaptation to Climate Change on Financial Sector <ul style="list-style-type: none"> • 2023: Cyber Armor: Cyber Incident Management: The Board’s Essential Role • 2023: Cyber Resilience Leadership: Herd Immunity • 2023: Cyber Resilience Leadership: Tone from the Top • 2023: Hot Issue for Directors : Climate Governance 2023 <ul style="list-style-type: none"> • 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" • 2023: Risk Management: Stress Testing • 2023: Role of Finance Sector in Fighting Corruption • 2023: Sustainable Development Workshop • 2023: Understanding Corporate Sustainability • 2022: Cyber Resilience Leadership: SMART Goal • 2021: Directors Leadership Certification Program 0/2021 • 2021: IT Security Awareness for Top Management <ul style="list-style-type: none"> • 2020: Chairman/Board perspectives on Corporate Strategy, beyond the crisis • 2019: IOD Forum: Tough Boardroom Situations - Independent Directors Share Lessons Learned • 2019: National Director Conference 2019: Board of the Year, Board of the Future • 2018: Chairman Dinner 2018 “Social Responsibilities in Action” <ul style="list-style-type: none"> • 2018: IOD Director Briefing 1/2018: Burning Issues Directors Need to Hear in the Year of the Dog • 2018: Strategic Board Master Class (SBM) • 2013: Audit Committee Program (ACP) • 2011: Boards that Make a Difference (BMD)
2. Mr. DUNG BA LE (Vice-chairman of the board of directors)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • 2024: Director Certification Program (DCP) <ul style="list-style-type: none"> • 2023: Director Accreditation Program (DAP) Other • 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing • 2023: Risk Management: Stress Testing

List of directors	Participation in training in the past financial year	History of training participation
3. Mrs. ANGKARAT PRIEJRIVAT (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • 2008: Role of the Chairman Program (RCP) • 2006: Director Certification Program (DCP) <ul style="list-style-type: none"> • 2005: Director Accreditation Program (DAP) Other • 2024: ACMF - ISSB Technical Training on IFRS Sustainability Disclosure Standards (Workshop for Corporate Preparers) • 2024: Cyber Armor: Capital Market Cyber Leader 2024: Trust, Resiliency, Sustainability • 2024: Director's Briefing 1/2024 on topic ESG Integration for Sustainable Business Success • 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards • 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing • 2024: Strengthening Anti-Corruption values • 2023: Hot issue for Director: Climate Governance <ul style="list-style-type: none"> • 2023: IOD Seminar: Engaging Board in ESG: The Path to Effective Sustainability • 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" • 2023: Risk Management: Stress Testing • 2023: Sustainable Development Workshop <ul style="list-style-type: none"> • 2022: Cyber Armor: Capital Market Board Awareness 2022, Cyber Threat Lessons Learned for Board of Directors, • 2022: Cyber Resilience Leadership: SMART Goal • 2022: Role of Financial Sector in Fighting Corruption • 2021: Board of the Year, Board of the Future <ul style="list-style-type: none"> • 2021: Cyber Armor: Capital Market Board Awareness No.2, Data-driven Cybersecurity and Intelligence Threats Assessment, • 2021: DCP Series: How to Develop a Winning Digital Strategy • 2021: IOD National Director Conference 2021 <ul style="list-style-type: none"> • 2020: Chairman/Board perspectives on Corporate Strategy, beyond the crisis • 2020: Corporate Sustainability Development • 2020: IT Security Awareness for Top Management • 2017: Driving Company Success with IT Governance • 2017: IT Governance & Cyber Resilience • 2013: Anti-Corruption for Executive Program (ACEP) • 2009: Monitoring Fraud Risk Management Program • 2009: Monitoring the Internal Audit Function Program <ul style="list-style-type: none"> • 2009: Monitoring the System of Internal Control and Risk Management Program • 2007: Audit Committee Program (ACP)

List of directors	Participation in training in the past financial year	History of training participation
4. Mr. SATHIT AUNGMALEE (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> 2022: Board Nomination and Compensation Program (BNCP) <p>Other</p> <ul style="list-style-type: none"> 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" 2023: Risk Management: Stress Testing 2017: Cyber Resilience Leadership: Herd Immunity <ul style="list-style-type: none"> 2017: Director Forum: "The Board's Role in CEO Succession Planning" 2017: Role of Financial Sector in Fighting Corruption
5. Ms. PENCHUN JARIKASEM (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> 2024: Board Nomination and Compensation Program (BNCP) 2023: Advanced Audit Committee Program (AACP) 2018: Ethical Leadership Program (ELP) 2018: Risk Management Program for Corporate Leaders (RCL) 2015: Role of the Chairman Program (RCP) 2009: Director Certification Program (DCP) <ul style="list-style-type: none"> 2008: Director Accreditation Program (DAP) Other 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards 2023: Advanced Audit Committee Program (AACP) 47/2023 Update <ul style="list-style-type: none"> 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" 2023: Risk Management: Stress Testing 2023: Sustainable Development Workshop 2020: IT Governance and Cyber Resilience program (ITG15/2020) 2018: Board Matters and Trends 2015: Capital Market Academy Leadership (CMA 4)
6. Mr. KANICH PUNYASHTHITI (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> 2023: Board Nomination and Compensation Program (BNCP) 2021: Director Certification Program (DCP) <ul style="list-style-type: none"> 2019: Director Accreditation Program (DAP) Other 2024: Corporate Governance for Executives Class 24/2024 <ul style="list-style-type: none"> 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards 2024: National Defense Course (NDC), Class 64 <ul style="list-style-type: none"> 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" 2023: Cyber Armor: Capital Market Board Awareness No.2 2023: Risk Management: Stress Testing 2023: Sustainable Development Workshop <ul style="list-style-type: none"> 2022: Cyber Armor: Capital Market Board Awareness No.2 Data- driven Cybersecurity and Intelligence Threats Assessment 2014: High Level Justice Process Administrators Certificate Class 17

