Corporate Governance Handbook

Thai Steel Cable PCL

Page

Introduction

Page

Corporate Governance Principles

Page

Corporate Governance Principles

Code of Conduct, Policy and Related regulation

Page

Code of Conduct, Policy and Related regulation

Page

Code of Conduct, Policy and Related regulation

Policy and Related Regulation

Page

Code of Conduct, Policy and Related regulation

Page

Code of Conduct, Policy and Related regulation

Page

Code of Conduct, Policy and Related regulation

Page

Appendix

VISION วิสัยทัศน์

To be world class
automotive part manufacturer
เป็นผู้ผลิตชิ้นส่วนยานยนต์ระดับโลก

MISSION ภารกิจ

MARKET - Expand to the world market
ด้านการตลาด - มุ่งสู่ตลาดโลก

R&D - To be the world class designer
ด้านการวิจัยและพัฒนาผลิตภัณฑ์ - มุ่งสู่การเป็นผู้ออกแบบระดับโลก

ORGANIZATION - To be the learning organization
ด้านองค์กร - มุ่งสู่ความเป็นองค์กรแห่งการเรียนรู้

PRODUCT - To be product of world standard quality
ด้านผลิตภัณฑ์ - พัฒนาสินค้าให้มีคุณภาพระดับโลก

Well-balance of work and life
Maximum value to all stakeholders
People and organization that grow together
Moving forward at all time
Promote good society

PHILOSOPHY
ปรัชญา

สร้างสมดุลระหว่างการทำงานและชีวิต
สร้างมูลค่าสูงสุดให้กับผู้เกี่ยวข้องทั้งหมด
คนและองค์กรที่เติบโตไปพร้อมกัน
ก้าวไปข้างหน้าอย่างไม่หยุดยั้ง
ร่วมสรรค์สร้างสังคมที่ดี

People
Society
Environment
Ethic
Knowledge
Quality

VALUE
คุณค่า

คน
สังคม
สิ่งแวดล้อม
จริยธรรม
ความรู้
คุณภาพ

Introduction

Corporate Governance Policy

The Company is committed to becoming a world-class automotive control cable manufacturer, creating organizational trustworthiness for stakeholders, increasing organizational values, and promoting its sustainable growth through business management which adheres to universal governance principles. The aim is to achieve business goals and preserve virtues which constitute fundamental values of leading organizations. Therefore, the Director has formulated and approved the "Corporate Governance policy" to uphold its corporate governance principles, which emphasize transparent, moral and ethical and scrupulous business approach which is built on the foundation of business ethics. The aim is to adopt this as a good practice guideline of every director, executive and employee so that the Company can develop towards a truly sustainable organization.

The guideline for fostering compliance with the corporate governance policy and the code of conduct is as follows:

1. Every director, executive and employee shall observe the corporate governance manual of the Company, manage every level of business operation with confidence, faith and understand the corporate governance principles, which constitute good organizational culture.
2. Every director, executive and employee shall uphold virtues, treat stakeholders equitably, and perform various tasks to the best of their ability for the interests of the Company in a honest, transparent and auditable manner.
3. Every director, executive and employee can provide suggestions for improvement of the corporate governance policy of the Company to be in line with and suitable for business standards and international standards as well as changing social needs.
4. The Company develops a training road map for every position so that the corporate governance manual can be studied and reviewed on a regular basis.
5. The Company supplements communication channels of the corporate governance manual with bulletin boards.

6. Every executive is regularly briefed on the essence of the corporate governance manual at annual management meetings.
7. The Board regularly monitors policy compliance which is reported in the 56-1 One Report every year (starting from 2015) and performs an annual review of the corporate governance manual.
8. Provide opportunities for stakeholders both inside and outside the organization to whistleblowing or complaints about illegal actions, codes of conduct, inaccurate financial reports or defective internal control system to the Board of Directors. Stakeholders can notify to the chairman of the audit committee to present to the audit committee to consider checking the facts and report to the Board of Directors for further decision-making as appropriate.

The Company manages and operates its business under the corporate governance principles while constantly recognizing the importance and its responsibility towards shareholders and stakeholders and appreciating full commitment and cooperation of all parties, including every director, executive and employee. In this regard, the Company publishes the corporate governance manual which contains information on the code of conduct of directors, executives and employees, the code of business conduct, and the code of conduct of the Investor Relation as well as pertinent policies and regulations. Such information is disseminated on the corporate website under the heading “Investor Information” and the document heading “Publication” so that directors, executives, employees and stakeholders can be kept informed.

Fiduciary Duties towards Shareholders

1. The Company shall endeavor to meet its business growth goals in terms of operating results and profitability for its shareholders over the long term, whereby shareholders will benefits from business efficiency and good performance of the company.

2. The Company shall respect the right of shareholders to be informed of necessary information so as to evaluate in which direction the invested business is being managed, whereby the Company shall be obligated to report clear and accurate information about its business management, financial status and operating performance to shareholders on regular basis according to the guidelines prescribed by the office of Securities and Exchange Commission.

3. The Company shall uphold its policies relating to data storage, recordkeeping and bookkeeping arrangements so as to comply with relevant laws and generally accepted accounting principles.

4. The Company shall treat every shareholder equally in shareholders' meetings.

Compliance with the Law and Relevant Rules and Regulation

The Company is committed to complying with all relevant laws, rules and regulations everywhere it operates and has established the following policies:

1. The Board of Directors ("the Board"), the Management, and all employees must comply with local laws, rules, regulations as well as customs and traditions of the country in which the Company operates.

2. The Board, the Management, and all employees must comply with the announcements and stipulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).

3. The Board, the Management, and all employees must comply with the Company's rules and regulations.

4. The Board, the Management, and all employees must not assist, support or conspire to avoid any legal or regulatory compliance.

5. The Board, the Management, and all employees must cooperate with supervisory agencies and internal audit department as well as report information on violation of or non-compliance with existing laws or regulations.

Advice about This Manual

1. Study its contents of Corporate Governance Manual.
2. Study the contents related to your duties and responsibilities.
3. Regularly and constantly review the knowledge and understanding of the contents of the Corporate Governance Manual.
4. Provide knowledge and understanding to others who have to perform duties that may involve or affect the Company.
5. When in doubt or inquiry, consult your superior or Compliance and Investor Relation Department.
6. If you detect violation or not complying with the code of conduct, inform your superior or accountable persons.
7. Lend cooperation to investigations the facts by assigned agencies or persons.
8. All supervisors are expected to demonstrate leadership by adhering to corporate governance principles and fostering a work environment in which employees and all relevant stakeholders clearly understand that such compliance is both appropriate and essential.

Enforcement of This Manual

The Company has clearly defined the duties and responsibilities of directors, management, and all employees to acknowledge and comply with the policies and provisions set forth in this manual. All executives are accountable for overseeing, promoting, and ensuring that their teams fully understand and strictly adhere to the contents of this manual.

The Company is to stringently obey the law while refraining from violating these corporate governance principles. If directors, the management, and employees violate these principles, they will face strict disciplinary punishment; if it is suspected that they have violated any law, regulation, rule, and requirement lay down by the public sector, they will be handed to public officials for prosecution.

If employees find it difficult to decide on any given matter or deal with any portion of the code of conduct not explicitly stated in the Company's code of conduct, they should ask themselves the following questions:

1) Is this action against the law?

2) Is this action against the Company's policy or code of conduct, or negatively affect the image of the company?

3) Is this action going to severely affect the Company's stakeholders?

If employees detect violation of the law or the corporate governance principles, they are to inform the Compliance and Investor Relation Department about it, and the Company will conduct an investigation without disclosing the name of the whistleblower to protect the impact that may occur to the complainant or the aforementioned allegation. (See details in the Whistle Blowing Measures and protection mechanisms for whistleblowers)

Whistle-Blowing Measures and Whistle-Blower Protection Mechanisms

To ensure fair treatment of all stakeholders under the corporate governance principles, the Company has set up channels for whistle-blowing, complaints, suggestions, or recommendations indicating or risks of impacts on stakeholders arising from its business or from wrongful action or violation of the code of conduct, as well as from behavior implying corruption, unfair treatment, or careless actions. Provide such leads directly or in a letter to:

Thai Steel Cable Public Company Limited
700/737 Moo 1, Tambol Panthong, Amphur Panthong, Chonburi 20160 (For Chairman of Audit Committee/Board of Directors)

www.tscpcl.com (Whistle-blowing Notice Policy)

ir@tscpcl.com

+66 38 447 200 – 05 Ext. 118

QR Code for complaints (Red box), Line@TSC and Facebook for all levels of employees.

Tip-offs, complaints and recommendations will be taken up for consideration and resolved as deemed appropriate. Such issues will be dealt with on a case by case basis without revealing the whistleblower's name. Moreover, such information will be kept confidential and a whistleblower protection program will be put in place in order to ensure that whistleblowers will not face any repercussions from the filing of such report.

Whistle-Blowing Measures and Whistle-Blower Protection Mechanisms *(Continued)*

The Company recognizes the importance of the need to keep whistleblower's identity confidential and stipulates a procedure for receiving complaints and investigating such matters. Moreover, such complaints shall be treated with strict confidentiality and will be disclosed only to individuals directly involved in the matter. The Company will use these tip-offs for the purpose of operational management and internal oversight, or they may be disclosed upon receiving a legitimate order, a court order and/or any order from SEC, SET, government entities and/or concerned regulatory agencies. In this regard, the Audit Committee will consider and report these cases to the Board, where appropriate, on a regular basis.

Corporate Governance Principles

The Board of Directors is committed to ensuring achievement of business targets by the integration of environmental, social and governance (ESG) to achieve increased transparency and raise confidence among all shareholders, investors and all concerned parties as well as to create the sustainable value. Therefore, the Board stipulates the corporate governance policy which is divided into five sections and eight principles supported the Board of Directors in building a good corporate governance mechanism as follows:

Section 1
Rights of Shareholders

"Shareholders exercise their ownership rights by controlling the Company through appointment of the Board to perform corporate duties on their behalf, and they have the right to make decisions which bring about major changes within the Company. Therefore, the Company encourages shareholders to exercise their rights."

1. Shareholders' meeting

1.1 The Board of Directors fully supports and encourages the participation of all categories of shareholders, including institutional investors, in shareholders' meetings.

1.2 The Board stipulates that the Company must provide information on date, time, venue as well as meeting agenda along with explanations and reasons for each agenda or requested resolutions as elaborated in an invitation letter to ordinary or extraordinary shareholders' meeting, or as described in support documents attached to the meeting agenda. Moreover, it is required that the Company must refrain from any action which may limit shareholders' opportunities to scrutinize its publicly disclosed information.

Prior to the meeting date, the Company must inform shareholders of the meeting program and agenda in advance through the information system of the Stock Exchange of Thailand (SET) as stated in the SET's guideline. Moreover, the Company must disseminate an invitation letter to shareholders' meeting and all pertinent information about various matters to be resolved at the meeting through the corporate website (www.tscpcl.com) in Thai and English under the heading "Investor Information" at least 30 days before the meeting date to provide opportunities for shareholders to have time to study.

The purpose is to provide shareholders with ample opportunities and time to scrutinize meeting information beforehand. Meanwhile, Thailand Securities Depository Co., Ltd., the Company's registrar, is required to send out an invitation letter to shareholders' meeting in printed form, which contains exactly the same information as shown on the website, to shareholders at least 7 days or 14 days in some case before the meeting date in accordance with the SET's guideline. It is required that the invitation letter must describe facts, reasons and the Board's opinions for each agenda item as well as the meeting rule and attendance method. Also attached are pertinent documents containing complete and adequate information provided for shareholders' consideration. Furthermore, the notice of the shareholders' meeting shall be published in a daily newspaper or via electronic media in accordance with the criteria and procedures prescribed by law, at least three days prior to the meeting date, and for a consecutive period of not less than three days. To expedite registration and encourage attendance of institutional investors, the Company must prepare proxy forms before the meeting date.

1.3 The Board fully facilitates the exercise of shareholders' rights to attend the meeting and casts their votes and refrains from taking any action which may limit shareholders' opportunities to attend the meeting. For example, meeting attendance for vote casting should not be too complicated or costly, and the venue should be easily accessible.

1.4 The Board provides shareholders with opportunities to propose an agenda and nominate a candidate to be elected as a director at least three months prior to the last day of the accounting year. In this regard, a single shareholder or several shareholders holding at least three percent of total number of voting shares may propose an agenda item to the Board for consideration and inclusion in shareholders' meeting agenda, whereby shareholders must follow the guideline set out by the Company. Therefore, the Company will inform shareholders of communication channels and time period through the SET's information system and the corporate website (www.tscpcl.com) under the heading "Investor Information", and shareholders can also send their questions via this channel before the meeting date.

1.5 As an alternative for assignment of a proxy, the Board encourages shareholders to use a proxy form which allows each shareholder to direct his or her proxy how to vote and nominate at least one independent director.

1.6 The Company has appointed Thailand Securities Depository Co., Ltd. as its share registrar to facilitate convenience for shareholders in managing the company's securities registration matters.

1.7 Under the articles of association, it is stipulated that at each shareholders' meeting one-third (1/3) of directors shall vacate their office and an election shall be held to replace directors who are due to retire by rotation. Moreover, directors retiring by rotation can be reappointed to serve for another term. Shareholders have the right to elect directors by casting their votes under the following rule:

- Each shareholder is entitled one share one vote.
- Each shareholder may cast his/her entire votes to elect one or several candidates as a director but cannot split votes unequally for any candidate.

- Candidates receiving the highest number of votes up to a required number of directors to be filled or elected at that time shall be appointed successively as directors. In case there is a tie vote between candidates receiving the lowest number of votes and the number of elected candidates exceeds the number of required directors, the Chairman shall cast the deciding vote.

- Shareholders' meeting may resolve to remove any director from office before the end of his term with votes not less than three-fourths of the number of shareholders attending the meeting and having the right to vote, and the total number of shares must not be less than half of the number of shares held by shareholders attending the meeting and having the right to vote.

