


Corporate Governance Committee Report

Corporate Governance Committee of I.C.C. International Public Co., Ltd. consists of Mr. Nophorn Bhongsvej (the Chairman), Ms. Munchusa Terapongpipat (Committee Member), Mrs. Chailada Tantivejakul (Committee Member), Mr. Nattapat Petchratanaporn (Committee Member) and Mrs. Duangrudee Milintanggul (Committee Member).

The Committee performs the duties and responsibilities as appointed by the Board of Directors, and described in the Corporate Governance Committee Charter. This committee is responsible for the Company's good corporate governance, transparency in management with appropriate checks and balance system, due diligence and accountability, ensuring fairness to all stakeholders and sustainable growth of the Company.

In 2021, the Committee held 3 meetings with 100% attendance by the members with following meeting summaries:

- Reviewed and approved the Corporate Governance Code (CG Code), as well as promoting and monitoring the implementation of the principles of the 2017 CG Code for listed companies for the benefit of creating value for the business, the current principle which was still suitable for the company's business context, including disclosure in the Annual Registration Statement/ Annual Report 2021 (Form 56-1 One Report).
- Supervised the preparation of "policy and practice," consistent with 2017 CG Code, to be formulated into writing, along with following up with the implementation to be carried out according to the policy and plan.
- Provided supervision and support to the Company in implementing Good Corporate Governance, resulting in the Company receiving "Excellent" corporate governance assessment results for the fourth consecutive year in the 2021 Thai Listed Companies Corporate Governance Survey as well as receiving the Board of the Year Awards - Group C from IOD.
- Reviewed and approved the Company's corporate vision and mission statements.
- Reviewed and approved the Company's anti-corruption policy and its anti-corruption compliance procedures to ensure good corporate governance, as well as followed up the implementation of the set plans.
- Supervised and approved the Subsidiary & Affiliates Control policy and practice, along with following up with the implementation to be carried out according to the policy and plan.
- Reviewed and approved the Company's regulations and procedures pertaining to approval authority to be accountable and appropriate to current business operation.
- Supervised the setting of criteria and conditions on timelines in providing an opportunity for minor shareowners to propose an agenda item or to nominate a person to be appointed as a member of Board of Directors prior to the Annual General Meeting 2022 within 1-30 December 2021.
- Supervised the disclosure of shareowners' equity of the Company's directors and executives in accordance with the guidelines of the Securities and Exchange Commission.
- Reviewed and approved the 2021 Performance Assessment of the Board of Directors, as a whole as well as of individual directors, all Sub-Committees and the CEO to allow the Board of Directors to reflect on performance, problems and challenges to further enhance the Board's effectiveness.
- Supervised the review and amendments to the Charter of the Board of Directors and the respective charters of all sub-committees in order that they remain relevant and appropriate to the present situation.
- Reported the performance to the Board of Directors on a regular basis.



(Mr. Nophorn Bhongsvej)

Chairman of Corporate Governance Committee