List of directors	Participation in training in the past financial year	History of training participation
7. Mrs. PONGPEN RUENGWIRAYUDH (Chairman of the board of directors)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • 2023: Risk Management Program for Corporate Leaders (RCL) <ul style="list-style-type: none"> • 2018: Director Certification Program (DCP) Other • 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards <ul style="list-style-type: none"> • 2024: IOD's ID Forum 2024 on "Maximizing Board Effectiveness: The Role of Lead Independent Directors in Thai Business" • 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing • 2024: Strengthening Anti-Corruption values <ul style="list-style-type: none"> • 2024: "KEY concerns of Audit Committees – In the age of great transformation" • 2023: AC Forum 2023 Detection of Accounting Irregularities in Fast Growing Business: The Role of Audit Committee • 2023: Cyber Armor: Capital Market Board Awareness 2023" : Cyber Incident Management: The Board's Essential Role • 2023: Cyber Resilience Leadership: Mission for Embracing the Future of AI & Cybersecurity" • 2023: Director Forum "Engaging Board in ESG: The Path to Effective Sustainability" • 2023: Director's Briefing topic on Sustainability trends in business across industries • 2023: Director's Briefing; Sustainability trends in business across industries • 2023: Hot issue for Director: Climate Governance <ul style="list-style-type: none"> • 2023: IOD's National Director Conference 2023: Delivering "Net Zero" Together • 2023: IOD's National Director Conference 2023: Delivering "Net Zero" Together • 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" • 2023: Risk Management: Stress Testing • 2023: Sustainable Development Workshop <ul style="list-style-type: none"> • 2023: The importance of the audit committee and confidence in the Thai capital market • 2022: Cyber Resilience Leadership: SMART Goal <ul style="list-style-type: none"> • 2022: Easy Listening: Accounting Knowledge that AC should not miss 2022

List of directors	Participation in training in the past financial year	History of training participation
8. Mr. SILLAPAPORN SRIJUNPETCH (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> 2024: Director Accreditation Program (DAP) Other 2024: Audit Committee Forum 2024: Emerging Audit Standards and Implications for the Audit Committee <ul style="list-style-type: none"> 2024: Director's Briefing 1/2024 on topic ESG Integration for Sustainable Business Success 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards 2024: Strengthening Anti-Corruption values <ul style="list-style-type: none"> 2023: AC Forum 2023 I Detection of Accounting Irregularities in Fast Growing Business: The Role of Audit Committee 2023: Director Briefing 4/2023: Building a Cyber-Resilient Board: Strategies for Effective Cybersecurity Oversight 2023: Understanding Corporate Sustainability
9. Mr. Vara Varavithya (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> 2024: Role of the Chairman Program (RCP) <ul style="list-style-type: none"> 2023: Director Certification Program (DCP) Other 2024: AWS Cloud Technical Essentials 2024: Creating a Streaming Data Pipeline with Apache Kafka <ul style="list-style-type: none"> 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing 2024: Strengthening Anti-Corruption values 2024: Web of Data <ul style="list-style-type: none"> 2023: Financial Resilience in the Digital Age: The Cybersecurity Imperative 2023: Sustainable Development Workshop <ul style="list-style-type: none"> 2023: "Cyber Armor: Capital Market Board Awareness 2023" : Cyber Incident Management: The Board's Essential Role 2022: Cyber Resilience Leadership: SMART Goal
10. Mr. CHI-HAO SUN (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> 2024: Director Accreditation Program (DAP) Other 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing 2023: Risk Management: Stress Testing
11. Mr. MAKOTO HONDA (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> 2024: Director Accreditation Program (DAP) Other 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing

List of directors	Participation in training in the past financial year	History of training participation
12. Mr. SAKCHAI PEECHAPAT (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • 2023: Board Nomination and Compensation Program (BNCP) • 2006: Director Accreditation Program (DAP) <ul style="list-style-type: none"> • 2006: Director Certification Program (DCP) Other • 2024: Chairman Forum 2024 on the topic of "The Art of Chairman- CEO Dynamics: Fostering trust and Collaboration" • 2024: Director's Briefing 7/2024: Essential Innovation Metrics for Board Members • 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards • 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing • 2024: Thai bond situation • 2024: The Financial Reporting Standards (Revised 2024 edition) <ul style="list-style-type: none"> • 2024: Unveiling the Dark Side: Cyber Threats • Digital Assets for Executive • 2024: Unveiling the Truth & Power of SET, • Shaping Tomorrow <ul style="list-style-type: none"> • 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" • 2023: National Defense Course (NDC), Class 66 • 2023: Risk Management: Stress Testingship: Herd Immunity • 2023: Sustainable Development Workshop • 2022: Board of the Year, Board of the Future • 2022: Cyber Resilience Leadership: Herd Immunity • 2022: Thailand Insurance Leadership Program (TILP) <ul style="list-style-type: none"> • 2019: National Director Conference 2019: Board of the Year, Board of the Future
13. Mr. METHA PINGSUTHIWONG (Director)	Participating	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • 2007: Director Certification Program (DCP) Other • 2024: ESG Knowledge Sharing: IFRS Sustainability Disclosure Standards • 2024: Managing Cyber Risk - Executive Cyber Awareness Briefing • 2024: Strengthening Anti-Corruption values <ul style="list-style-type: none"> • 2023: IT Security Awareness for Top Management "Financial Resilience in the Digital Age: The Cybersecurity Imperative" • 2023: Risk Management: Stress Testing • 2023: Sustainable Development Workshop
14. Mr. SATOSHI YOSHITAKE (Director)	Non-participating	<p>Other</p> <ul style="list-style-type: none"> • 2023: Director Forum: Economic Recession what should board watch out for • 2023: Risk Management: Stress Testing <ul style="list-style-type: none"> • 2019: IOD Director Briefing 2/2019 on "Digital Transformation: Stories and Strategies for Success"

Criteria for evaluating the duty performance of the board of directors

In order to improve its performance, the Board of Directors has formulated an annual self-assessment process to gauge Board performance and resolve any issues they may have as a whole and on an individual director level. The assessment is based on self-evaluation against a benchmark system set in advance. The Board of Directors assigns the Nomination and Compensation Committee to prepare and recommend Board Performance Self-Assessment Guidelines for the Board's approval. The Nomination and Compensation Committee then reports the assessment result to the Board for acknowledgement. Said assessment is essential to ensure the appropriateness of the Board's composition and Board performance, in accordance with corporate governance best practices. The Board of Directors shall analyze the assessment results, recommendations, and remarks from Board members, and consider improving and development of duties in accordance with the Company's business environment and operations.