  Besides, shareholders also have the right to remove any director from office before the end of his term with votes not less than three-fourths of the number of shareholders attending the meeting and having the right to vote, and the total number of shares must not be less than half of the number of shares held by shareholders attending the meeting and having the right to vote.

  Furthermore, the Company also grants shareholders the right to consider and approve remuneration of directors and sub-committee. For this purpose, the Company attaches the details of each director nominated for election and remuneration information for shareholders' consideration.

1.8 The Company stipulates an agenda item for appointment of auditors and their remuneration and proposes such matters for shareholders' consideration and approval at each annual shareholder's meeting. Moreover, the Company also attaches documents which contain sufficient details about auditors to be nominated and appointed and their remuneration for shareholders' consideration.

1.9 The Company disseminates newsworthy information through the SET's information system and the corporate website (www.tscpcl.com under the heading "Investor Information.")

1.10 The Company allocates profits to shareholders in a form of dividend. Under the dividend policy, the dividend payout ratio is at least 25 percent of net profit after deduction of all types of reserve funds as stipulated in the articles of association and the relevant law, provided that there is no other necessity and dividend payment will not have any significant impact on normal business operation. Pending dividend payment will be proposed to shareholders' meeting for consideration and approval, and dividends will be paid within one month after the date shareholders' meeting or the Board adopts the resolution, whatever the case may be. A notice of dividend payment must be sent to shareholders, and description of dividend payment must also be announced in newspapers or electronic means in accordance with the rules and procedures prescribed by law.

2. Proceeding on the date of shareholders' meeting

2.1 The Board encourages the Company to utilize technology for shareholder registration, vote counting, and the presentation of voting results at shareholders' meetings, in order to ensure that the meetings are conducted efficiently and accurately. Moreover, staffs are deployed to inspect documents more than one hour before the meeting begins.

2.2 Directors, executives and accounting auditors attend the meeting so that shareholders can have opportunities to ask questions. Before the meeting, the Chairman presides over the meeting, introduces directors and executives attending the meeting, and informs shareholders about vote casting and counting methods. Then, the meeting will follow the agenda as described in the invitation letter, and no other agenda item will be added

2.3 For each agenda item, the Company makes ballot forms available, arranges for vote counting, and announces voting results, which include votes for and against, abstention as well as voided ballot, so that the results can be made transparent and examined when someone raises an objection afterwards.

Section 1
Rights of Shareholders
(Continued)

2.4 At shareholders' meetings, an arrangement is made so that a resolution can be adopted for each agenda item. In case an agenda item consists of various items, such as the director's appointment which provides shareholders opportunities to cast votes for each director. In this instance, a candidate's name is proposed and shareholders cast their votes to elect one director at a time.

2.5 The Board encourages the Company to appoint independent persons as vote counters and inspectors and disclosed to the meeting for acknowledgment and recorded in the minutes of the meeting.

2.6 The meeting chairman allots a suitable length of time and encourages shareholders to express their opinions and ask questions about the Company. Key questions and opinions will be recorded in minutes of the meeting.

2.7 All forms of directors' remuneration, including meeting allowances and gratuity payments, are routinely submitted to shareholders for their consideration and approval on an annual basis.

2.8 The Company shall not add any agenda in the annual general shareholders' meeting or shall not change vital information without informing shareholders in advance. Moreover, shareholders are also given opportunities to express opinions and ask questions at the meeting, and points of discussion will be recorded in minutes of meeting in detail.

2.9 By choosing an easily accessible meeting venue, the Company facilitates attendance at shareholders' meetings and encourages every shareholder to attend the meeting.

2.10 The Company holds shareholders' meeting at least once year and designates Thailand Securities Depository Co., Ltd., the Company's registrar, to send invitation letters to shareholders' meeting to shareholders in advance and post this notice on the corporate website in Thai and English so that shareholders can scrutinize the information beforehand.

Section 1
Rights of Shareholders
(Continued)

3. Preparation of minutes meeting and disclosure of resolutions of the shareholders' meeting

3.1 The Company announces meeting resolutions through the SET's information system within the following day and discloses the number of favorable, dissenting, abstained votes and voided ballot under each agenda item.

3.2 The minutes of shareholders' meeting record the explanation given to the meeting about the vote casting procedure and the method for declaration of voting results before the meeting proceeds. At the meeting, shareholders are provided with opportunities to raise matters and pose questions. Moreover, minutes of meeting also record questions and answers and voting results for each agenda item, including favorable, dissenting, abstained votes and agenda item, including favorable, dissenting, abstained votes and voided ballot, as well as names of directors attending the meeting and those not present at the meeting. This Thai and English minutes of meeting must be sent to the Stock Exchange of Thailand and concerned entities within 14 days from the meeting date and must be published on the corporate website (www.tscpcl.com) under the heading "Investor Information" for review by shareholders.

Section 2
Equal Treatment of Shareholders

"Every shareholder, including executive and non-executive shareholders as well as foreign shareholders, shall be treated in a fair and equitable manner."

1. Information disclosure before the meeting

1.1 The Board stipulates that the Company must announce meeting schedule and agenda, notify the Stock Exchange of Thailand of the Board's opinions, and publish such information on the corporate website not less than 28 days before the scheduled date of shareholders meeting.

1.2 The Board stipulates that the Company must inform shareholders of the meeting rule, including voting procedure and voting rights for each type of share. The Company has only ordinary shares.

1.3 An entire invitation letter to shareholders' meeting is made in English, and the English version is sent along with the invitation letter in Thai.

1.4 The Board provides shareholders opportunities to propose a name of director candidate for consideration in advance for appointment. In this regard, the Company informs shareholders of communication channels and a time period for accepting the nomination through its website (www.tscpcl.com) under the heading "Investor Information and it also informs shareholders of this information through the SET's information system.

2. Date of the Shareholders' meeting

2.1 Shareholders are granted equal voting rights based on the number of shares in their possession.

Section 2
Equal Treatment of Shareholders *(Continued)*

3. Protection of the rights of minority shareholders

3.1 Executive shareholders must not add any agenda item which has not been announced in advance unnecessarily, especially an agenda item which shareholders need to scrutinize before making a decision.

3.2 The Board grants shareholders opportunities to exercise their rights to appoint an individual director.

4. Prevention of Inside Information

The Board emphasizes the importance of overseeing of use of inside information which is instrumental in fostering good corporate governance. Therefore, the Company formulates use of inside information policy so as to safeguard usages of vital inside information, which have not yet been disclosed to the general public, to serve one's own interests and the interests of others. Moreover, the Board also announces such guideline that is binding on every director, executive and employee. It is stipulated that every director and executive must dutifully report share ownership as required by the law, and such reports must be regularly submitted to the Board and published in 56-1 One Report.

5. Directors' Personal interests

5.1 The Board stipulates that directors must report their personal interests before the relevant agenda item is scrutinized and recorded in minutes of board meetings.

5.2 The Board stipulates that any director who has significant interests which may prevent him or her from presenting independent opinions must be barred from participating in discussion and consideration of the related agenda item.

Section 3
Roles of Stakeholders

"Stakeholders shall be treated by the Company in accordance with their entitlements under relevant laws. The Board deliberates setup of a process that promotes cooperation between the Company and stakeholders in connection with the creation of wealth, financial security and business sustainability."

1. Stipulation of the stakeholders treatment policy

1.1 The Board clearly stipulates the code of conduct applicable to each group of stakeholder and implements the followings:

(1) Systematically define the scope for customer care in terms of health, safety and compensation for usage of goods or services during the useful life of a product.

(2) Define steps and methods for selection of trade partners or contractors of the company.

(3) Undertake systematic implementation to ensure that the Company's value chain is environmentally friendly and to foster sustainable development on a regular basis.

(4) Build good rapport with the community where the Company's business premise is located.

(5) Engage in the Private Sector Collective Action Coalition Against Corruption's activities, and support activities that encourage every employee to comply with relevant laws and bylaws.

(6) Stipulate the method and guideline for addressing the rights of creditors in a fair manner.

(7) Treat employees and workers fairly, and pursue efforts to build employees' knowledge and potential.

1.2 The Board arranges to provide the process and channel for receiving and openly addressing stakeholder's complaints by disclosing the process and channels on the corporate website (www.tscpcl.com) under the heading "Investor Information" or in 56-1 One Report.

Section 3
Roles of Stakeholders *(Continued)*

2. Disclosure of a policy compliance and sustainability report

2.1 The Company discloses various activities that demonstrate its implementation according to the aforesaid code of conduct.

2.2 The Board advises the Company to publish a sustainability report on the subject of corporate social responsibility apart from 56-1 One Report (starting from 2015). The report shall be an integrated report by combining economic, social and environmental sustainability.

Section 4
Information Disclosure and Transparency

"The Board ensures that the Company fully discloses vital information related to the company both financial and non-financial information with accuracy, completeness, timeliness and transparency through easily accessible, equal and reliable channels."

1. Information disclosure

1.1 The Board has a mechanism to ensure that information disclosed to investors is correct, not misunderstood and sufficient for investors' to decision making.

1.2 The Board publishes a summary of the corporate governance policy, the code of business conduct, the risk management policy and the environment and social responsibility policy as well as respective compliance and non-compliance outcomes as well as reasons for compliance and non-compliance via various channels, such as 56-1 One Report and corporate website.

1.3 The Board of Directors includes its accountability report in the Company's 56-1 One Report, alongside the financial statements and the independent auditor's report.

1.4 The Board advises the Company to publish Management Discussion and Analysis (MD&A) to supplement the disclosure of quarterly financial statements so that investors can be informed and have better understanding of changes in financial standing and operating performance of the Company in each quarter, instead of providing only figures in the financial statements for consideration.

1.5 The Board ensures that audit fees and other service fees that the auditor provides services are disclosed.

1.6 The Board oversees the disclosure of information on roles and duties of the Board of Directors and Sub-committees, the number of meetings, and attendance records in the previous year as well as their opinions and professional training and development in the 56-1 One Report.

1.7 The Board discloses the remuneration policy, including forms and characteristics of compensation, for directors and senior executives whose remuneration commensurate with the duties and responsibilities of each individual. Disclosed remuneration also includes compensation received from a position in a committee.

1.8 Clearly disclose information about share ownership of directors and executives. Stipulate a policy that requires directors and executives to report connected transactions and personal interests in accordance with the personal interest reporting policy which is applicable to directors, executives and relevant individuals. This is intended to prevent any conflicts of interest on the part of directors and executives, as stipulated in the Company's Code of Conduct regarding conflicts of interest. Report these matters to the Chairman and include these in the quarterly meeting agenda for the Board's acknowledgment.

1.9 There is no order issued by the Stock Exchange of Thailand and the Office of Securities and Exchange Commission which require rectification of financial statements.

2. Minimum disclosure of information on the corporate website

2.1 Aside from the disclosure of information as required under the stipulated guideline via the Stock Exchange of Thailand's channel, Annual Information Disclosure Form 56-1 One Report, the Board also supports regular information disclosure and update in Thai and English via other channels, such as the corporate website. At a minimum, the Company's website shall contain the following essential information and ensure that such information is regularly updated.

(1) Vision and mission.

(2) Business description.

(3) Names of directors and executives.

(4) Financial statements, statement of financial position, and operating performance in current and previous years.

(5) Downloadable Form 56-1 One Report.

(6) Other information or documents shared with analysts, fund managers or other media.

(7) Shareholding structure, including direct and indirect share ownership.

(8) Corporate group structure, including subsidiaries and joint ventures as well as special purpose enterprises/vehicles (SPE/SPV) (if any).

(9) Major shareholder groups that have direct and indirect ownership at least five percent of all fully paid voting shares.

(10) Direct and indirect shareholdings of the Company's directors and senior executives.

(11) Invitation letter to ordinary and extraordinary shareholders' meeting.

(12) Articles of association and shareholder group's agreement (if any).

(13) Corporate governance policy.

(14) Risk management policy and approaches.

(15) Charters, duties and responsibilities, qualifications and term of office of the Board as well as matters requiring the Board's approval.

(16) Charters, duties and responsibilities, qualifications and term of office of the Audit Committee, the Nomination and Remuneration Committee, the Risk Management Committee, and the Corporate Governance Committee.

(17) Code of conduct for employees and directors as well as code of conduct of the Investor Relation.

(18) Contact information of those concerning with the Investor Relation's works, analysts and relevant authorities. For more information, investors can contact Compliance and Investor Relation Department

Responsible person:	Ms. Kanokdao Apichartrotjanakul
	(Company secretary)
Tel:	(038) 447200 - 05 ext. 118
E-mail:	ir@tscpcl.com
Website:	http://www.tscpcl.com

Section 5
Accountability of Directors

"The Board of Directors plays an important role in corporate governance for the best interest of the Company and is responsible for the performance of the shareholders as well as being independent from the management."

1. Board structure

1.1 The Board stipulates the Board structure is composed of directors who have diverse backgrounds in terms of specialized skills, experiences and competencies, which are beneficial to the Company. Moreover, it is stipulated that at least one non-executive director must have experience in core business or industry in which the Company operates. The Board stipulates that the board composition diversity policy and a period of tenure of each director must be disclosed in the 56-1 One Report and on the corporate website.

1.2 The Board has a suitable size and consists of at least five members, but not more than twelve. Directors must have sufficient knowledge, experience, and competency to perform their duties efficiently.

1.3 The Board consists of independent directors who can freely give their opinions about the management's performance in the amount specified by the SEC.

1.4 The Board scrutinizes backgrounds of individuals who are qualified to be "independent director" to ensure that independent directors are truly independent and possess suitable characteristics in line with unique characteristics of the Company. The independence of directors must at least conform to the requirements prescribed by the SET and SEC. In case reappointment of an independent director is required, the Board will consider such necessity reasonably.

1.5 The duties and responsibilities of chairman and managing director are different. The Board clearly defines the purview of chairman and managing director to avoid granting unlimited power to one person, positions of the chairman and managing director should be held by different individuals.

