

# Board Structure, Management, Monitoring, and Development



## Commitment

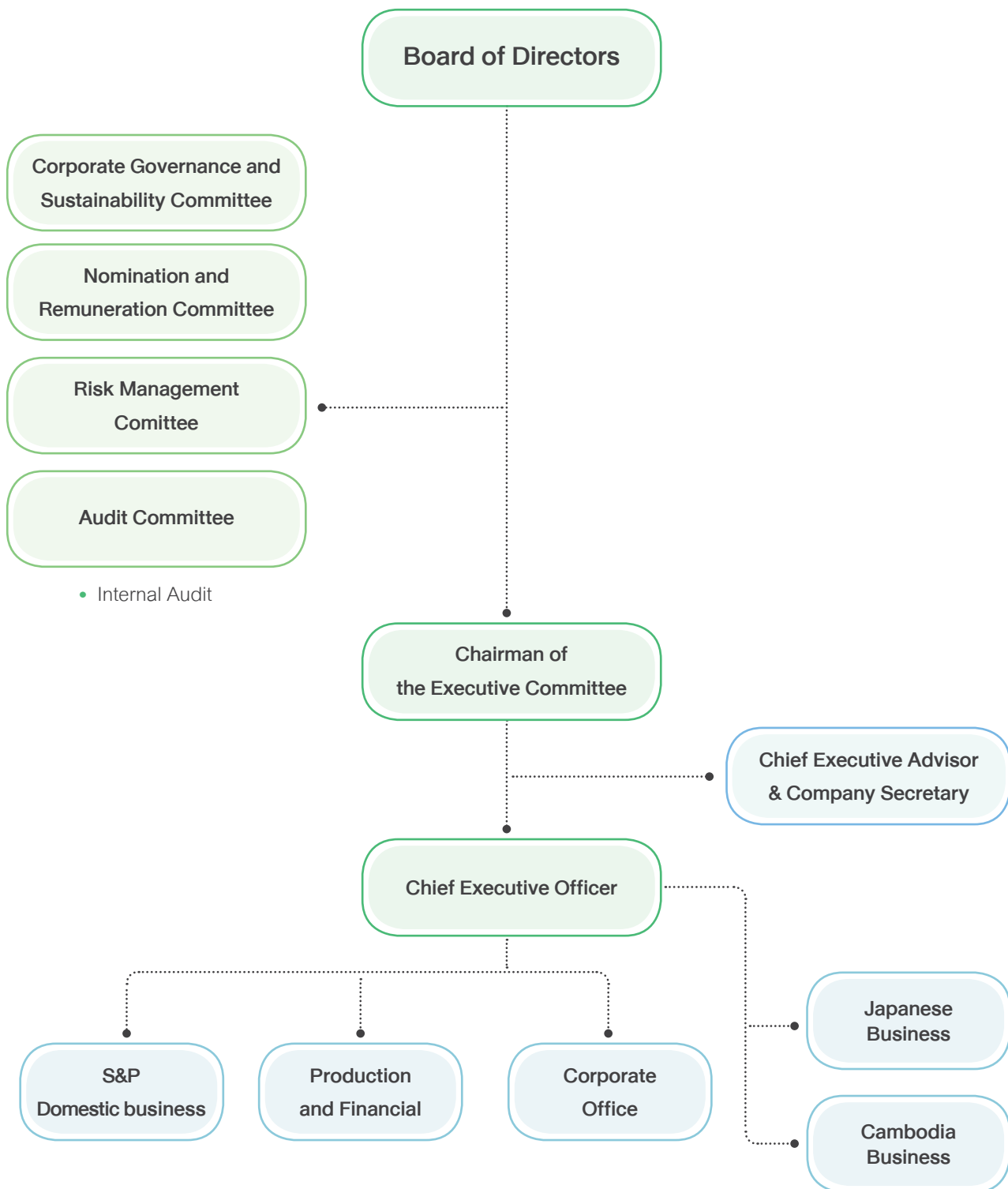
S&P is aware that conducting business with trustworthiness is a key factor in sustainable business operations. It also influences S&P's decision-making in setting the direction of operations based on external factors that rapidly change the business environment.