The Company may consider hiring outside consultants to determine guidelines and propose issues in evaluating the performance of the board of directors, which must be disclosed in the Annual Registration Statements and Annual Report (Form 56-1 One Report). At present, the company has not appointed any outside consultants to help because the company already has an appropriate system for evaluating. TISCO applied the evaluation tool from the Thai Institute of Directors.

The tool was adapted to suit the characteristics and structure of the board of directors.

In 2024, the Nomination and Compensation Committee divided the self-assessment into two forms:

1. The Board of Director Performance Self-assessment and individual self-assessment
2. Evaluation of the performance of other directors is using the director's individual self-assessment and cross- evaluation. The Director's Individual Cross-Evaluation randomly paired directors' names for evaluation.

The assessment topics are as follows.

1. The Board of Director Performance Self-Assessment as a whole, namely, Board Structure and Qualifications, Board Roles, Duties and Responsibilities, Board Meetings, Board Performance, Relationship with Management, and Director Development.
2. The Director's Individual Self-Assessment and Cross-Assessment as an individual, namely, Director Qualifications, Readiness, Meeting participation, Roles, Duties and Responsibilities of the Directors, and Relationship with Management. The evaluation form has set the score level from 0-4 so that the committee can compare the evaluation results of each topic and the evaluation results of each year.

The meaning of the rating is as follows

- 0 = Strongly disagree or never conducted
- 1 = Disagree or seldom conducted
- 2 = Fair or moderately conducted
- 3 = Agree or well conducted
- 4 = Strongly agree or excellently conducted

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

The Nomination and Compensation Committee, as proposed by the Corporate Secretariat Office, reported the assessment results to the Board for acknowledgement, discussion, and recommendations for improved efficiency at the Board of Directors' Meeting No. 1/2025 held on February 25, 2025. Details are as follows.

The result of the Board of Director Performance Self-Assessment found that the Board were up to best practice standards. Almost all board members were rated during four and five for effective ratings in all five areas of assessment which has been carried out in good to excellent. The average assessment rating overall was at 3.95 out of 4.00.

The results of the individual director and cross-assessment found that the overall performance of all directors was assessed mostly at rating levels three and four from five rating levels which has been carried out in good to excellent. The average assessment rating overall was 3.79 out of 4.00.

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	3.95	4.00
	Self-assessment	3.79	4.00
	Cross-assessment (assessment of another director)	3.79	4.00
Executive Committee	Group assessment	3.93	4.00
	Self-assessment	None	None
	Cross-assessment (assessment of another director)	None	None
Risk Oversight Committee	Group assessment	3.86	4.00
	Self-assessment	None	None
	Cross-assessment (assessment of another director)	None	None
Audit Committee	Group assessment	3.97	4.00
	Self-assessment	None	None
	Cross-assessment (assessment of another director)	None	None
Nomination and Compensation Committee	Group assessment	3.95	4.00
	Self-assessment	None	None
	Cross-assessment (assessment of another director)	None	None
Governance and Sustainability Committee	Group assessment	3.95	4.00
	Self-assessment	None	None
	Cross-assessment (assessment of another director)	None	None

Performance evaluation criteria for the executives

Performance evaluation criteria for the executives : Yes

The Board of Directors assigns the Nomination and Compensation Committee to prepare and recommend the Group Chief Executive Performance Assessment Guidelines for the Board's approval. The Nomination and Compensation Committee shall arrange the meeting(s) between the Board and management in the absence of Top Management at least once a year prior to his/her annual performance assessment. The Nomination and Compensation Committee then reports the assessment result to the Board Meeting. The assessment shall be divided into two parts: Financial KPI and Non-Financial KPI. The KPI's set are in alignment with the Company Vision, Mission, and short-term, mid-term, and long-term goals of the Company with consideration for the business situation and environment.

To ensure the effectiveness of the assessment, the Nomination and Compensation Committee will arrange meeting(s) between the Board and Management of TISCO Group, in absence of the Top Management, at least once a year prior to his/her annual performance assessment. In addition, the performance assessment of TISCO Group's Chief Executive will take into consideration the assessment result from the Chairperson of each sub-committee, namely, the Executive Board, the Risk Oversight Committee, the Audit Committee, and the Governance and Sustainability Committee, together with the assessment from the Nomination and Compensation Committee. The assessment result will be reported at the Board of Directors Meeting.

In 2024, the Nomination and Compensation Committee arranged the Group Chief Executive performance assessment as the process mentioned above. The assessment results of the Group Chief Executive were beyond satisfactory level both in financial institution and aligned with the vision, mission, short-term, medium-term and long-term goals. The Nomination and Compensation Committee then informed the assessment results, together with their opinion to Group Chief Executive for acknowledgment prior to approving the annual salary review and reported the assessment result at the Board of Directors Meeting.