Section 5
Accountability of Directors
(Continued)

1.6 The Board stipulates a guideline for dealing with a director holding a position at another company by scrutinizing performance efficiency of any director holding positions in several companies in order to ensure that such director can sufficiently devote his or her time to fulfill required duties in the Company. In this regard, the number of companies in which each director is allowed to assume positions should be suitable for business characteristics or conditions of the Company. However, there should not be more than five listed companies. This is due to the possibility that such directors may be unable to perform their duties effectively if they hold positions in an excessive number of companies. Moreover, public disclosure of this guideline is deemed appropriate.

1.7 The Board formulates a clear policy and guideline concerning managing director and senior executives holding the position of director in other companies. This guideline clearly stipulates the type of director and the number of companies where directors are permitted to assume positions. However, directorship in other companies must be approved by the Board beforehand.

1.8 The Board appoints a Company Secretary responsible for providing advice on legal matters and company bylaws as appropriate, overseeing the Board's affairs, and monitoring and coordinating the implementation of actions in accordance with Board resolutions. Therefore, the Board stipulates suitable qualifications and experience for a candidate who is suitable for the roles and duties of the company secretary. Moreover, qualifications and experience of the company secretary must be publicly disclosed in 56-1 One Report and on corporate websites.

1.9 The company secretary regularly receives training and attends knowledge enhancement programs, particularly legal, accounting matters or duties of the company secretary.

2. Committees

Besides the Audit Committee which must be appointed in compliance with the SET's requirements, the Board should also consider establishing other committees to ensure good corporate governance as follows:

(1) Nomination and Remuneration Committee

It is incumbent upon the Nomination and Remuneration Committee to consider a guideline and process for selection of qualified individuals to fill director and senior executive positions as set out by the recruitment process. The committee is also responsible for determining the guideline on forms and payment of compensation of directors and senior executives. In addition, they are also required to present their opinions to the Board. In this regard, it is incumbent upon the committee to propose at shareholders' meeting for approval of appointment members of the committee and remuneration of directors.

(2) Corporate Governance Committee

It is incumbent upon the Corporate Governance Committee to support the Board's affairs relating to the oversight of the Company's operation under the corporate governance principles. Accordingly, the Board adopts a policy to promote the application of the corporate governance principles in the administration and the fulfillment of duties of directors, executives and employees in a coherent manner. Therefore, the organization will be managed in a transparent, efficient and auditable manner, and every group of stakeholders will be treated equitably. As a result, the Company can instill confidence among shareholders, investors and stakeholders.

(3) Risk Management Committee

It is incumbent upon the Risk Management Committee to formulate a risk management policy which applies to the entire organization and to oversee the risk management system or process in order to mitigate repercussions on the Company's business.

All sub-committees described above operate under the following principles:

1. If the Board appoints any individual as an advisor, information regarding the advisor, including their independence status and any conflicts of interest, shall be disclosed in the 56-1 One Report.

2. The Chairman of the Board must not be a chairman or a member of sub-committee in order to ensure that the sub-committee can function independently.

3. To ensure that sub-committees can fulfill their duties efficiently and achieve their objectives, duties and responsibilities assigned by the Board of Directors, meetings will be held twice a year so that they can consider and discuss various matters and take any action within their purview.

3. Roles, duties and responsibilities of the Board of Directors

3.1 The Roles, duties and responsibilities of the Board of Directors include the followings:

(1) Scrutinize and approve vital matters relating to the Company's operation, such as vision, mission, strategy, financial goals, operational risks, plan, and budget, while taking into account the company's ecosystem, risks that may affect the business and stakeholder as well as instilling corporate values that reflect good corporate governance into practice until such become the corporate culture.

(2) Monitor and supervise management to ensure the effective and efficient implementation of established policies and operational plans.

(3) Internal control and risk management as well as complaint handling mechanism and actions to be taken after wrongdoing are exposed.

(4) Oversee long-term business continuity and succession plan.

The roles and responsibilities of the Board of Directors are clearly categorized into the following three groups:

(1) Matters for which the board has primary responsibility, such as defining objectives and business model, strengthening an effective board structure and practices conducive for achieving the company's objectives.

(2) Matters involving shared responsibility of the board and management, such as formulating and reviewing policies and strategic plans and targets, ensuring a robust system for risk management and internal control.

(3) Matters that the Board shall assign primary responsibility to the management, such as the approved task, procurement and recruitment.

3.2 Formulate and adopt a corporate governance policy and a charter of the Board of Directors which state their duties and responsibilities, and regularly review and implement the policy regularly at least once a year and reviewing the roles and responsibilities of the Board of Directors and the management regularly to be in line with the organization's direction.

3.3 Support the formulation of a written code of business conduct so that every director, executive and employee understands ethical standards applicable to the Company's business. It is incumbent upon the Board to ensure stringent compliance with such code of conduct.

3.4 Scrutinize conflict of interest issues so that a clear approach is provided for the consideration of transactions marred by potential conflict of interest and the implementation that primarily focuses on the interests of the Company and shareholders without stakeholders taking part in decision-making. Moreover, the Board also ensures that information disclosure of transactions marred by potential conflict of interest fully and properly adheres to the prescribed stipulation.

3.5 Arrange the development of an internal control system for operational control, financial reporting and compliance with regulations and policies. Ensure that individuals or their unit can freely perform their pertinent tasks relating to examination of the control system. Moreover, it is required that critical systems must be reviewed at least once a year, and review results must be disclosed in 56-1 One Report.

3.6 Formulate a risk management policy throughout the organization. It is incumbent upon the management to implement such policy and regularly report implementation outcomes to the Board. The risk management system and its effectiveness shall be reviewed at least annually, with relevant information disclosed in the 56-1 One Report and updated accordingly in the event of any changes to the risk level. Moreover, special considerations should be given to advance warning and irregularities.

3.7 The Board or the Audit Committee publishes its opinions about the adequacy of the internal control system and risk management in-56-1 One Report.

3.8 Formulate a clear approach for dealing with those desiring to report any irregularity or stakeholders through the website or direct report to the Company. The Chairman of the Audit Committee is designated as a reporting channel so that he can issue an order to examine relevant information in accordance with the process prescribed by the Company and can report results to the Board.

3.9 An internal audit unit shall be established to examine the operational systems of all departments, thereby providing assurance to management and stakeholders that the existing control systems are consistently and appropriately implemented. The unit is also responsible for identifying deficiencies and weaknesses, as well as enhancing the efficiency of current operational systems. The internal audit function shall operate independently and have full authority to carry out its duties, reporting directly to the Audit Committee.

3.10 Oversight of the company's strategies, policies, business plans and budgets, by supporting the use of innovation and technology to add value to the business including information technology supervision which is based on social and environmental responsibility.

3.11 Oversight of the company's policy of prevention of use of inside information and disclose information to maintain information security. Manage confidential information to avoid leakage that may have an impact on Market sensitive information.

3.12 Monitor financial liquidity and debt servicing ability by supervising the management to follow up and assess the financial status of the company and report to the Board of Directors regularly.

3.13 Demonstrate a thorough understanding of the company's shareholder structure and relationship that impact on the management and operations of the company.

4. Board meeting

4.1 The Company arranges the meeting schedule and the Board meeting agenda in advance and informs each director of such a schedule so that directors can manage time to attend the meeting.

4.2 As deemed suitable for its duties and responsibilities and business characteristics of the Company, the Board determines that a number of the Board meetings must be at least once every quarter. If the Company does not hold a meeting every month, it should submit an operational report to the Board for the month that no meeting is held so that the Board can continually perform its oversight of the management's performance in a timely manner.

4.3 Chairman of the director and Managing Director jointly considers and selects a subject to be included in the agenda of the Board of Directors' meeting by making sure the important agendas are included and giving each director the opportunity to be free to propose agendas that are beneficial to the company into the meeting.

4.4 Meeting documents must be sent to directors at least seven days in advance of the Board meeting.

4.5 Every director should attend at least 75 percent of the total number of meetings required by the Board within a period of one year.

4.6 The Chairman allotted enough time for the management's presentation so that directors can have prudent discussion about important issues. The Chairman supports the exercise of good judgment, and every director should be attentive to every issue raised at the meeting, including governance and oversight issues.

4.7 The Board encourages the Managing Director to invite senior executives to attend board meetings to provide more details, for they are directly involved in various issues, so that directors can have opportunities to meet senior executives and gain information for consideration of the succession plan.

4.8 The Board can obtain additional information from the Managing Director, company secretary or other executives who are designated to perform tasks under the stipulated policy. If necessary, the Board may solicit independent opinions from advisors or outside professionals, whose service charge is an incurred expense borne by the Company.

4.9 It is the Board's policy to encourage non-executive directors to seek opportunities to hold separate meetings as needed to discuss management issues, in which they are interested, without the management's presence. Moreover, the Managing Director should be informed of meeting outcomes.

5. Self-assessment of the Board

5.1 The Board and sub-committees are required to regularly conduct an annual self-assessment so that they can collectively consider their performance and problems for further improvement. For this purpose, benchmarks should be defined as a basis for a methodological comparison of the performance.

5.2 The performance assessment of the Board applies to the entire board and individual members. The criteria, procedure and assessment results are disclosed in 56-1 One Report.

6. Remuneration

6.1 Remuneration of directors is set at levels which are comparable with those in related industries, experience, duties, and the scope of accountability and responsibility as well as benefits to be gained from each director by considering the remuneration of directors under the approval from the shareholders' meeting.

6.2 Remuneration of directors adheres to the principle and policy which are stipulated by the Board within the framework approved by shareholders' meeting in the best interest of the Company.

6.3 Remuneration of Chief Executive Officer and executive management, Nomination and Remuneration Committee has indicated the principle and compensation policy that are appropriate to the responsibilities as to propose to the Board of Directors. The remuneration adjustment based on the company's performance and the performance of individual executives.

7. Development of directors and executives

7.1 The Board supports and facilitates training and knowledge building of concerned individuals in the corporate governance system of the Company, such directors, audit committee members, executives, and company secretary, for the purpose of operational enhancement. Training and knowledge building programs may be conducted internally, or they may be arranged by an outside institution.

7.2 Whenever a new director is appointed, the Board designates the company secretary to prepare documents and useful information related to fulfillment of duties the new director and organizes an orientation program that introduces the new director to business characteristics and operational approach of the Company.

7.3 The Board requires that the Managing Director must regularly report information about development and succession plans. Essentially, the Managing Director and senior executives should prepare this succession plan to ensure continuity carried out by potential successors in case they can no longer perform their duties.

7.4 The Board arranges for provision of an executive development program and the Managing Director reports annually on what has been done during the year and consider these whenever the succession plan is reviewed.

8. Director Nomination Process

The Board emphasizes the importance of the recruitment of directors and independent directors and stipulates a policy requiring that the Board must consist of qualified individuals with diverse professional backgrounds who can give most suitable and comprehensive advice on business operation. The Nomination of directors has to consider the skills that are lacking first and in line with the strategy of the business as process that have been disclosed in advance.

Director Orientation and Training

The Board recognizes the importance of director orientation and training programs. This policy is summarized as follows:

1. Every new director is required to receive orientation. The Board designates the company secretary to present documents and useful information for fulfillment of duties of new directors, including director of listed company manual, corporate governance manual (including the Company's code of conduct), articles of association, capital structure, shareholder structure, operating performance, legal provisions, good practice guideline, relevant bylaws, and director training programs as well as other information relating to the Company's business operation. The purpose is to enhance knowledge and understanding of every director who assumes office for the first time about the Company's business and operational aspects.

2. Designate the Company to arrange new directors' visit to company facilities in order to enhance their understanding about the Company's business.

3. Support directors to regularly receive training on topics or in programs that will enhance their understanding about pertinent roles, duties and functions under the good governance work plan. Directors can attend training programs at the Thai Institute of Directors (IOD) or relevant entities. The Company will bear all expenses arising from these programs in order to continuously improve and perform duties.

4. Designate the company secretary to regularly report to the Board with review results related to the director of the listed company handbook, the corporate governance manual (including the Company's code of conduct and policies), legal provisions, good governance guideline, and relevant bylaws.

Scope and Authority of the Board of Directors and Management

The Board of director

Director

1. Perform the duties in accordance with the law and the Company's objectives and articles of association as well as legitimate resolutions of shareholders' meeting with integrity and prudence in order to protect the interest of the Company and serve the best interest of shareholders.

2. Scrutinize and approve the appointment of a person with required qualifications and prohibited characteristics in accordance with the Public Limited Companies Act B.E. 2535 (1992) and the securities and exchange law as well as relevant notifications, bylaws and/or regulations, in case a Director's seat is vacated due to any reason other than retirement by rotation.

3. Scrutinize and select a candidate nominated by the Nomination and Remuneration Committee for the position of independent Director based on review of required qualifications and prohibited characteristics in accordance with the Public Limited Companies Act B.E. 2535 (1992) and the securities and exchange law as well as relevant notifications, bylaws and/or regulations, so that such nomination will be proposed to a Board meeting and/or shareholders' meeting for approval and appointment as an independent Director of the Company.

4. Scrutinize the appointment of the Audit Committee by reviewing qualifications set out in the securities and exchange law as well as notifications, bylaws and/or regulations of the Stock Exchange of Thailand.

5. Scrutinize and approve the appointment of an executive by examining a candidate nominated by the Nomination and Remuneration Committee. Scrutinize and approve appointment of Managing Director, prescribe the scope of authority and duties of Managing Director, and authorize Managing Director to act on behalf of the Company in regard to its normal business operation.

6. Consider and approve the management structure of the Company as appropriate.

7. The Board of Directors shall have the power to consider, select and revise the list of authorized signatory Directors of the Company.

Scope and Authority of the Board of Directors and Management *(Continued)*

8. Scrutinize the appointment or designation of one or several Directors to act on behalf of the Board of Directors where appropriate; and able to revoke, amend or modify such power.

9. Consider and approve a dividend policy of the Company and principal policies for investment in subsidiaries, joint venture companies and related companies.

10. Consider and approve the interim dividend payment to shareholders when the Company deems it has sufficient profit to do so, and notify shareholders' meeting of such payment at the next shareholders' meeting for acknowledgement.

