

## Corporate Governance and Sustainable Development Committee Report

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

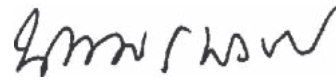
To conform to the good corporate governance regarding the development to drive the organization toward a sustainable growth in terms of economic, social and environmental aspect, in 2022, the Board of Directors approved the additional roles and responsibilities for the Corporate Governance Committee in development to drive the organization towards sustainable growth and the change of its name to Corporate Governance and Sustainable Development Committee.

The Corporate Governance and Sustainable Development Committee performs the duties and responsibilities as appointed by the Board of Directors, and as described in the Corporate Governance and Sustainable Development Committee Charter. This committee is responsible for the Company's good corporate governance. They support, monitor and conduct assessments to ensure that the Company business operation is consistent to the Good Corporate Governance principle, the management is transparent with appropriate disclosure, verifiable, fair to all stakeholders and contribute to sustainable growth of the Company.

In 2022, the Corporate Governance and Sustainable Development Committee held 6 meetings (attendance of each member is not listed in this report, but is shown in the meeting table page 108-109 in the Annual Registration Statement/ Annual Report 2022). However, all members attended every meeting. Major information is summarized as follows:

- Reviewed the Corporate Governance and Sustainability Development Charter. Add roles, duties and responsibilities for Corporate Governance Committee, regarding corporate sustainability development management, as a guidance to ensure conformity with the good corporate governance and appropriateness to the current situation.
- Reviewed the corporate governance principles of the Company, promote and monitor to ensure compliance with the Good Corporate Governance 2017 (CG Code) for the benefit of creating value for the business toward sustainability goal. Approve the CG Code applied to ensure the consistency to business context and monitor the compliance with the good corporate governance and disclose in the Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report).
- Supervised the preparation of "policy and practice," which is consistent to the 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.
- After due supervision and support to the Company in implementing Good Corporate Governance, the Company receives "Excellent" corporate governance assessment results for the sixth consecutive year in the 2022 Thai Listed Companies Corporate Governance Survey.
- Reviewed and approved the Company's corporate vision and mission statements.
- Reviewed and approved the Company's anti-corruption policy and amend its compliance procedures to ensure the Company's good corporate governance, as well as following up the implementation of the set plans.
- Oversaw and monitored the 2<sup>nd</sup> renewal of membership of the Thai Private Sector Collective Action Against Corruption (CAC); as a result, the Company has been certified for the 2<sup>nd</sup> renewal of membership of Thai Private Sector Collective Action Against Corruption (CAC).
- 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 2023 between 1-31 December 2022.
- 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 2022 Performance Assessment of the Board of Directors, for the entire board and for individual director, all Subcommittees and the CEO to allow the Board of Directors to reflect on performance, problems and challenges to further enhance the Board's effectiveness.
- Oversaw and supported the Company's compliance with the Policy of Governance and Administration of Subsidiary and Affiliates and practices under the Policy of Governance and Administration of Subsidiary and Affiliates, and monitor to ensure the compliance with the plan established.
- Supervised the preparation and approved the personal data protection policy and the guideline to the personal data protection policy. Appoint the Data Protection Officer to ensure the Company's compliance with the law and Personal Data Protection Act B.E. 2562.

- Supervised the preparation of the Cyber & Information Technology Security Policy.
- Supervised and approved the appointment of chairman of the Audit Committee and Independent Director as a Lead Independent Director to jointly set the meeting agenda of the Board of Directors to ensure the Company corporate governance.
- Supervised and oversaw the preparation of corporate sustainability management policy and target including to promote and monitor to ensure compliance with the plan established.
- Supervised the preparation and approved the taxation policy to ensure consistency and precision of taxing operation system.
- Promoted, supported and monitored the sustainable development operation to maintain the balance of three aspects which are economy, society and environment under the good corporate governance principle.
- Supervised the review and amendments to the Charter of the Board of Directors and the respective charters of all Subcommittees 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  
and Sustainable Development Committee