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

Number of the board of directors meeting over the

past year (times) : 8

Annual General Meeting of Shareholders (AGM) : 18 Apr 2024

Extraordinary General Meeting of Shareholders (EGM) : None

Details of the board of directors' meeting attendance

List of directors	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. PLIU MANGKORNKANOK (Chairman of the board of directors)	8	/	8	1	/	1	N/A	/	N/A
2. Mr. DUNG BA LE (Vice-chairman of the board of directors)	8	/	8	1	/	1	N/A	/	N/A
3. Mrs. ANGKARAT PRIEJRIVAT (Director)	8	/	8	1	/	1	N/A	/	N/A
4. Mr. SATHIT AUNGMALEE (Director)	8	/	8	1	/	1	N/A	/	N/A
5. Ms. PENCHUN JARIKASEM (Director, Independent director)	8	/	8	1	/	1	N/A	/	N/A
6. Mr. KANICH PUNYASHTHITI (Director, Independent director)	8	/	8	1	/	1	N/A	/	N/A
7. Mrs. PONGPEN RUENGWIRAYUDH (Chairman of the board of directors, Independent director)	8	/	8	1	/	1	N/A	/	N/A
8. Mr. SILLAPAPORN SRIJUNPETCH (Director, Independent director)	8	/	8	1	/	1	N/A	/	N/A
9. Mr. Vara Varavithya (Director, Independent director)	8	/	8	1	/	1	N/A	/	N/A
10. Mr. CHI-HAO SUN (Director)	8	/	8	1	/	1	N/A	/	N/A
11. Mr. MAKOTO HONDA (Director)	7	/	7	1	/	1	N/A	/	N/A
12. Mr. SAKCHAI PEECHAPAT (Director)	8	/	8	1	/	1	N/A	/	N/A
13. Mr. METHA PINGSUTHIWONG (Director)	8	/	8	1	/	1	N/A	/	N/A
14. Mr. SATOSHI YOSHITAKE (Director)	1	/	1	1	/	1	N/A	/	N/A

Note: * Mr. Makoto Honda was appointed as a director and member of the Executive Board replacing Mr. Satoshi Yoshitake, effective April 18 and 19, 2024, respectively.

Remuneration of the Board of Directors

Types of remuneration of the board of directors

TISCO Group has established a clear and transparent policy on remuneration for directors that is appropriately defined and in line with the responsibilities of the directors, who must perform their duties in accordance with the expectations of all groups of stakeholders. The Nomination and Compensation Committee made an annual review on the directors' remuneration to ensure that the remuneration is commensurate with their duties and responsibilities as well as consistent with the remuneration of directors in the commercial banking at the same level.

Apart from the remuneration payable to directors of TISCO Financial Group Public Company Limited, TISCO Group only pays remuneration to subsidiary companies' directors who is not employee or any full-time position in TISCO Financial Group of companies, in the same form and amount of the Company's director, to be valid until amended. No meeting fee shall be paid to members of the Board and Sub-committee who is employee or holds any full-time position in TISCO Group of companies. The Company's shareholders approved at the Shareholders Annual General Meeting for the year 2024 on April 18, 2024, the directors' remuneration including member of sub-committees and advisor in the form of monthly fee and meeting fee which was appropriate with the scope of duties and responsibilities, to be valid until amended. Besides, the directors are entitled to receive other remuneration or benefits paid for other appointments or special assignments from the Board of Directors.

Remuneration of the Board of Directors⁽¹⁰⁾

Details of 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	
1. Mr. PLIU MANGKORNKANOK (Chairman of the board of directors)			3,715,000.00		0.00
Board of Directors	595,000.00	3,120,000.00	3,715,000.00	Yes	
2. Mr. DUNG BA LE (Vice- chairman of the board of directors)			1,765,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Nomination and Compensation Committee	605,000.00	N/A	605,000.00	No	
3. Mrs. ANGKARAT PRIEBJRIVAT (Director)			2,340,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Governance and Sustainability Committee	505,000.00	N/A	505,000.00	No	
Risk Oversight Committee	675,000.00	N/A	675,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
4. Mr. SATHIT AUNGMANEE (Director)			1,825,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Nomination and Compensation Committee	665,000.00	N/A	665,000.00	No	
5. Ms. PENCHUN JARIKASEM (Director)			2,965,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Audit Committee	1,200,000.00	N/A	1,200,000.00	No	
Nomination and Compensation Committee	605,000.00	N/A	605,000.00	No	
6. Mr. KANICH PUNYASHTHITI (Director)			2,270,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Governance and Sustainability Committee	385,000.00	N/A	385,000.00	No	
Nomination and Compensation Committee	725,000.00	N/A	725,000.00	No	
7. Mrs. PONGPEN RUENGVIRAYUDH (Chairman of the board of directors)			2,565,000.00		0.00
Board of Directors	580,000.00	720,000.00	1,300,000.00	Yes	
Audit Committee	880,000.00	N/A	880,000.00	No	
Governance and Sustainability Committee	385,000.00	N/A	385,000.00	No	
8. Mr. SILLAPAPORN SRIJUNPETCH (Director)			2,040,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Audit Committee	880,000.00	N/A	880,000.00	No	
9. Mr. Vara Varavithya (Director)			1,655,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Risk Oversight Committee	495,000.00	N/A	495,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
10. Mr. CHI-HAO SUN (Director)			1,820,000.00		0.00
Board of Directors	440,000.00	720,000.00	1,160,000.00	Yes	
Executive Committee	660,000.00	N/A	660,000.00	No	
11. Mr. MAKOTO HONDA (Director)			1,386,000.00		0.00
Board of Directors	385,000.00	506,000.00	891,000.00	No	
Executive Committee	495,000.00	N/A	495,000.00	No	
12. Mr. SAKCHAI PEECHAPAT (Director)			720,000.00		0.00
Board of Directors	N/A	720,000.00	720,000.00	Yes	
Executive Committee	N/A	N/A	N/A	No	
Risk Oversight Committee	N/A	N/A	N/A	No	
13. Mr. METHA PINGSUTHIWONG (Director)			720,000.00		0.00
Board of Directors	N/A	720,000.00	720,000.00	Yes	
Executive Committee	N/A	N/A	N/A	No	
14. Mr. Chatri Chandrangam (Member of the subcommittee)			N/A		0.00
Risk Oversight Committee	N/A	N/A	N/A	No	
15. Mr. SATOSHI YOSHITAKE (Director)			436,000.00		0.00
Board of Directors	55,000.00	216,000.00	271,000.00	Yes	
Executive Committee	165,000.00	N/A	165,000.00	No	

Remark: ⁽¹⁰⁾1. Other monetary remuneration refers to monthly fee, which excludes meeting fee. The Company does not have a policy to pay bonuses or other special remuneration to directors.