11. Consider and approve significant matters, such as corporate governance policy, execution of connected transactions or related party transactions as well as acquisition or sale of assets of a listed company in accordance with relevant notifications, rules and/or regulations of the Stock Exchange of Thailand.

12. Consider and approve various matters that require shareholder meeting's approval in accordance with statutory provisions.

13. Consider and approve the following matters;

    (1) Policy, business strategy and guidelines, targets, plans and annual budget of the Company.
    (2) The Company's quarterly business performances that compare with plan and budget and consider the trends of next year.
    (3) The investment for the annual non-budgetary project or authority.
    (4) Exceeding the approved investment budget for a project by more than 10%, and exceeding other non-project investment budgets by more than 10%.
    (5) Purchase and sale of assets, purchase of business and the participation in the co-investment project that is not contradicted to the Stock Exchange of Thailand's criteria and not exceeding in authority of executives.
    (6) The transaction or any actions that shall impact the Company's financial status, debt, business strategy, and reputation.
    (7) Any contract execution that is unrelated to the Company's ordinary course of business, as well as contracts pertaining to significant regular business operations.

Scope and Authority of the Board of Directors and Management *(Continued)*

(8) Connected transactions between the Company and its subsidiaries involving related parties, which do not comply with the requirements set forth by the Stock Exchange of Thailand and the Securities and Exchange Commission.
(9) Any transactions affecting the Company's capital structure at the debt ratio against the capital that is exceeding 1.5:1.
(10) Payment of the interim dividends.
(11) The change of policy and practices with the significance related to the accounting, risk management and internal audit.
(12) Executive Employment.
(13) Determine and change of the approval authority to the executives.
(14) The nomination and termination of directors, as well as the appointment and cessation of the Company Secretary.
(15) Authorization and duties for Managing Director, management, or one of Director. The revision of authorization must not be in contradiction with the criteria and requirements of the Stock Exchange and Securities and Exchange Commission.
(16) The appointment and the determination of authority of the Sub-committee.
(17) Arrangement and control the management with the corporate governance principle.
(18) Improving, changing and revising the organizational structure in the level of Managing Director or higher.
(19) Any other actions to be in accordance with laws, objectives, Articles of Association and resolutions of the meeting of shareholders.

Chairman of the Board of directors

1. To be a chairman for the Board of directors meeting.
2. To preside as Chairman of the Annual General Meeting and conduct the meeting in accordance with applicable regulations.
3. Encourage the corporate governance principle of directors.
4. Perform duties as defined by law as a function of the Chairman.
5. Ensure communications between directors and stakeholders are effective.

Scope and Authority of the Board of Directors and Management *(Continued)*

Sub-committee

Sub-committees consist of the Audit Committee, the Nomination and Remuneration Committee, the Corporate Governance Committee, and the Risk Management Committee. Scope and authority of Sub-committees refer the charters that were approved by the Board of directors meeting (Detail as https://www.tscpcl.com/charter)

Management

Management refers to Chief Executive Officer, Managing Director, Senior General Manager, and General Manager.

Management's purview is to take actions as mandated by the Board of Directors in accordance with the Company's regulations and articles of association. However, such empowerment does not mean that the management is permitted to approve transactions in which they or other persons may have stakes in board decisions or conflict of interest in any other manner with the Company or its subsidiaries. Usually, such a transaction must be resolved by board meeting and/or shareholders' meeting (whatever the case may be), which contemplates this in accordance with the articles of association or relevant laws, except approval required to run the Company in its normal course of the business, which has a clearly defined scope.

The scope of the management's purview can be summarized as follows:

1. Responsible for management tasks typically required for the Company's business operation.
2. Administer internal affairs and determine work systems for various functions of the Company.
3. Plan and formulate internal projects of the Company.
4. Formulate various policies required for normal business operation.
5. Determine management structure together with the Board of Directors.

Scope and Authority of the Board of Directors and Management *(Continued)*

6. Supervise, liaise and monitor the operation; determine work units and positions; define roles and responsibilities; and assign administrative duties in a suitable and efficient manner.

7. Formulate sensible and appropriate management control approaches to ensure efficient goal achievement as set out by the Company's policy.

8. Manage day-to-day business operation and undertake routine management tasks according to policies, goals, rules and regulations set out by the Board.

9. Manage business operation as directed by board meetings' resolutions under approved budget in a prudent and honest manner, and protect the interests of the Company and shareholders to the best of its abilities.

10. Regularly present progress report on actions directed by board resolutions and key performance results of the Company at scheduled board meetings.

11. Manage business operations under corporate governance principles.

12. Must not operate business or engage in business operation which is similar to that of the Company or competes against the Company – whether this is undertaken to serve one's own interest or the interests of others, except in case a superior or the Board learns of such information and determines that such business can be undertaken.

Selection Criteria and Procedure for Appointment of New Directors

Selection Criteria

The Company selects a director from two channels described below:

1. The Nomination and Remuneration Committee nominates a qualified individual through screening of potential candidates in the director's pool of the Thai Institute of Directors. If the committee cannot find any candidate that matches requirements of the Company, it will then search candidates from other sources.

2. Shareholders nominate qualified candidates.

Procedure for appointment of new directors

Once names of new director candidates are obtained, the secretary of Nomination and Remuneration Committee will table this motion at the Nomination and Remuneration Committee's meeting so that basic qualifications and other support information can be considered.

If the Nomination and Remuneration Committee endorses a candidate, the candidate will be presented to the Board of Directors for approval. Then, his name will be further proposed to shareholders' meeting for approval.

Director appointment must be endorsed by annual general shareholders' meeting as scheduled below:

Period	Activity
July - September	Notify the Secretary of the Nomination and Remuneration Committee of the name of a qualified candidate.
November	The Nomination and Remuneration Committee scrutinizes the candidate. The Nomination and Remuneration Committee proposes the candidate to the Board meeting. The Board of Directors endorses the candidate and proposes him or her at annual general shareholders' meetings.
January in the following year	The annual general shareholders' meeting considers and endorses the candidate.

CEO Assessment

The Company arranges for CEO Annual Assessment is evaluated by the Board of Directors. Then the company secretary is collected and proposes to the Board of Directors for approval. The assessment comprised 10 issues as followed:

1. Leadership.
2. Strategy formulation.
3. Compliance with the strategic plan.
4. Planning and the financial performance.
5. Relations with the directors.
6. Relations with the outside.
7. Administration and relationship with the employees.
8. Succession plan.
9. Knowledge of products and services conduct.
10. Privacy qualifications.

The results will improve the performance of the CEO as per procedure.

Code of Conduct, Policy and Related regulation

1. Code of Conduct of the Board of Directors, the Management and Employee

The Company stipulates the Code of Conduct as a guideline for running a good business operation which is to be adhered by the Board of Directors, executive and employee. This is because the Company believes that the Code of Conduct is a vital tool for improving its business operation.

1. Scope

This Code of Conduct shall be applicable to the Board of Directors, the Management and employees as well as subsidiaries, joint venture companies and other enterprises, in which the Company has controlling interest, as well as foreign operations. The term “employee” refers to regular and temporary staff as well as a staff hired under a special contract, contract staff and a staff of an enterprise engaged by the Company.

2. Compliance

The Board of Directors, the executive and employee shall be responsible for familiarizing themselves and complying with this Code of Conduct and other additional policies issued by the Company.

The Board of Directors and the Management shall uphold this Code of Conduct by demonstrating good role model behaviors for other employees and fostering a positive work environment conducive to the observance as well as committing themselves to deterring and preventing any breach of the Code of Conduct.

Any employee violating the Code of Conduct or any relevant company policy or allowing a superior to violate the Code of Conduct shall be subject to disciplinary actions which may include termination of employment, compensation for damages and civil or criminal sanctions.

Examples of conducts which may lead to disciplinary actions

- Behaviors and practices that violate a company policy.
- Encouraging other people to violate a company policy.
- Failure to promptly report any violation incident or suspicious behavior which may violate a company policy.
- Failure to cooperate with an investigation to identify a cause of conduct which may be a breach of company policy.
- Falsely accusing another employee by reporting violation or participation in violation of a company policy.
- Failure to demonstrate leadership and a lack of due diligence regarding conduct that may be in violation of the Company's policies or applicable regulations.

3. Honesty and trustworthiness

Given that honesty is a key element of trustworthiness and credibility, if the Company does not have trustworthiness and credibility, it will face difficulties in running its business. As a result, the Company must meet its goals of earning trust and satisfaction from its customers.

Therefore, it is imperative that the Management, directors, and employees uphold honesty, fairness and integrity in order to earn trust from its customers.

4. Showing respect to others at all times

The Board of Directors, the Management and employees shall behave towards others as one would expect others to treat oneself.

Therefore, it is imperative that everyone in the Company shows respect to any individual with which the Company contacts or forms a relationship.

1. Code of Conduct of the Board of Directors, the Management and Employee *(Continued)*

5. Fairness and non-discrimination

Fairness, tolerance, respect and equal treatment are vital components that an organization must have. Any discrimination on the basis of race, ethnicity, gender, religion, age, ancestry or any ground signifies a gross violation of company policies.

Inequality may result from usage or receipt of inaccurate information and improper service. Therefore, all employees are encouraged to exercise sound judgment and, in instances where they feel unable to do so, seek guidance from the management for appropriate direction.

6. Refraining from infringing any intellectual property, including copyright and patent

Infringement of copyright, patent, trade secret and agreement and terms of any right use or commercial contract shall be regarded as a gross violation of relevant laws.

Usages of computer system in daily routines of Directors, the Management and employees shall comply with the stipulated guideline of the Company, unless an authorization is duly obtained.

7. Confidentiality

The integrity principle is extended to maintaining secrecy of information whereby the Company pledges to keep them confidential, expressly or implicitly. This includes information which the Company receives or is aware of, but not yet publicly disclosed, and is not related to fulfillment of its contractual obligation. In these cases, directors, the management and employees shall uphold confidentiality of information of customers, contractual partners, suppliers, trade partners or any other individuals, unless the Company is relieved of its duty to maintain secrecy according to relevant laws or this Code of Conduct.

8. Accurate recordkeeping

Company information shall be stored and recorded properly in a timely manner so as to achieve work efficiency. These include all sorts of information, such as quality data, safety data, personal data and financial and accounting data as well as all accounting books and financial and accounting reports which must accurately show transactions and events in accordance with generally accepted accounting principles and requirements of the internal control system. Moreover, concoction of false or inaccurate information is absolutely prohibited.

9. Inside information and securities trading information

The Company prohibits the Board of Directors, the Management and employees from using material inside information, which has not yet been publicly disclosed, for their own or others' personal gains.

Such information includes the Company's securities trading involving any employee, director or executive who works with an operating unit that has access to inside information. They should refrain from trading the Company's securities within a period of one month prior to public release of financial statements.

Moreover, employees, directors and the Management are also prohibited from divulging or exploiting any secret company information while maintaining confidentiality of information and not unduly exploiting management positions in the Company or confidential information learned while working for personal gains. The Company shall seek a maximum penalty if it is found that any employee, director and executive used inside information or was involved in misconduct which might tarnish or inflict damages on the Company.

10. Legal and regulatory compliance

The Company wishes that the Board of Directors, the Management and employees recognize the importance of proper behaviors and conducts according to laws and regulations pertaining to the Company's business as well as compliance with legal provisions concerning tax returns filing and tax payment, which must be completed correctly within a stipulated time period and passed the verification process.

1. Code of Conduct of the Board of Directors, the Management and Employee *(Continued)*

11. Fair treatment for competitors

The Company's policy is to engage in fair competition, but with boldness and tenacity. The Company shall not resort to illegitimate or unethical means when collecting information that are crucial in the competition. Moreover, the Company prohibits stealing or exploiting any material information, trade information or trade secret which are obtained without proprietor's approval, or deceiving or taking any action that lures a current or former employee of such company to divulge such confidential information to the Company.

12. Responsibility toward shareholders

Any works, conducts and decisions made by directors, the Management and employees shall be undertaken only for the best interest of shareholders.

The Director, the management and employees shall be prohibited from exploiting the Company's properties for own personal gains or for any other objectives, which are not related to the Company's business operation or incur financial obligations with its suppliers or competitors

13. Communication

The Company shall conduct its business earnestly and transparently, and its internal and external communication shall be accurate and candid by using a communication channel which is suitable for each situation.

Internal and external communication, publication and announcement, either verbal or written, which is untruthful, distorted or malicious or damages the reputation of an individual or a group of individuals shall be prohibited.

Moreover, each communication must always be conveyed with polite language and tone of voice and must not damage the Company's image and reputation.

14. Harassment

The Company is determined to create a positive work environment so as to achieve efficiency and eradicate any form of harassment. Upon learning of any incident or behavior which does not conform to guidelines, once proven to be real, such incident or behavior shall be subject to disciplinary actions. Various forms of harassment include

(a) Verbal harassment e.g. misrepresentation or tarnishing reputation.
(b) Physical harassment e.g. intimidation, threat of physical harm.
(c) Visible harassment e.g. sending hostile messages, demeanors or pictures that cause resentment.
(d) Sexual harassment e.g. sexual advance, request for sexual favor, or verbal or physical sexual abuse.

15. Gambling, alcohol and drug abuse

Employees shall be prohibited from possessing, buying, selling, handling, drinking or using alcohol beverages, drugs or controlled substances (except doctor’s prescription) in the Company’s area. Employees are prohibited from gambling of any kind in the company's premises.

16. Recommendation

This Code of Conduct cannot cover all kinds of situations or provide every answer for every possible question. Therefore, it is imperative that the Company relies on discretion of directors, the Management and employees who determine what is right or when to consult other people so as to induce a suitable behavior.

In case of doubt when determining "what should be a suitable practice?" please ask these five questions.

1. Safety – Does my action or failure to take action adversely affect other people's life, health or safety?
2. Regulation – Does my action or failure to take action violate national or local laws or any regulation?
3. Policy – Does my action or failure to take action violate approved company policies, regulations and guidelines?
4. Pride – Does my action or failure to take action have known to the supervisors or friends of the employees, would I be ashamed?
5. Image – Does my action or failure to take action inappropriate, dishonest or detrimental to the Company's image?