S&P has established policies for selecting board members, independent directors, and senior executives. The Nomination and Remuneration Committee are tasked with appointing executives, considering individuals with suitable qualifications in terms of knowledge, expertise beneficial to the Company, industry experience, as well as necessary skills. Therefore, a Board Skill Matrix has been developed to ensure that the selection of board members aligns with S&P's business strategy. Furthermore, S&P has a diversity policy in the board structure, encompassing various aspects such as professional backgrounds, expertise, knowledge, gender, ethnicity, religion, education, age, and marital status.

S&P has designated separate individuals for the roles of President of the Board, CEO, COO, and directors to clearly delineate responsibilities in policy-making and management, ensuring clarity in each position's duties.



# Corporate Governance Structure



## Board Skills Matrix as of 31<sup>st</sup> December, 2023

| Names of directors |             | Knowledge and experiences           |   |                        |                        |                              |                                       |   |                                       |  |     |                                      |   |   |
|--------------------|-------------|-------------------------------------|---|------------------------|------------------------|------------------------------|---------------------------------------|---|---------------------------------------|--|-----|--------------------------------------|---|---|
|                    |             | Knowledge about S&P's core business | Knowledge and experience in retail business | Marketing and branding | Accounting and Finance | Corporate strategic planning | International Business Administration | Organization management and human resource management | Risk management and crisis management | Management of information technology and digital | Law | Good corporate governance and ethics | Innovation, environment, and sustainability |   |
| 1. Mrs. Patatra    | Sila-on     | ✓                                   | ✓   | ✓                      |                        | ✓                            |                                       |   |                                       |  |     |                                      |   |   |
| 2. Mr. Pravesvudhi | Raiva       | ✓                                   | ✓   | ✓                      | ✓                      | ✓                            |                                       |   | ✓                                     |  |     | ✓                                    |   |   |
| 3. Mr. Kachorndej  | Raiwa       | ✓                                   |   |                        | ✓                      | ✓                            |                                       |   |                                       |  |     |                                      |   |   |
| 4. Mrs. Kessuda    | Raiva       | ✓                                   |   |                        | ✓                      |                              | ✓                                     |   |                                       |  |     | ✓                                    |   |   |
| 5. Mr. Vitoon      | Sila-on     | ✓                                   | ✓   | ✓                      |                        | ✓                            |                                       |   |                                       |  |     | ✓                                    |   |   |
| 6. Mr. Kamtorn     | Sila-on     | ✓                                   |   |                        | ✓                      | ✓                            | ✓                                     |   | ✓                                     |  |     | ✓                                    | ✓   |   |
| 7. Mr. Kosin       | Chantikul   | ✓                                   | ✓   |                        | ✓                      | ✓                            | ✓                                     |   | ✓                                     |  |     | ✓                                    | ✓   |   |
| 8. Mr. Thanyachet  | Ekvetchavit | ✓                                   | ✓   | ✓                      |                        | ✓                            | ✓                                     |   | ✓                                     |  |     | ✓                                    | ✓   |   |
| 9. Miss Cattleya   | Saengsastra | ✓                                   |   |                        | ✓                      | ✓                            |                                       |   |                                       |  |     | ✓                                    |   |   |
| 10. Ms. Sophavadee | Uttamobol   | ✓                                   | ✓   |                        |                        |                              |                                       |   |                                       |  | ✓   | ✓                                    | ✓   |   |
| 11. Mr. Teeranun   | Srihong     | ✓                                   |   |                        | ✓                      | ✓                            |                                       |   |                                       |  |     | ✓                                    |   |   |
| 12. Mr. Piya       | Sosothikul  | ✓                                   |   |                        | ✓                      | ✓                            |                                       |   |                                       |  | ✓   | ✓                                    | ✓   |   |
| Total              |             | 12                                  | 6   | 4                      | 7                      | 9                            | 4                                     |   | 2                                     | 6  | 3   | 2                                    | 9   | 6 |



# Guidelines for the Remuneration of CEO and Top Management



S&P conducts regular performance assessment for the CEO, executives, and employees annually, using performance indicators to assess performance. This assessment includes considering sustainability performance and ESG driving factors aligned with S&P's ESG goals. These evaluations support S&P's shared performance indicators and the results of ESG activities are reported during the Board meetings in 2023.