2. Non-monetary Remuneration

- 1) An executive car for the Chairman of the Board,
- 2) Group life and accident insurance, or health insurance, or travel insurance, or medical benefits as appropriate,
- 3) Directors & Officers Liability Insurance (D&O).

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	5,135,000.00	11,762,000.00	16,897,000.00
2. Audit Committee	2,960,000.00	0.00	2,960,000.00
3. Executive Committee	1,320,000.00	0.00	1,320,000.00
4. Nomination and Compensation Committee	2,600,000.00	0.00	2,600,000.00
5. Governance and Sustainability Committee	1,275,000.00	0.00	1,275,000.00
6. Risk Oversight Committee	1,170,000.00	0.00	1,170,000.00

Summary of the remuneration of the board of directors

	2024
Meeting allowance (Baht)	14,460,000.00
Other monetary remuneration (Baht)	11,762,000.00
Total (Baht)	26,222,000.00

Information on corporate governance of subsidiaries and associated companies

Mechanism for overseeing subsidiaries and associated companies

Does the Company have subsidiaries: Yes
and associated companies

Mechanism for overseeing subsidiaries: Yes
and associated companies

Mechanism for overseeing management: The appointment of representatives as directors, executives, or controlling persons in proportion to shareholding, The determination of the scope of duties 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.

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

Regarding measures taken to prevent conflicts of interest, related parties transaction, or inappropriate related transactions, the Company has set a code of conduct for employees to ensure that employees comply with stipulated laws and regulations, conduct their duties with integrity, consider the Company's interests above their own, and refrain from exploiting inside information for their own benefit which has a process to consider and approve the transaction, as well as disclose information and approve connected transactions in accordance with the rules prescribed by the regulatory authorities.

TISCO Group has placed great emphasis on managing its business operations effectively under the good corporate governance framework. TISCO Group has no policy to encourage transactions between related parties or any other transactions that may result in a conflict of interest. Should any such transactions occur, they must be considered thoroughly by the Audit Committee. The Audit Committee shall report and/or propose the transactions to the Board of Directors Meeting for approval on a case-by-case basis. The Company shall consider said transactions with the same standards and conditions as those governing normal business transactions. Persons with vested interests shall not be entitled to vote for the approval of said transactions

Number of cases or issues related to conflict of interest

	2022	2023	2024
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

TISCO Group determines the best practices for employees to carry out their duties with integrity, fairness, and compliance with related rules and regulations, confidentiality towards customers, and no preference to pursue personal opportunities over TISCO Group's responsibilities, including making no use of non-public information or disclosing information to persons outside of TISCO. TISCO Group's compliance manual acts as a set of guidelines to help employees perform their duties fairly and honestly, comply with applicable laws and regulations, avoid conflicts of interest, and to not seek benefits from insider information. Business guidelines, regulations, and the code of conduct have all been compiled in the creation of the Company's compliance manual.

Supervision of securities trading by senior executives and employees

With respect to TISCO Group's regulations governing employee securities trading, the Group requires that management and employees open trading accounts only with TISCO Securities, its subsidiary. In this regard, employees must report transactions to the Compliance function. Furthermore, the Group prohibits senior management and insiders from trading the Company's shares within seven working days of the last day of the month until two days after the Company's monthly financial statements or concise assets and liabilities statement are published. A Director privy to important information about TISCO that has not been disclosed to the public must keep such information confidential.

It is a violation of the law to purchase or sell TISCO stock on the basis of such important non-public information. Directors may not do so and may not provide such information to others for that or any other purpose. Directors shall maintain the confidentiality of any non-public information learned in the performance of their duties on

behalf of TISCO, except when disclosure is authorized or legally mandated. Directors shall disclose to TISCO the securities trading accounts of themselves and their related persons for the purpose of monitoring and preventing the use of non-public information. Directors shall notify the Corporate Secretary at least one day before dealing in any TISCO shares, in accordance with the Corporate Governance Policy.

TISCO Group has measures to punish non-compliance with the guidelines or regulations set by TISCO Group, including the use of inside information for personal gain or the benefit of others, as specified in the Company's regulations. The Company has communicated and published the Code of Conduct for Directors, Executives, and Employees on the Company's website under the topic of Corporate Governance as a guideline for conduct in conducting business and as a principle to adhere to in working. In addition, the regulations on work of TISCO Group specify such matters, specifying the highest disciplinary penalty. Directors, executives, and employees have been informed of the guidelines for protecting inside information since the first day they assume their positions or start working. As stated in the Company's rules, anyone caught breaching those rules or using non-public information for their own gain will be punished. TISCO has also communicated and posted the code of conduct for its directors, executives, and employees on its website under the section on corporate governance as a guideline for how to conduct business and at work. In addition, the regulations regarding the work of TISCO Group stipulate this matter, with the highest disciplinary punishments. The company's directors, executives, and employees have been informed of the guidelines for protecting internal information since the first day they assumed their positions or started work.

Report on the holding of securities of TISCO Group to the Board of Directors

Directors, Top Management or top four management whose ranks are below Top Management, any person holding equivalent position of the fourth ranked management, and accounting department managers must first file with the Company a report on his/her interest or related person's interest in relation to management of the Company upon appointment and within three working days of the date of the change. In addition, TISCO has set out rules regarding securities trading by employees, stating that all employees must open trading accounts only with its subsidiary, TISCO Securities Company Limited. Also, employees are required to seek approval from their supervisors and the Compliance Unit before executing trades. Moreover, the rules prohibit Management Committee and insiders from trading TISCO's shares 3 days prior to the last working day of the month until 2 days after the financial statements or the summary of statements of assets and liabilities of TISCO are published. Directors, Top Management or top four management whose ranks are below the Top Management, any person holding equivalent position of the fourth ranked management, and accounting department managers must report their securities holdings or change(s) of such or derivatives in TISCO, as well as those of their spouses, cohabitants, and any minor children, to the Office of Securities and Exchange Commission. This report on securities holdings must be filed within 30 days of the date of appointment and within 3 working days of the date of the change. Directors must also notify the Board via the Audit Committee of their shareholdings at the end of each quarter. The Audit Committee reports the director shareholdings and activities report to the Board for acknowledgement under the Audit Committee's activities. In addition, the board of directors and executives report their securities holdings, including spouses and minor children, as disclosed in Attachment 1 of Form 56-1 One Report. The above-mentioned persons must file a copy of their report on securities holdings or derivatives with TISCO on the same date that the report is filed to the Office of Securities and Exchange Commission. In addition, Directors and management shall file with TISCO a report on his/her interest or a related person's interest in relation to management of TISCO or the subsidiaries in accordance with the rules, conditions, and procedures specified by the Company, in compliance with the Securities and Exchange Commission requirements.