If any answer to the above questions is "yes", it is possible that your action or failure to take action may breach or violate the Code of Conduct. If you are uncertain or have any doubts, please consult your supervisor or the Human Resources Department.

Fairness, honesty and integrity are core values in the Company's business operation. At the same time, the Company is committed to achieve service excellence. Such commitment must be explicitly demonstrated by every executive, director and employee, whether through verbal expression, action, demeanor, respect, attentiveness or enthusiasm.

These expressions must be apparent when contacting customers, whether it is face-to-face service, phone conversation or correspondence.

2. Code of Business Conduct

2.1 Stakeholders

Committed to promoting the Company as an efficient entity that is responsible to stakeholders, whether business-related or personal-related, the Company has defined the following basic guidelines for the directors, the management, and employees as followed.

1. Shareholders

The Company is committed to business operation which yields good operating results, stable growth, and competitiveness by taking into account of present and future risk factors in order to increase shareholder value over a long term. The Company must dutifully operate its business by disclosing information in transparent and equitable manners and endeavor to protect its assets and preserve its reputation.

2. Employees

The Company recognizes that employees and management staff as driving forces for its future growth. Therefore, the Company treats all employees equitably and offers suitable remuneration for them. Aside from that, the Company also provides various welfare to employees such as company bus, uniform, annual health check-up, nursing room, accident insurance, health insurance, provident fund, and so forth. Moreover, the Company also encourages employees to expand their knowledge and capacities by ensuring that employees are trained and receive supplemental knowledge relevant to their assigned tasks.

Moreover, the Company also selects employees to participate in formulation of the organization’s targets with top management so that employees will recognize that their own values are cherished by the Company, contributing to alignment of operational directions and organizational goals.

2. Code of Business Conduct
(Continued)

3. Community and society

The company is committed to the community and society coexisting happily and helping each other and contributing to the development of a strong community on its own. The process works with a community focus and promote activities of communities near and far, according to company policy and consistent with the development of the sector. To improve the quality of life and economic sustainability of the community as follows:

1. The Company will operate the business to consider the benefits and sustainability of communities and society are important.
2. The Company shall regularly attend meetings, exchange opinions and cooperate with local agencies for the communities' living developments.
3. The Company shall adopt plan and preventive/corrective measures when effects to the environment and communities arise due to operation (if any).
4. The Company shall launch the activities for society with the employees' participation including shall support employees' opportunities to do good to develop the mind of volunteering.
5. The company aims to develop the knowledge and education of young Thailand-based potential of the Company.
6. The Company shall cooperate with the local government to develop the entities for schools', religious places' infrastructures' and youths' and disadvantaged people's hygiene including the community environment developments.
7. The Company shall support the local cultures, customs and traditions conservation.
8. The Company shall support the activities to strengthen the local community enterprises and provide the opportunity to be the Company's suppliers.

2. Code of Business Conduct
(Continued)

9. Create revenue and promote the community by recruiting and supporting employment and community products as well as support activities that focus on providing the community with knowledge for the profession and the knowledge to create or encourage families and communities to earn additional income and can live on their own.

10. Communicate regularly and transparently with the community and society, publicize and report the social responsibility activities achievement to all groups of stakeholders.

4. Customers

The Company is committed to improve efficiency of service to achieve highest customer satisfaction and operates under a policy that always protects customer's interests. In this regard, the Company has an aim and always trains all employees to understand and adhere to fairness both in term of price, quality, service as well as honesty in the business.

5. Creditors

The Company complies with the terms and conditions of the agreement and duties fairly, responsible and strictly transparent to business creditors.

6. Competitors

The Company operates and competes fairly, ethically and transparently.

7. Business partners

The Company prescribed code of ethics, code of conduct and conflict of interest, whereby it will not demand from, receive or pay any trade-related benefit from or to business partners and will maintain confidentiality to ensure that business relation with business partners will be suitable, efficient and fair in accordance with corporate governance principles.

2. Code of Business Conduct
(Continued)

8. Safety, health and environment

The Company is committed to operate the business basis on safety, health and good environment to promote the company. There is an environmentally friendly process that also considers staff well-being, implemented through the following practices:

1. The Company shall comply with the safety, health and environmental laws and rules.
2. The Company shall comply with ISO 14001.
3. The Company shall utilize resources efficiently and worthily with energy saving and resources recycling promotion measures.
4. The Company shall provide an operation system focusing on appropriate measures for safety and health in the workplace such as providing the system to counter probable pollutants arising during operation, arranging workplaces to be clean and hygienic etc. for the employees and visitors to be safe from accidents and diseases.
5. Executives and staff shall be truly attentive to the activities for the quality of safety, health and environment and perform works with realization to safety and concern to the environment always.
6. The Company shall disclose the information on the operations in connection with safety, health and environment.

2. Code of Business Conduct
(Continued)

2.2 Respect of the Laws and Principles of Universal Human Rights

1. Employees must thoroughly study laws relevant to their roles and responsibilities while strictly complying with them. If in doubt, they must seek advice from the Law Department and must never follow their own interpretation.
2. The Company has categorized laws, rules and government regulations for employees to study and provide appropriate legal training to employees.
3. The Company must strictly observe the principles of universal human rights educating employees about them in performing their jobs. The Company does not encourage any undertaking that violates these principles.
4. On overseas business trips, employees should study relevant countries' laws, customs and cultures before making the trips to ensure that the goods, samples and equipment, travel documents, trip objectives and performance of their duties are lawful and not against local customs and cultures.

2.3 Code of Ethics Regarding Culture, Customs, and Political Neutrality

The Company respects differences in cultures and customs by avoiding engagement in any infringement of such cultures and customs.

1. The Company values political neutrality by refraining from participation in and from aligning with political parties or persons in power.
2. The Company neither directly nor indirectly sponsors political parties or politicians through its capital or resources.
3. The Company does not take part in canvassing or advertising for political parties or politicians on its premises and refrain from using its resources and properties for these purposes.
4. The Company encourages all employees to exercise their constitutional rights; however, its policy forbids it to directly sponsor politicians or political parties.

5. Employees can exercise their political rights on their own, but must refrain from using their positions and the Company's name and logo in attracting financial support to politicians or political parties.

6. The Company is committed to the democratic system and encourages employees to exercise voting rights under the constitution.

2.4 Conflicts of Interest

Conflicts of interest mean the conflicts between personal interests and common interests, situations or actions in which the directors, managements and employees with personal interests affect decision-making or performing duties in the position that that person is responsible for and affects the common interest.

The Company encourages employees to avoid situations in which personal interest conflicts with company interest, involving suppliers and other outside parties.

1. Conflict of interest encompasses any effort to divulge the Company's confidential information to an outsider without proper authorization during and after an employee's period of employment.

2. Employees shall avoid conflict of interest between their personal interests and company interests when contacting any trade partner or other individual.

3. Directors and employees are prohibited from using inside information for their own benefit and outsider's personal gains. Inside information encompasses information not publicly disclosed in accordance with the Stock Exchange of Thailand's regulations and other relevant laws.

4. While serving the Company and after termination of employment, employees shall not divulge the Company's confidential information to benefit any individual, whether it be electronic data, financial data, business operation data, future operation plan, and so forth.

2. Code of Business Conduct
(Continued)

5. Directors and employees of the Company shall not accept positions as directors or advisors of external companies that may result in conflicts of interest. In the Company's business operations, directors and employees must obtain approval prior to assuming any such positions, unless such matters have been disclosed to the management team.

6. Employees shall exploit the Company's resources for the best interest of the Company and shall not exploit them for personal gains.

7. Directors or employees shall promptly notify the Company with a written notice if any family member is involved in other companies that may lead to a conflict of interests with the Company.

8. The service of an employee in the capacity of director or consultant in another company, organization or business association shall not conflict with the Company's interest and works under his direct responsibility. Such acceptance must receive a prior approval from the Board of Directors.

Employees must fully devote themselves and their time to the Company's activities while not spending time on other work to pursue their personal interests and activities, which are not related to their designated duties.

Elimination of conflict of interest arising from other matters

1. Every director, executive and employee shall be prohibited from accepting a director or consultant position in an outside company which may cause conflict of interest and business conflict with the Company, unless every director, executive and employee obtains a prior approval before assuming any position in such business or unless executives have been notified of such affair.

2. Every director, executive and employee shall exploit the Company's resources for the best interest of the Company and shall not exploit them for personal gains.

3. Every director, executive and employee shall promptly notify the Company with a written notice if any family member is involved in other companies that may lead to a conflict of interest with the Company.

2. Code of Business Conduct
(Continued)

2.5 Connected Transaction

Elimination of conflict of interest arising from execution of connected transactions of the Company.

1. In an event a connected transaction is engaged between the Company or its subsidiary and a large company, a subsidiary or an individual with conflict of interest, the Company imposes a measure which can justly protect shareholders who can monitor outcomes of such measure. Moreover, the Company requires that such transaction must be subject to a transparent process, whereby those who have conflict of interest shall not be allowed to participate in a decision to execute such transaction, and such decision shall be made for the best interest of the Company, given that it is a reasonable transaction with a fair price or condition.

2. The Company prohibits an individual with potential conflict of interest, according to the definition set out in the guideline of the office of Securities and Exchange Commission from holding shares in a subsidiary or a joint venture company of the Company amounting to more than 5 percent of the total number of issued shares of this subsidiary and joint venture company, unless it is shown that such individual is free from influence of an executive and a large shareholder of the Company or there is a reasonable cause, given that it is shown that the Company or its subsidiary has a measure to prevent potential conflict of interest.

The Company imposes a measure to prevent transfer of economic benefits, whereby such measure can be examined, whereby it is deemed the following approaches can prevent transfer of economic benefits.

- Endorsement by an independent director or the Audit Committee: In this case, a provision explicitly states that an independent director or the Audit Committee is designated to make decisions on connected transactions. In such a case, a director must endorse information declaration form and prospectus so as to declare transaction type and value together with a reason supporting this transaction to shareholders' meeting in 56-1 One Report.
-

- Endorsement by a third-party expert: In case directors neither have any interest nor expertise in examining a connected transaction because examination of such transaction requires specialized knowledge and expertise, the Company engages a competent person to provide expert opinions about appropriateness of such connected transaction. Subsequently, the Board of Directors or shareholders can make decisions based on such opinions, whatever the case may be, given that the third party is free from influence of the Company and related parties.

2.6 Confidentiality and Insider Information

The Company places great importance on protecting confidential information, preventing the misuse of insider information, and complying with all applicable laws and regulations. These measures are intended to prevent improper personal gain and to maintain the confidence of shareholders, investors, and all stakeholders.

Directors, executives, employees, as well as any other persons who have access to the Company's insider information or confidential information, are responsible for safeguarding such information and shall comply with the Securities and Exchange Act B.E. 2535 (1992), as amended, and all applicable laws, rules, and regulations. They must not use, disclose, transmit, or exploit such information for their own benefit or for the benefit of others, whether directly or indirectly, except where disclosure is made in the course of their duties, is authorized by the Company's authorized persons, or is otherwise required by applicable laws or regulatory authorities.

The Company's confidential information may include, but is not limited to, insider information that could materially affect the Company's share price, as well as significant business information such as financial performance and financial position, acquisitions or disposals of businesses, significant investments or projects, business plans, customer and supplier information, costs, pricing, manufacturing formulas, product drawings, technologies, product development or launches, business restructuring, changes in capital structure, and any other material information that has not yet been disclosed to the public.

2. Code of Business Conduct *(Continued)*

Best Practices

- Directors, executives, relevant employees, and any persons who have access to inside information must not use, exploit, disclose, transmit, or permit any unauthorized person to access the Company's inside information or confidential information, whether directly or indirectly, by verbal, written, electronic, or any other means, unless such disclosure is required for the performance of their duties, has been duly authorized by the Company, or is required by applicable laws, regulations, or the requirements of competent regulatory authorities.
- Directors, executives, relevant employees, and any persons who have access to inside information must not trade the Company's securities during the period commencing thirty (30) days prior to the public disclosure of the Company's quarterly or annual financial statements and ending twenty-four (24) hours after the financial statements have been publicly disclosed. The Company may also designate additional blackout periods from time to time.
- Directors, executives, relevant employees, and any persons who have access to inside information must not recommend, encourage, disclose, or communicate inside information to any person for use in trading the Company's securities. They must not trade through another person or use another person's securities trading account (Proxy Trading) to circumvent applicable laws, regulations, or the Company's policies.
- Directors, executives, relevant employees, and any persons who have access to confidential information must not disclose departmental or business unit confidential information to persons who do not have a legitimate business need to know, whether verbally, in writing, electronically, or by any other means. Confidential information shall be shared strictly on a need-to-know basis to protect the Company's interests and prevent any adverse impact on the Company.
- Confidentiality and use of technology and information systems with security shall be in accordance with the information technology policy as defined by the Company and disclosed on the Company’s website.
- The Company is committed to maintaining its customers’ confidentiality by creating a personal data protection policy under the Personal Data Protection Act, B.E. 2562 (2019), which ensures that information about customers’ business operations is kept confidential at all times.

2. Code of Business Conduct *(Continued)*

- Directors, executives, employees, and any persons entrusted with the Company's confidential information must safeguard confidential information and documents, including trade secrets, intellectual property, product drawings, technologies, and know-how of the Company, as well as those of customers, business partners, and licensors. Such information shall be used only for authorized business purposes and protected in strict compliance with the Company's Intellectual Property Policy and applicable contractual obligations.

2.7 Offering and Receiving of Gifts, Assets, or Other Benefits

1. The Company has a policy to conduct its business in transparent and ethical manners. To this end, directors or employees shall be prohibited from taking any actions that may damage or compromise the Company’s good reputation.

2. Directors and employees shall be prohibited from offering monetary rewards or gifts to the Company’s suppliers or related parties. On the other hand, directors and employees shall be prohibited from receiving any monetary rewards or gifts from the Company’s suppliers or related parties. However, this prohibitive measure does not cover gift giving deemed appropriate during festive or traditional seasons.

3. If a director or an employee receives monetary or material gifts of which value exceeds 3,000 Baht or is inappropriate, the internal audit department must be notified for acknowledgement or so that further action will be taken where appropriate.

4. Directors and employees shall refuse accepting a party or forms of entertainment arranged by an outsider who is related to the Company which is beyond the scope that should be according to the business conditions of the company and appropriate according to appropriate festivals or traditions.

2. Code of Business Conduct *(Continued)*

2.8 Marketing Communications

Marketing communications play a key role in fostering positive social values for the Company by publicizing its innovations. The Company has set guidelines for marketing communications as follows:

1. The Company should refrain from providing distorted or partial information.
2. The Company should refrain from putting up false or misleading advertisements.
3. The Company should refrain from putting up advertisements or advertising to the mass media that is false, goes against acceptable cultures or morality, or defames competitors whether directly or indirectly.

2.9 Intellectual Properties

1. Company property refers to movable property, immovable property, technical knowhow, information, proprietary right, copyright as well as any resources of the Company or to which the Company has a title.
2. It is an employee's duties and responsibilities to use company properties frugally so as to attain optimal benefits for the Company and to safeguard them against any damage or loss.
3. Business data and documents are vital company properties. Each operating unit must designate a document storage period, assign confidential levels of documents and store these documents properly and completely so that they can be examined.
4. Employees shall carefully and earnestly prepare business, accounting and financial documents as well as various reports which are to be submitted to government agencies and individuals in a prudent and earnest manner. Such information must be recorded according to the Company's accounting procedures which conform to prescribed standards.
5. Employees shall strictly observe accounting, financial and internal control guidelines at all times and notify responsible persons in operating units or the corporate governance working group when any mistake is found in work practices.

2.10 Application of Information Technology and Communications

The Company's information and communications technology eases its business, so all employees must learn to use it properly, efficiently, and in the best interests of the company while taking due care not to harm the Company or its stakeholders.

1. Employees must use copyrighted computer programs. Whenever working on a computer outside company premises, they must first verify copyrights. Illegal computer software must not be installed or used in the company.

2. Employees must keep their own passwords confidential to prevent others from gaining access to their passwords and must not search the web for unfamiliar sites that could harm the Company's computer system.

3. Employees must not use the computer to harm, offend, or bother others. The Company must institute an international-standard ICT security system, which all employees are responsible for observing.

4. Employees must not use the computer to spy on, make changes to other files, or forge false evidence potentially leading to espionage.

5. Employees must not use ICT instruments for their own activities, for any private business. They must not affect the Company's business, lower business efficiency or annoy others.

6. Employees must cautiously use the Company's email system and internet for the Company's business while refraining from defaming the Company or using its name or logo in public electronic media.

7. Employees must not copy others' copyrighted programs.

8. Employees are responsible for ensuring external parties' access to the Company's information files and programs only as seen essential to its business and in strict compliance with ICT laws.

9. Those found in offence of this code must receive disciplinary punishment or punishment by law, or both, subject to the severity of their offences.

2. Code of Business Conduct
(Continued)

2.11 The Prevention of Unfair Business Competition

The Company focuses on fair competition, which is one of the factors that drives the Company's continuous development. It takes ethics into account in dealing with the Company's competitors, business partners, customers, and others.

Best Practices

- To not take any action or make any agreement with competitors, persons with competitive power in the market to increase, reduce, limit or divide the proportion of trade competition.
- To not search for competitors' confidential information by dishonest, improper or improper methods.
- Refrain from making false accusations or damaging competitors' reputations through exaggerated or untrue information.
- If the Company has superior competitive power or monopoly power, the Company will not use such power to compete unfairly and will not do anything that changes the competitive market.

3. Code of Conducts of Investor Relations Officer

Investor relations is crucial to listed companies, all types of investors, and the capital market, and it is also responsible for liaising with various individuals, such as stock analysts or investors. Therefore, investor relations officers should adhere to the following code of conducts:

1. Perform duties honestly to the best of their abilities and improve their performance in professional manners.
2. Must be knowledgeable and have thorough understanding of the Company's information which will be disclosed.
3. Disclose information completely and accurately in a timely manner, and regularly update the Company's information in accordance with its information disclosure policy, whereby such information must be disclosed to all relevant parties in an equitable manner.
4. Provide opportunities to all stakeholder groups to access and inquire such information.
5. Collect and distribute news and information to senior executives and directors to support decision making and formulation of the Company's policies completely and accurately in a timely manner.
6. Maintain confidentiality of the Company's information, and not using inside information for own benefits.
7. Perform duties in the best interests of shareholders and stakeholders.
8. Presentation of gifts to stock analysts and investors is allowed only if gift giving is done indiscriminately and occasionally such as on New Year's Day, and gift giving to any particular group is prohibited.

Policy and Related Regulation

Quality Policy

นโยบายคุณภาพ

We commit to manufacture the products which meet international standard level and we are going to consistency develop our company

to be world class

automotive control cable manufacturer.

บริษัทฯ มุ่งมั่นผลิตสินค้าที่ได้มาตรฐาน
เป็นที่ยอมรับในระดับสากล
พร้อมทั้งปรับปรุงพัฒนา
อย่างไม่หยุดยั้ง
เพื่อมุ่งสู่การเป็น

ผู้ผลิตสายควบคุมยานยนต์ระดับโลก

นโยบายความปลอดภัย อาชีวอนามัย และสภาพแวดล้อมในการทำงาน

บริษัท ไทยสตีลเคเบิล จำกัด (มหาชน) มีความห่วงใยต่อความปลอดภัยในชีวิต และสุขภาพของพนักงานทุกคน บริษัทขอแสดงเจตนารมณ์อย่างแน่วแน่ ที่จะส่งเสริม และสร้างสรรค์ให้มีการทำงานอย่างปลอดภัย โดยถือว่าความปลอดภัยในการทำงาน เป็นความปรารถนาอย่างยิ่งของบริษัท

ดังนั้น บริษัทเห็นสมควร ให้มีการดำเนินงานด้านความปลอดภัย อาชีวอนามัย และสภาพแวดล้อมในการทำงาน ควบคู่ไปกับหน้าที่ประจำของพนักงาน โดยมีความเชื่อมั่นว่าอุบัติเหตุและการเจ็บป่วยที่เกิดขึ้นในการทำงานเป็นสิ่งที่ป้องกันได้ จึงกำหนดนโยบายไว้ดังต่อไปนี้

1. บริษัทฯ ถือว่าความปลอดภัยในการทำงานเป็นหน้าที่รับผิดชอบของพนักงานทุกคน
2. บริษัทฯ จะสนับสนุนทุกวิถีทางที่จะก่อให้เกิดความปลอดภัยในการทำงาน
3. บริษัทฯ กำหนดให้ผู้บังคับบัญชาทุกคนต้องมีหน้าที่รับผิดชอบในความปลอดภัยของผู้ใต้บังคับบัญชา และควบคุมให้ปฏิบัติตามกฎ ระเบียบ ข้อบังคับด้านความปลอดภัยในการทำงานอย่างเคร่งครัด
4. บริษัทฯ จะส่งเสริมให้พนักงานได้รับการอบรม เพิ่มทักษะความรู้ในการทำงานเพื่อนำไปปฏิบัติงานได้อย่างปลอดภัย
5. บริษัทฯ จะถือปฏิบัติตามข้อกำหนดของกฎหมาย และมาตรฐานด้านความปลอดภัย ในการทำงานเป็นสำคัญ
6. บริษัทฯ กำหนดให้ผู้รับเหมา หรือบริษัทฯ ผู้รับเหมาต้องมีหน้าที่รับผิดชอบ ในการปฏิบัติงาน ให้เกิดความปลอดภัย ตามกฎระเบียบ และข้อบังคับด้านความปลอดภัยในการทำงานที่บริษัทฯ กำหนดขึ้นอย่างเคร่งครัด
7. บริษัทฯ จะดำเนินงานด้านความปลอดภัยในการทำงาน การปรับปรุงแก้ไขสภาพการทำงานให้ มีความปลอดภัย และการติดตามผลการดำเนินงานอย่างต่อเนื่อง
8. บริษัทฯ จะดำเนินการเพิ่มช่องทางในการสื่อสารด้านความปลอดภัยให้กับพนักงานทุกระดับ

นโยบายการจัดการพลังงาน

บริษัท ไทยสตีลเคเบิล จำกัด (มหาชน) ดำเนินกิจการผลิตชุดสายควบคุมยานยนต์ และชุดควบคุมรางกระจกรถยนต์ เพื่อจำหน่ายทั้งในประเทศและต่างประเทศ บริษัทฯ ได้ดำเนินการนำระบบการจัดการพลังงาน มาประยุกต์ใช้ภายในบริษัทฯ เนื่องจากเล็งเห็นว่าการอนุรักษ์พลังงานเป็นสิ่งสำคัญและเป็นหน้าที่ของทุกคนที่ต้องร่วมกันรักษาระบบการจัดการพลังงานให้คงอยู่อย่างยั่งยืน

บริษัทฯ จึงกำหนดนโยบายด้านพลังงาน เพื่อใช้เป็นแนวทางในการดำเนินงานด้านพลังงาน และเพื่อส่งเสริมการใช้พลังงานให้เกิดประสิทธิภาพ และประสิทธิผลสูงสุด ดังนี้

1.) บริษัทฯ จะดำเนินการพัฒนาระบบการจัดการพลังงาน การติดตามและการประเมินผลอย่างเหมาะสม ตลอดจนกำหนดให้เป็นส่วนหนึ่งของการดำเนินงานของบริษัทฯ สอดคล้องกับกฎหมายและข้อกำหนดอื่นๆ ที่เกี่ยวข้อง

2.) บริษัทฯ จะดำเนินการปรับปรุงประสิทธิภาพ การใช้ทรัพยากรพลังงาน ขององค์กรอย่างต่อเนื่อง เหมาะสมกับอุตสาหกรรมเทคโนโลยีที่ติดตั้ง และแนวทางการปฏิบัติงานที่ดี (Best Practices)

3.) บริษัทฯ จะกำหนดเป้าหมายการอนุรักษ์พลังงานในแต่ละปี และสื่อสารให้พนักงานได้เข้าใจ และปฏิบัติได้อย่างถูกต้อง

4.) บริษัทฯ ถือว่าการอนุรักษ์พลังงานเป็นหน้าที่ความรับผิดชอบของผู้บริหารและพนักงานของบริษัทฯ ทุกระดับที่จะให้ความร่วมมือในการปฏิบัติตามมาตรการที่กำหนด ติดตามตรวจสอบ และรายงานต่อ คณะกรรมการด้านอนุรักษ์พลังงาน

5.) บริษัทฯ จะให้การสนับสนุนที่จำเป็น รวมถึงทรัพยากรด้านบุคลากร ด้านงบประมาณ เวลาในการทำงาน การฝึกอบรม และการมีส่วนร่วมการทำกิจกรรมกลุ่มในการนำเสนอข้อคิดเห็น เพื่อพัฒนางานด้านพลังงาน

Environmental Policy
นโยบายสิ่งแวดล้อม

Utilize and manage natural resources potentially to enablethe safest working area which is non-polluted and

stop the global warming.

ใช้ทรัพยากรธรรมชาติอย่างคุ้มค่า เป็นสถานประกอบการ ไร้มลพิษ ปลอดภัยต่อทุกชีวิต เป็นมิตรต่อสิ่งแวดล้อม

หยุดโลกร้อนด้วยมือเรา

- Manage natural resources effectively, control and lower energy and resources usage.
  มุ่งมั่นในการใช้ทรัพยากรอย่างมีประสิทธิภาพ ควบคุมและลดปริมาณการใช้พลังงาน ตลอดจนทรัพยากรธรรมชาติ

- Collaborating in restriction of hazardous substances accurately to prevent the pollution waste and global warming that may lead to environmental destruction.
  ร่วมกักกันสารอันตรายในวัตถุดิบอย่างถูกต้อง เพื่อป้องกันการก่อเกิดมลพิษ และลดภาวะโลกร้อนอันจะนำไปสู่การทำลายสิ่งแวดล้อม

- Focus, improve, prevent, and restrict the pollution arisen from business activity that affected to employees while to comply with laws and regulations.
  มุ่งมั่น, แก้ไข, ป้องกัน และควบคุมมลพิษที่เกิดจากกิจกรรมของทางบริษัทที่กระทบกับพนักงานอย่างเต็มความสามารถ และสอดคล้องกับข้อกำหนดทางกฎหมาย

- Comply with laws, company policy, and related environmental regulations continually improvement and development.
  ปฏิบัติตามกฎหมาย ระเบียบ ข้อกำหนดต่างๆ ที่เกี่ยวข้องกับสิ่งแวดล้อม และปรับปรุงพัฒนาอย่างต่อเนื่อง

- Communicate and distribute the environmental policy to public, and acts as the center in creating awareness and training of environmental protection to all TSC members.
  สื่อสาร เผยแพร่นโยบายสิ่งแวดล้อมต่อสาธารณชนอย่างเปิดเผย และเป็นสื่อกลางในการให้ความรู้ และฝึกอบรม เพื่อสร้างจิตสำนึกในการพิทักษ์รักษาสิ่งแวดล้อมแก่บุคลากรทุกระดับในบริษัท

5. Internal Control Policy

The Company's policy calls for all units to work systematically, efficiently, and effectively under its objectives and goals. The Company has in place an economical, suitable property stewardship system, an internal control system, and a stringent, ongoing, and efficient risk management system.

The management of each department must institute a work process of sound standard as well as an internal control system to prevent undesirable events from harming the Company; instill in the unit's personnel a common drive for proper, methodological work performance in line with related rules and laws; and be always prepared for the Company's assessment and audit. The company has guidelines for practice as follows:

1. The Company has assigned to be duties and responsibilities of all executives to supervise and check the internal systems are efficient and properly run by instituting work procedures with stringent, transparent internal control. Each unit must prepare a work manual for sections within its supervision in compliance with the company's quality policy.