In 2024, directors and executive directors traded securities seven times and it was found that the guidelines or regulations set forth by the TISCO Group were followed correctly and completely. No cases of violations were found regarding the insider information for any benefit whatsoever.

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

	2022	2023	2024
Total number of cases or issues related to the use of inside information to seek benefits (cases)	0	0	0

Anti-Corruption

Operations in anti-corruption in the past year

Has the company taken any action against: Yes
corruption in the past year?

Form of action taken: Review of appropriateness in anti-corruption, The participation in anti-corruption projects, Assessment and identification of corruption risk, Communication and training for employees on anti-corruption policy and guidelines, The monitoring of the evaluation of compliance with the anti-corruption policy, Review of the completeness and adequacy of the process by the Audit Committee or auditor.

TISCO Group has launched Anti-Corruption Policy and Guidelines to enforce the company's directors, executives, and all staff of TISCO Group. The objective of guideline establishment is to guide the group of companies to practice honesty, efficiency, and effectiveness to prevent or minimize the possibility of being used for corruption. Additionally, the determination regarding the supplier code of conduct practices with counterparty or business partners, whistleblowing channel, disclosure of information about the intent of the company in combating corruption, reporting to the executives, and the examination of the implementation of anti-corruption program were included therein the Anti-Corruption Guideline. TISCO Group has implemented program to fight against corruption, with details as follows:

1. Determine Integrity as the company's core value. All TISCO Group's employees conduct themselves honestly and follow the code of ethics to the highest standards of professional ethics in working and customer services, which instilled this value on the first workday and throughout their term as employees.
2. Provide regular corruption risk assessments in all units along with annual operational risk assessments. The results of the assessment are reported to the relevant committees for consideration.
3. Review anti-corruption practices to be consistent with the assessed risks imposed strict penalties for employees involved in corruption.
4. Communicate Anti-Corruption Policy and Guidelines to ensure that they are comprehensive and clear. Key revisions content regarding receiving practices in various matters included gifts, entertainment or hospitality, donations, and sponsorship to ensure the practices cover both giving and receiving. Moreover, the Anti-Corruption Policy is on the company's website in the Corporate Governance section (www.tisco.co.th).
5. Communicate the guidelines for accepting gifts continually. No gift, assets, or any other benefits shall be accepted from customers, suppliers, or other parties relating to the business on any occasion. In the case of undeniable TISCO Group will make charitable or collective donations to the TISCO Foundation or other charities. Besides, we have announced a no-gift policy during the New Year season 2024 on the organization's website and issued a letter asking for cooperation with our customers, suppliers, and business-related parties of TISCO Group to refrain from giving gifts to employees and executives.

6. Communicate the Supplier Code of Conduct that includes anti-corruption guidelines to each partner. Every partner is asked to acknowledge and comply with the code's content. To monitor partners' compliance, TISCO Group requires its partners or service providers to assess their anti-corruption practices considering the social and environmental impact on all stakeholders and encourage partners to operate their business with transparency and against corruption.
7. Provide Anti-Corruption training programs to employees to promote Integrity, honesty, and accountability in the exercise of their duties and responsibilities by adding an Anti-Corruption topic into Competency KPI, which requires 100 percent of test results to instill this value as well as to acknowledge good practices to employees to be applied in business.
8. Prepare the whistleblowing channel to receive complaints from internal and external parties. The information, which will be kept confidential, will be used to find facts for proper resolution. Besides, the complainant's information shall be protected per the TISCO Group's whistleblowing practices.
9. Support the promoted intention to fight against corruption to business partners by sending an invitation letter to join a network in anti-corruption and submitting a supplier code of conduct that includes anti-corruption practices in all forms. Additionally, TISCO participated in the event of intentions with various organizations, such as Anti-Corruption Day in the online event on September 6, 2024, and International Anti-Corruption Day "Fight Against Corruption" event held on December 9, 2024, to demonstrate the commitment to addressing corruption issues and to inspire Thai society to no longer tolerate corruption, with the belief that conducting business with ethics is the foundation of organizational sustainability.
10. TISCO Securities included the assessment result of the progress of its efforts to mitigate conflicts of interest in its listed companies in the analysis report as information for investors' consideration. TISCO Asset Management included the assessment result of the progress of its efforts to mitigate conflicts of interest related to the investments in its publicly available fund documents. The assessment results, as well as the company's stance against conflicts of interest in the private sector, are also taken into account in investment consideration

Number of cases or issues related to corruption

	2022	2023	2024
Total number of cases or issues related to corruption (cases))	0	0	0

Whistleblowing

Operations related to whistleblowing over the past year

In order to operate the business of the organization with transparency and fairness while considering the social and environmental impact on all groups of stakeholders, TISCO Group has formulated a whistleblowing policy in writing, which has been approved by the Board of Directors. The policy covers procedures and channels for whistleblowing the information or clues about fraud, wrong or improper conduct, unlawful act, regulation, or code of conduct, including measures to protect complainants or whistleblowers. Additionally, no suffer demotion, penalty, or other adverse consequences for reporting suspicious circumstances, even if such refusal or report may result in the company losing business to encourage management troubleshooting and reporting to the relevant committees. There is communication to third parties and employees as follows:

Third parties Communicate through the corporate website. Complaints could be sent by letter to *the Chairman of the Audit Committee or the Compliance Function*

TISCO Financial Group Public Company Limited

48/49 TISCO Tower, North Sathorn Road, Silom, Bangrak, Bangkok 10500.