2. An internal control approach equipped with risk assessment and control enables each unit to assess risks under its responsibilities while identifying control measures of such risks by easing impacts or lowering their likelihood to jointly prevent damage, the Company needs participation from all employees in such assessment and risk control.

3. Supporting the head of each unit in instituting internal control, Internal Audit periodically audits such work to ensure that all units command efficient internal control and consistent compliance with the defined procedures, which will lead to even greater procedural efficiency.

5. Internal Control Policy
(Continued)

4. The assessment and audit approach emphasizes continuous improvement and innovation. Each Internal Audit report, upon agreement from the respective process owner, is submitted to the Audit Committee for approval prior to adoption and implementation. Should any process within a unit require modification to enhance efficiency or comprehensiveness, all relevant units are obligated to take prompt action. The Company considers these responsibilities to be integral to each unit's accountability.

5. To the Company, service in the Internal Audit Department provides opportunities for employees to master all the processes and businesses most efficiently. Those that have served in this Department are likely to command greater knowledge of the Company's business, which benefits them when they rotate to other parts of the Company. Therefore, as part of career planning for higher responsibilities, the Company has made it a policy to rotate competent personnel from various Department to Internal Audit Department, as seen suitable and with the joint concurrence of Internal Audit and the home Department.

6. The use of Information Technology systems regulation and policy

The Company supports those that use information technology (IT) services- consisting of information circuitry and networks, auxiliary components, data files, and company data – to do so efficiently and observe the Company Crime Act of 2007 and relevant laws for the Company's benefit under adequate security standards.

Application rules

1. These policies and rules apply to the employees of the Company and its affiliates, as well as to other authorized parties, for the application of the IT systems linked to the company both internal and external.

2. The Company provides IT services only to its employees, affiliate employees, and other authorized parties by registering user names in a centralized database and requiring users to strictly observe the policies and rules.

3. The following IT services are provided:

   3.1 Data communication network circuitry and related instrument

   3.2 Electronic mail

   3.3 Intranet

   3.4 Standard PC and Notebook software

   3.5 Internet, Website and E-Mail Service

   3.6 Computer application through remote access system, including web mail

   3.7 Specific application software

   3.8 External link to the IT system

4. Password

   4.1 For data security, use only the passwords provided to gain access to the computer and its networks as specified.

4.2 Maintain password confidentiality by keeping them invisible to others or making it tough to decipher, including an immediate change of the initial password received from the system or its guardian.

4.3 Change network passwords every 90 days.

4.4 Each password, containing at least eight characters and tough to decipher, consists of alphabetical characters, numbers, or symbols.

5. Application of the computer

5.1 Turn it off at the end of each session.

5.2 Use a screensaver and password protect; when leaving the screen for longer than 15 minutes, exit the system by logging off.

5.3 Laptops should be carefully secured to prevent loss, such as by storing them in a safe location immediately upon leaving the workstation.

5.4 Refrain from using the computer in committing offences against the company or other parties, including improperly gaining access to data, network, and IT system; annoying networks and computer system; intercepting data; covertly deciphering passwords; forging computer data; distributing improper images, texts, or voices; and using the computer in an unlawful way or apparently abusing it.

5.5 Employees must take responsibility for the texts, images, voices, or data files sent from their own computers, as well as taking responsibility for any resulting loss (es) for unlawful acts.

5.6 Reserving the right to use its computers for the security of its IT system, the Company forbids employees to change computers, including the computer name, systems configuration, and program configuration.

5.7 The Company reserves the right to allow employees to independently install computer programs except when this is done by employees related to program installation or those authorized by the Company.

6. The use of Information Technology systems regulation and policy *(Continued)*

6. Application of computer software

6.1 Use standard software specified by the Company except for software dedicated to operation, research or specialty, which is procured by a given unit for its own applications.

6.2 Refrain from violating computer software copyrights. Should a plaintiff file charges, the violating party must be solely liable for the damage done.

6.3 Refrain from producing, copying, taking possession of, or selling improper or unlawful computer software.

6.4 The Company reserves the right to inspect computer data used by employees if it suspects that they have committed potentially damaging acts to the Company.

7. Internet

7.1 Refrain from using the internet for any personal business, distributing inappropriate information, and gaining access to improper websites, including those associated with gambling, immorality, unpatriotic, anti-religious, anti-monarchy, or websites regarded as social threats.

7.2 Refrain from using the internet to download unlawful data or programs of no business relevance, including movies, songs, and games.

7.3 Be careful when using the internet to enter web boards and never mention the Company's name on public web boards.

7.4 The Company reserves the right to bar access to inappropriate websites.

6. The use of Information Technology systems regulation and policy *(Continued)*

8. Email sending and receiving

8.1 Be careful when using emails by preventing harm to the Company and conflicts between the Company and other parties; preventing misunderstanding or infringing others' rights; preventing a nuisance to others; preventing engagement in unlawful or immoral acts; refraining from exploiting or allowing others to exploit for business gains emails inside the Company's networks, including sending chain emails, advertisement emails, or distribution of commercial messages.

8.2 Refrain from sending texts, images, voices, or files to everyone without good business reason except where such items are relevant to the Company's business.

8.3 Use polite and accurate message as are customary for networking practices or use a message that general polite person sent to other people.

9. Use of instant messaging (IM)

9.1 Use IMs in harmless ways to the Company while avoiding violation of copyrights, without annoying others, violating the law or morality, pursuing benefits, or allowing others to benefit from IMs.

9.2 Refrain from discussing or sending confidential business information through IMs.

9.3 Refrain from using the same email accounts and passwords as company email accounts and passwords when registering for IM use.

10. Protection against computer viruses

    10.1 Refrain from altering or disabling or disabling anti-virus programs installed in the computer.

    10.2 Those that take their computers outside the Company's network must get their machines inspected for viruses before linking back up with the network.

    10.3 Refrain from downloading data from inappropriate websites.

    10.4 Be cautious when opening emails from strangers.

    10.5 The Company reserves the right to bar virus-affected computers or those suspected of being virus-affected from linking up with its network.

11. Maintaining and guarding confidential data

    11.1 Refrain from gaining access to other data without the prior permission of the owners.

    11.2 Refrain from printing or copying classified data belonging to others without prior authorization from the data owners.

12. Importing personal computer-related instruments into the Company's network

    12.1 Refrain from hooking up personal computer-related instruments, including modems and WIFI, with the Computer or network without the prior permission of the Company's IT stewards.

    12.2 Secure permission from the Company's IT stewards before letting outsiders import any personal computer to link up with the Company's network.

13. Remote use of the computer through the remote access system (RAS) or virtual private network (VPN)

    13.1 Obtain authorization from the Company's IT administrators for the necessary copyrights to access the computer via RAS or VPN. These accounts are strictly for individual use and must not be shared with others.

    13.2 Employees shall be held responsible for all computer usage and transactions conducted through their respective RAS or VPN connections.

    13.3 The Company reserves the right to bar any computer on its way to RAS or VPN linkage with the network if it suspects that such a computer could jeopardize the network.

14. Use of the computer to disturb the network

    Employees must not engage themselves to intentionally disturb the Company's or any other computer systems, including bringing systems down.

15. Violation

    For any employee violation of ethics and morality, the Company will take due action as required by its personnel policy and procedures on such employee(s) or service user(s) who violates (violate) the policy and rules, which may include revocation of IT rights.

7. Rights and equality of shareholders policy

The Company's shareholders, shall have the same basic rights as follows:

- Rights to receive share certificates and rights to transfer shares.
- Rights to receive adequate information in a timely fashion and in a form appropriate for making decisions.
- Rights to attend shareholders meetings and to vote at these meetings to decide on important changes in company policies.
- Rights to elect and remove directors.
- Rights to approve the appointment of auditors.
- Rights to share in profits of the company.

The Board of Directors values the importance of shareholders' meetings and shall facilitate all shareholders to attend meetings, especially institutional shareholders as followed:

1. The company encourages shareholders to gain access to information, pose questions, and exercise voting rights at these meetings in an equitable manner.

2. The company shall present important matters, even beyond those required by law, to shareholders so that they can participate in the decision-making while ensuring that shareholders receive full, adequate and timely information for decision-making purposes.

3. The company shall support and facilitate appropriate voting procedures including voting by proxy and encourage shareholders to express their view and opinions, to seek explanations or to pose questions.

4. The company encourages Directors are required to attend shareholders meetings to answer shareholders' questions.

5. The company shall prepare the minutes of shareholders' meetings and distribute them to shareholders via the corporate website within 14 days from the meeting date.

8. Local Community Relations Policy

The Company recognizes the importance of having a strong community will support the business activities to its best. Therefore, the participation and responsibility toward the community are vital to sustainable business conduct. The community relationship policy shall be described as follows:

1. Support and cooperate with the efforts to comply with international standards and covenants to prevent environmental impacts.
2. Support the society and communities, particularly those near our plant facilities, such as the school maintenance and donating essential items to the community.
3. Conduct the sustainable community development activities regularly for example the school landscape improvement; support the local learning center by donating to the hospital and child development center.
4. Provide relief and assistance to victims of disasters and public calamities.
5. Foster corporate social responsibilities among board members, executives and employees.

9. Risk Management Policy

Risk management constitutes processes undertaken by the Board of Directors, senior executives and all employees in the organization so as to help formulate implementation relevant strategies and measures. Thus, risk management processes are designed to indicate potential events that may adversely affect the organization and keep risks within an acceptable level so that there is a reasonable degree of confidence that the organization's objectives could be achieved. Moreover, business operation will be sustained by the implementation of risk management policy as follows:

1. The Risk Management Committee is empowered to oversee risk management of the Company.

2. The management and all employees are responsible to define the objectives of the department, arrange schedule of risk assessment, define risk indicators including reporting as per process of risk management practices, involve the development of risk management that increase the chances of success, and decrease the effect for achieving goals.

3. Systematically identify and control risks affecting objectives will be systematically established that risks are controlled within an acceptable level under the management's supervision.

4. Acceptable risks and acceptable level of risks of the Company shall be approved by the Risk Management Committee of the Company before they are put into practice.

5. When an employee observes or becomes aware of risks which may adversely affect the Company, must report such risks to concerned persons immediately so as to keep them under control.

Risk management policy shall be implemented stringently on continuous basis under the supervision of the Risk Management Committee of the Company.

10. Corporate Social Sustainable Responsibility Policy

The Company is committed to operating its business under the code of business conduct and the corporate governance principles while constantly caring for the environment and society. Through recognition of the importance of relevant stakeholders and engagement in various activities, the Company participates in efforts to safeguard the environment and to enhance the well-being of people in societies and communities in order to achieve sustainable business development. The Company stipulates the corporate social responsibility (CSR) policy as follows:

Good corporate governance

The Company shall conduct its business affairs in an appropriate manner under relevant laws as well as rules and regulations; disclose vital information in a transparent and auditable manner; and adhere to its corporate governance policy, code of business conduct, and operating philosophy by recognizing the interests of all stakeholder groups.

Fair operating practices

The Company shall promote free and fair business competition, avoid any undertaking which may lead to any conflict of interest and infringement of intellectual property rights, and foster the adoption of corporate social responsibility in every stage of the business chain.

Anti-corruption

The Company adopts a zero-tolerance approach to corruption in all forms and strictly complies with its Anti-Corruption Policy, as well as all applicable laws, regulations, and relevant requirements. The Company conducts its business in accordance with the principles of good corporate governance, transparency, accountability, and business ethics. The Company has established appropriate policies, measures, and internal control systems to prevent, detect, and mitigate corruption risks. In addition, the Company promotes and encourages its directors, executives, employees, and all stakeholders to strictly comply with such policies and measures, while supporting the reporting of suspected corruption and providing protection to whistleblowers in accordance with the Company's whistleblowing policy and applicable procedures.

10. Corporate Social Sustainable Responsibility Policy *(Continued)*

Respect for human rights

The Company shall advocate for compliance with the Universal Declaration of Human Rights and other international human rights standards. Moreover, the Company shall pursue investigation of human rights issues to ensure that its employees comply with the human rights policy, and it shall support human rights protection and respect human rights.

Fair treatment of employees

The Company shall treat every employee in a fair and equitable manner, provide welfare benefits, assure occupational safety and health, advocate for the promotion of labor rights and the enhancement of social welfare of employees, and strictly comply with relevant laws and bylaws relating to all aspects of recruitment and employment.

Responsibility towards consumers

The Company is committed to developing products that are safe for consumers and to minimizing environmental impacts in a fair and equitable manner. It shall provide truthful and accurate product information in a comprehensive manner, maintain the confidentiality of customer information, and refrain from exploiting such information unethically.

Engagement in community and societal development

It is incumbent upon the Company to support implementation of activities which are beneficial to the society and environment and contribute to community development so that it can constantly enhance various aspects of quality of life in the Thai society in order to pay back and return profit to the society.

Environmental management

As the Company recognizes the importance of environmental management, it develops a process to analyze environmental risks and impacts as well as occupational safety and health in business processes. Moreover, it also promotes economical and efficient resource utilization.

10. Corporate Social Sustainable Responsibility Policy *(Continued)*

Innovation and dissemination

The Company fosters creativity and development of innovations that can strike a balance between business undertakings and environment so as to achieve sustainable business growth.

The Company encourages directors, executives and employees to learn of and comply with this policy so as to achieve its objectives and ensure that it will continue to engage in corporate social responsibility activities in a sustainable manner.

11. Non-Discrimination Against Disabled Person Policy

Presently, disabled persons represent a vital workforce in every organization. However, due to various obstacles, there are still many disabled persons who need to work but lack opportunities, even though economic growth increases employment opportunities that allow disabled persons to show off their potential and apply their skills for the benefits of their community, society and the nation. Therefore, the Company stipulates a guideline under the non-discrimination against disabled person policy as follows:

1. The Company shall comply with the Improvement of Quality of Life and Empowerment of Disabled Persons Act B.E. 2550 and its Amendment (Issue 2) B.E. 2556 by employing persons with disabilities through the standard recruitment process and strictly adhering to all applicable laws regarding the employment of disabled individuals.