Employees Communicate through intranet and related training

TISCO Group has established the HR Help Line as another independent channel to listen to employee grievances. Senior Executives have been appointed to represent the HR Help Line to ensure transparent and impartial review and operation. The complainant's name is kept confidential in accordance with the TISCO Group's practices of whistleblowing filing.

TISCO Group has measures to protect the rights of information providers and provides necessary safeguards for the protection of employees from reprisals or victimization..

Complaint Channels

TISCO Group has established channels for receiving complaints. Complainants can file complaints through four channels as follows:

Channel 1: Directly submit at TISCO Bank's Head Office or branches to officers.

Channel 2: Mail to Compliance Department TISCO Financial Group Public Company Limited TISCO Tower, 10th Floor, 48/49 North Sathorn Road, Silom, Bangrak, Bangkok, 10500.

Channel 3: Call TISCO Contact Center at 0 2080 6000 or 0 2633 6000, fax complaint to 0 2633 6800, Email to webmaster@tisco.co.th

Channel 4: Complaints through the Company's website

In 2024, TISCO Group did not find any significant reports of whistleblowing regarding violations of the law, corruption, or business ethics through the aforementioned whistleblowing channels.

Number of cases or issues related to whistleblowing

	2022	2023	2024
Total number of cases or issues received through whistleblowing channels (cases)	0	0	0

Other information on the monitoring of compliance with corporate governance policy and guidelines

Number of cases or issues related to Environment Social and Governance

	2022	2023	2024
Total number of complaints or violations of laws or regulations related to environmental, social, and governance (ESG) issues	0	0	0
The amount of fines or settlements incurred during the year from cases related to environmental, social, and governance (ESG) issues	0	0	0
Accumulated amount of fines or settlements incurred during the year from cases related to environmental, social, and governance (ESG) issues	0	0	0
Provisions for fines and settlements from cases related to environmental, social, and governance (ESG) issues	0	0	0

Sustainability Risk Management

Information on Risk Management Policy and Plan

Risk Management Policy and Plan

ESG Risk Management Framework

TISCO is in the process of developing our ESG Risk Management Framework to address and manage ESG risks systematically. Initially, we created a framework that includes five steps.

- 1) Risk identification and materiality assessment
- 2) Integration into risk type frameworks and processes
- 3) Risk mitigation
- 4) Scenario analysis and stress testing
- 5) Risk metrics, targets, and integration into appetite

ESG risks are identified and evaluated for their materiality, emphasizing the prioritization of the organization's most significant risks. The risks are then integrated into the framework and processes based on the risk categories previously classified by TISCO to enhance management efficiency. Next, mitigating potential risk impacts is considered, factoring in both impact and probability. This includes analyzing potential impacts from various scenarios and damages under crisis conditions that could affect significant risks across different areas, to control risks within defined levels according to the organization's risk management guidelines.

Information on ESG risk factors management standards

ESG risk factors management standards

ESG Risk Management Standards : COSO - Enterprise risk management framework (ERM)

Information on ESG Risk Factors

Risk factors on business operation

Operational risk associated with the Company or the group of companies

Risk 1: Household debt / persistent debt

Related Risk Factors: Strategic Risk

- Customer/Consumer Behavior or Needs
- Uncertainty of economic conditions

Financial Risk

- Default on payment or exchange of goods;

ESG Risk Factor : Yes

Risk characteristics

Household debt affect customers' ability to repay their debts. Since households are a crucial component of the financial market, if households are free from debt and can manage their debt burdens better and more sustainably, it will help reduce economic risks and enhance financial stability in the long term.

Risk impact

If customers' ability to repay their debts decreases, it may lead to an increase in non-performing loans or difficulties in debt collection. If these impacts become widespread, it could eventually affect the long-term operational capability of TISCO.

Risk management measures

TISCO Group strictly adheres to the Responsible Lending guidelines by the Bank of Thailand to address household debt issues, focusing on affordability risk (the risk of borrowers not having enough money to live on after taking on additional debt), especially among vulnerable groups. As such, TISCO designed and offer financial products that align with customers' needs, necessities, and repayment capabilities, while actively provide financial literacy to customers and the general public to address the root causes, such as debt behavior, financial discipline, and basic knowledge of income and expense management.

Risk 2: Climate-related risks

Related Risk Factors:	<u>Strategic Risk</u> <ul style="list-style-type: none">• Climate change and disasters <u>Operational Risk</u> <ul style="list-style-type: none">• Climate change and disasters <u>Compliance Risk</u> <ul style="list-style-type: none">• Change in laws and regulations
ESG Risk Factor :	Yes

Risk characteristics

Natural disasters caused by environmental changes which tend to occur more frequently and intense lead to increasing climate change risk.

Risk impact

Climate change risk have impact on physical risk which directly affect the business sector through supply chain, for instance, flooding which results in damages to business of the bank's customers. Moreover, there are indirect impacts from transition risk which affect the rules and regulations for long term solutions to environmental problems, especially the transition to a low-carbon economy which may affect the cost of doing business in various ways and may also have impact on the corporate brand image.

Risk management measures

TISCO Group recognizes the importance of climate change risks which may affect the corporate image and may lead to financial loss both directly and indirectly. TISCO Group has integrated environmental impact management into the operations, while implementing environmentally friendly processes which include activities that have impact on energy savings and reducing emissions of greenhouse gas. In addition, TISCO Group participates in encouraging communities in which the company operates business in order to promote a shared environmental management, while also increasing awareness among employees to make the most valuable use of resources.

Risk 3: Cyber threats

Related Risk Factors: Strategic Risk

- Technological changes
- Damage to company image and reputation

Operational Risk

- Systems or internal control system
- Information security and cyber-attack
- System disruption risk

Compliance Risk

- Violations of laws and regulations

ESG Risk Factor : Yes

Risk characteristics

The modern lifestyle of people in society has made cyber threats increasingly important, as attacks are continuously evolving, including phishing, social engineering, malicious programs, and ransomware

Risk Impact

Cyber threats affect both customers and the bank. TISCO can experience damage on multiple levels, including service disruptions, financial losses, leaks of customer information, a loss of customer trust in the bank, and reputational harm. Furthermore, customer data breaches may expose the bank to penalties under the Personal Data Protection Act.

Risk management measures

TISCO has implemented measures for risk management and addressing cyber threats by continuously monitoring various types of cyber threats and fostering an organizational culture that raises awareness about these risks at every level, from the board of directors to executives and employees. This effort aims to manage potential risks while remaining within TISCO's established risk appetite. Additionally, TISCO regularly enhances our security protocols following international standards such as the ISO27001 (Information Security Management Standard).

Information on business continuity plan (BCP)

Business Continuity Plan (BCP)

Business Continuity Plan (BCP) : Yes

Business Continuity Management

The financial system plays a vital role in driving the economy and facilitating everyone's daily life. Therefore, TISCO, as a financial service provider, emphasizes the importance of delivering uninterrupted customer service and effectively communicating with customers and related parties when unusual situations arise, aiming to reduce concerns and foster understanding regarding the action plan for such scenarios. This is a key component of the organization's risk management system. To achieve this, we utilize a centralized management system. A crisis management team, composed of executives, is tasked with evaluating and authorizing actions according to established plans during emergencies, relying on presentations and situational assessments provided by the Business Continuity Management Team. This team includes several sub-teams responsible for managing various areas, such as the emergency response team, damage assessment team, business recovery team, cyber threat team, and communication team, which collaborate internally within the organization and externally with governmental agencies, customers, communities, and public media to ensure effective management of situations.

TISCO regularly reviews our business continuity policy and practice guidelines by assessing risks associated with various unusual situations, such as natural disasters, information system malfunctions, epidemics, and cyber-attacks, while considering impacts on the business and ensuring the safety of employees, customers, and related parties, as well as preventing asset damage. This risk assessment leads to the development of emergency response plans to support different business aspects, clearly defining objectives related to service delivery, safety, loss reduction, and assistance to related parties based on the specific situation.

If usual operational locations are inaccessible, TISCO has a backup operations center, with an IT backup system and facilities to support all units' operations, which are tested annually. In cases where an external service provider cannot deliver services, TISCO mandates that all major outsourced service providers have an emergency plan in place. If they cannot comply, TISCO will consider alternative service providers to ensure customers receive uninterrupted services. Regarding personal and property safety, TISCO has mandated preventive reviews for critical equipment and systems, along with a response plan for emergencies such as fires, power outages, floods, and disease outbreaks, as well as a regularly rehearsed evacuation plan. An alert system has also been established to promptly notify employees in case of emergencies, featuring options for reporting safety concerns or requesting assistance via the Line HR Chatbot. Furthermore, we have secured insurance that covers risks from natural disasters to mitigate impacts or damage to the organization, with a total insured sum of approximately 450 million baht.

Additionally, in response to the rising number of cyber threats that target electronic service channels, TISCO has devised a plan to address various types of cyber threats. This plan is regularly tested internally and with external agencies to enhance security standards in the financial sector. TISCO also actively raises awareness about cybersecurity threats and fraud through our official social media channels, helping customers and the public remain cautious about cyber risks.

Sustainable Supply Chain Management

Information on sustainable supply chain management plan

The company has sustainable
supply chain management plan: Yes

TISCO places importance on relationship management and a fair and transparent vendor selection process, setting clear procurement guidelines and well-defined vendor criteria. The selection criteria includes products or services quality, prices, risk management and the ability to adhere to the established Supplier Code of Conduct. Furthermore, vendors are required to sign an acknowledgment to the Supplier Code of Conduct before providing services. We also ask all partners to disclose their operational approaches related to our ESG considerations, allowing us to assess their governance, anti- corruption practices, oversight of social and environmental impacts, data protection, and their treatment of employees and workers in accordance with the law. For large-scale purchases, TISCO ensures a transparent and competitive bidding process managed by the working team and supervised by executives. Additionally, for certain types of goods, environmentally friendly options were prioritized, considering the feasibility of current technologies and the volume required by TISCO, according to the green procurement guidelines.

Information on new suppliers undergoing sustainability screening criteria

New suppliers undergoing sustainability screening criteria⁽¹¹⁾

Does the company use sustainability screening criteria with new suppliers? : Yes

	2022	2023	2024
Percentage of new suppliers undergoing sustainability screening criteria over the past year (%)	N/A	N/A	100.00

Note: ⁽¹¹⁾For 2022-2023, ESG criteria has been utilized as part of the process for selecting new vendors, but quantitative data has not been collected.

Information on supplier code of conduct

Supplier code of conduct

Supplier code of conduct: Yes

Reference link to supplier code of conduct: https://www.tisco.co.th/wp-content/uploads/Supplier-Code-of-Conduct_En.pdf

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: Yes
acknowledge compliance with the
supplier code of conduct?

	2022	2023	2024
Percentage of key suppliers acknowledging compliance with the supplier code of conduct over the past year (%)	100.00	100.00	100.00

Innovation Development

Information on organization’s innovation culture development and promotion process

Process of developing and promoting the company's innovation culture

Process of developing and promoting: Yes
the company's innovation culture

One way to foster innovation is by promoting a growth mindset alongside behaviors such as adaptability, bold thinking, and a readiness to take action. At TISCO, we empower everyone to create new ways of working that enhance convenience, speed, accuracy, and efficiency, leveraging technology to optimize various facets of operations, with initiatives executed through the OASIS project—Open, Adaptive, Sharing, and Implement. In 2024, TISCO continued our efforts to enhance internal productivity by providing training on process improvement utilizing Lean Concepts, in addition to the Micro Project competition, which invited employees to propose ideas for new processes or improvements.

Information on innovation development benefits and research and development (R&D) expenses

Benefits of innovation development

Financial benefits

Does the Company measures financial benefits: Yes
from innovation development?

	2022	2023	2024
Cost reduction resulting from the innovation development of process (Baht)	5,304,000.00	12,157,120.00	7,480,160.00