2. The Company shall set up a service unit to provide consultation and recommend to disabled persons.

3. The Company shall provide equal employment opportunities while disregarding causes of disabilities.

4. If an employee becomes disabled while being employed, the Company will retain the existing employment conditions and offer other job opportunities on a trial basis, provided that he cannot resume his normal duties.

5. The Company determines wages and welfare benefits on the same basis, similar to general employees, without discrimination.

This is to provide disabled persons with opportunities to use their abilities, earn income, and support themselves; to reduce burdens on their families and the society; and to encourage disabled persons to support economic development of their families and country.

12. Ethics Policy

The Board of Directors is committed to the principles of ethical management, best practices for The Board of Directors of listed company, rules, regulations, and guidelines of The Stock Exchange of Thailand, office of the Securities and Exchange Commission. The commitment will be developed then enhance the corporate governance of the company to excellence as internationally level.

Definition

Ethics means that everyone must do what is right referring to the laws of the land, morality and culture are the foundation.

Ethical principles mean the proper actions representing the moral and ethics that should be followed in the practice of the profession that the person in each profession has compiled as a basis for members in that professional field adhere to practice with a focus on ethics. Cultivate and strengthen the members to have a consciousness to arise in themselves about their conduct in the right way and aims for members to adhere to maintain the reputation and promote the dignity of the members and their professional fields.

The company realizes that ethics is a critical tool that will allow the Board of Directors, executives, and employees are ways to behave properly. It has established a Code of Conduct which includes code of conduct for directors, executives, and employees, business conduct, and code of conduct for Investor Relations' officer to guidelines for good business the Board of Directors, executives, and employees to continue operating. The Company believes that a code of conduct is an important tool leading to better performance.

In summary, the guidelines for ethical conduct as follows:

1. To comply with the applicable laws, rules and regulation strictly.
2. To comply with the Company’s “Corporate Governance policy” and “Code of Conduct”.
3. To be committed to operate business with transparency, honesty and fairness.
4. To adhere to conduct as good people and establish good minds to employees.

12. Ethics Policy *(Continued)*

5. To concern the benefits and effects from operations with social equality and fairness to the Company’s stakeholders.
6. To operate business with responsibility and protection of the stakeholder’s and public’s interests.
7. To establish a robust operational system to prevent corruption, supported by an effective internal audit framework.
8. To require the Company’s directors, executives and all employees to participate in an orientation course to learn about code of conduct of the company and adapt to working.
9. To require the Company’s directors, executives and all employees comply with the corporate governance policy and code of conduct strictly.

To ensure that all employees have knowledge and understanding about the Code of Conduct and can perform their duties properly, the company requires all employees to attend the orientation course that educate about corporate governance handbook which consisting of corporate governance principles, code of conduct for directors, executives, and all employees, business conduct, and ethics of Investor Relations' officer, as well as concerned policies and regulations to guide the Board of Directors, executives, and all employees to follow. After training, arrange post tests and communicate to employees with a more thorough understanding and awareness of their responsibilities in the promotion of good corporate governance of the company.

Compliance Monitoring

All personnel of the company shall include directors, executives, and employees acknowledge and get to understand business ethics for use as guidelines in their work performance. The personnel who ignore the following shall be investigated and get disciplinary punishment as appropriated even legal action in case of illegal conduct.

This code may not be prescribed to cover all possible cases. Therefore, if employee has any problem in making decision or conducting in the way that is not stated in this code, he/she should first answer the following questions to himself / herself:

- Is the conduct lawful and appropriate?
- Is it acceptable and suitable for public disclosure?
- Will it compromise the integrity or reputation of the Company or the individual employee?

In case where the employee is still not sure if the conduct is rightful or cannot make decision, he/she may consult or enquire with the supervisor of any level whom he/she trusts, or Manager of Human Resource Management Department or Compliance & Investor Relation Department, or Internal Audit Department, as the case may be.

13. Prevention of use and disclosure of inside information Policy

The Board of Directors recognizes the importance of overseeing internal data use which is instrumental for fostering good governance practices. Therefore, the Company formulates an internal data protection policy and disclosed to safeguard the use of its vital internal data, which have not been publicly disclosed, to serve one's own interests as well as the interests of others. The essence of this policy is as follows:

1. Internal data refer to vital information which tempts an informed person to buy or sell company shares, undisclosed information which has not been released to the public, and information kept by the Company whereby public disclosure is temporarily withheld.

2. The approach and measure for overseeing internal data use are as follows:

   2.1 Directors, executives, employees involved in the preparation of the Company's financial statements, the Company Secretary, secretaries to the Board Committees, and any external persons who have been entrusted with or have access to material non-public information that may affect the price of the Company's securities are prohibited from purchasing, selling, offering to purchase, offering to sell, or inducing any other person to purchase, sell, offer to purchase, or offer to sell the Company's shares or other securities (if any), whether directly or indirectly, during the period prior to the public disclosure of the Company's financial statements or information relating to the Company's financial position and operating results until such information has been publicly disclosed. The Company shall notify directors, executives, and executives in the accounting or finance functions at the department manager level or above, or equivalent, in writing of the trading blackout period at least thirty (30) days prior to the public disclosure of the Company's financial statements, during which they shall refrain from conducting the aforementioned transactions until at least twenty-four (24) hours after such financial statements have been publicly disclosed.

13. Prevention of use and disclosure of inside information Policy *(Continued)*

2.2 Directors and executives are required to prepare and submit reports of their holdings of the Company's securities, including the securities held by their spouses, persons living together as husband and wife, and minor children, within the period prescribed by law from the date of their appointment, and to report any changes in such holdings resulting from the purchase, sale, transfer, or acceptance of transfer of the Company's securities in accordance with the Securities and Exchange Act B.E. 2535 (1992), as amended, and the relevant rules, notifications, and requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand. In this regard, the Company Secretary shall be responsible for monitoring compliance with such requirements, maintaining the relevant records and reports, and reporting the securities holdings of directors and executives to the Board of Directors on a quarterly basis.

2.3 Directors and executives are required to notify the Board about purchase, sale, transfer or receipt of company shares at least one day before each transaction is executed.

2.4 It is incumbent upon the Company to promptly disclose key operating results to the public by following the method laid down by the Stock Exchange of Thailand and the Company’s public disclosure approach in order to ensure that such information can reach all stakeholder groups on an equitable basis.

2.5 The Company requires that every employee must be committed to protecting secret information concerning business activities. Moreover, every employee shall be prohibited from exploiting such information for his own interests or the interests of others by using vital internal information which has not been publicly disclosed or from taking any action which may lead to any conflict with the interests of the Company.

14. Employee's Remuneration and Welfare Policy

The Company will pay compensation to employees as appropriate as the same rate of the same industry. As well as provide benefits which are over legal limit, such as; provident fund, annual health check, retirement allowance, cost of living allowance, funeral allowance, night shift allowance, working level allowance, incentive both monthly and yearly, food allowance, health insurance, and accident insurance. There will be various activities that encourage employees to join and unwind themselves. Such would create the long term royalty.

In other words, the company also supports the idea of promoting labor rights and social welfare of workers, has complied with the law and relates regulations about the recruitment and employment as strictly, has set the minimum wage for entry, and adjusts compensation as performance's evaluation of employees in each year.

15. Employee's Remuneration Policy

The company has a clear remuneration policy. In the short term, the target is set for employees and the company every year. The remuneration shall correspond to the actual performance in each year. For long term, the company arranges the career path for 5 years with an individual development plan that the remuneration would be consistent with each position, actual performance, and policies of the company.

16. Human Development Policy

The Company emphasizes human development in accordance with its philosophy, "People and Organization Growing Together," demonstrating its commitment to comprehensive and continuous personnel development at all levels. This approach aims to enhance individual capabilities and propel the organization toward achieving its business objectives. Consequently, all employees will receive career-aligned development opportunities, enabling them to grow in tandem with the sustainable progress of the organization.

17. Irrelevant Human Right Violations Policy

The Company supports adherence to the "Universal Declaration of Human Rights" and other international human rights standards. Furthermore, management actively monitors human rights issues concerning employee welfare and, upon identifying any risks that may adversely affect the Company's reputation, promptly notifies the Board of Directors. In addition, the Company provides training and implements measures to ensure employees understand and comply with the Company's Code of Ethics and human rights policies, thereby integrating respect for human rights into operational practices and firmly opposing any violations.

The company has opened a channel of complaints through the company website that employees can send a complaint, stories of corruption, failure to follow the rules, the unfair treatment or violation of human rights to the chairman of the Audit Committee directly as well as human rights activity that the company has set up a company with a focus on transparency and corporate governance in the organization as well.

18. Non-Infringement on Intellectual Property or Copyright Policy

The Board of Directors recognizes the importance of respecting the intellectual property and copyrights of third parties. The Company has established a policy prohibiting any infringement of intellectual property or copyright and is committed to full compliance with all relevant laws and regulations. Any work or information belonging to third parties that is acquired or used within the Company must be thoroughly reviewed to ensure it does not violate the intellectual property rights or copyrights of others. The Company also does not support or engage in any activities that constitute such infringement, reflecting its commitment to conducting business with integrity and fairness. The following guidelines have been established to support this policy:

1. Computer system procurement as well as installing for use and creating a database of software or various computer programs that the Company's current active operations will be carried out in accordance with the Computer related Crime Act B.E. 2007.

2. Directors, managements and employees at all levels must act in accordance with the all law, regulations and contractual obligations regarding intellectual property rights are valid including patents, copyrights, trade secrets and other proprietary information. It will not infringe or misuse the valid and effectual intellectual property rights of others.

3. Works or information that is the right of third parties to be obtained or to be used within the Company must be checked to ensure that it does not infringe the intellectual property or copyright of others.

4. The works resulting from the performance of duties are the intellectual property of the Company. When retired from being an employee, all intellectual property rights, including various works, must be returned to the Company regardless of the form of information stored in it.

19. Fair treatment and responsibility to competitors Policy

Competitors are outsiders that companies must compete in the way of liberal capitalism in doing business, competition must be conducted fairly, do not misrepresent, deceive or use any other method that is not in line with good competitions.

In this regard, the Company can support cooperation with competitors for the benefit of relevant stakeholders. It is not a monopoly on revenue allocation, market share, reductions of the product quality and determination of product pricing which will cause a negative impact on the stakeholders involved in the overall. In addition, the Company's personnel must be careful when dealing with competitors and personnel of competitors in all cases, do not disclose or neglect to give the company's secrets in the hands of competitors.

20. Treatment of business partners and/or creditors Policy

The Company has established policies and treatments towards trading partners with a focus on equality, fairness, transparency and accountability by taking into account the maximum benefit of the company, efficiency and effectiveness in terms of quality, price and service.

Avoid situations that cause conflicts of interest including strictly complying with the agreed commitments.

This policy covers the case of hiring government employees with a selection process, approval, employment, compensation and control processes to ensure that the employment of government employees is not in return for obtaining any benefits, contributing to the Company, undermine the image of the credibility and integrity of the performance of duties which has a risk of corruption.

In case of misconduct of trade agreement especially the terms of the guarantee, capital management and default on payment, the company will consider negotiating to reach an agreement on both sides, if it does not work, it will take legal action and ensure fairness to the parties to the fullest extent. In the case of company’s creditors will strictly abide by the agreement.

21. Anti - Corruption and Bribery Policy

In order for internal management to be effective and efficient, the directors, managements and all employees need to work together to prevent as well as against corruption and bribery acts. In addition, strictly follow the policy by acting with honesty, transparency and fairness in order to create free and fair business competition.

Definition

Corruption refers to the unlawful exploitation of one's position for personal or others' gain, as defined under Section (1) of the Criminal Code.

Bribery means offering, promising, giving, receiving or demanding benefits as an incentive to an individual to do something illegal, against good morals or destroy trust.

The company prohibits the board of directors, managements and all employees doing any act related to any kind of corruption for direct or indirect benefit to oneself, family, friends and acquaintances, whether they are the recipient, giver or bribe offeror both in money or not in money to government agencies or private agencies with which the company operates or is in contact with. It will strictly comply with the anti-corruption and bribery policy in accordance with the following guidelines.

1. The company has an absolutely anti-corruption and bribery policy and adhere to all laws relating to anti-corruption and bribery in Thailand.

2. The Board of Directors, managements and all employees no behavior has been shown to be accepting or bribery to stakeholders in the matter for which they are directly or indirectly responsible to obtain unlawful benefits.

3. Procurement activities must strictly adhere to the Company's procedures, ensuring transparency and accountability, and must be subject to audit and inspection.

21. Anti-Corruption and Bribery Policy *(Continued)*

4. If seen an action that is considered fraud or implied in a fraudulent manner affecting the Company either directly or indirectly must not ignore or default such behavior, must notify the supervisor immediately or notify via whistleblowing channels on the Company's website (subject to whistleblowing) or comment box (red box of Human Resources Management) by whistleblower/complainant must include details of the matter to be notified, including name, address and telephone number that can be contacted every time.

5. The Board of Directors and managements recognizing the importance of publishing, educating, and consulting to create understanding among subordinates about anti-corruption and bribery for employees to strictly comply with the policy.

22. Anti - Corruption Policy

The Company strictly prohibits involvement in or acceptance of any form of corruption, whether directly or indirectly. This includes, but is not limited to, proposals, promises, requests, demands, offers, or receipt of bribes; acts of extortion; or any conduct that suggests corrupt intent. This policy applies to all business operations and transactions involving all relevant parties in every country in which the Company operates. To ensure adherence to this commitment, the Company has established a comprehensive anti-corruption procedure detailing each step necessary to prevent and address corrupt practices. The procedure is regularly reviewed and updated to align with changes in business operations, regulatory requirements, and legal obligations, in order to safeguard the Company's reputation. Accordingly, all directors, executives, and employees at every level are strictly prohibited from soliciting or accepting any form of corrupt conduct, or engaging in corrupt practices for personal gain or for the benefit of family, friends, or acquaintances. Compliance with this policy is mandatory throughout the organization, and the Company's anti-corruption measures shall be transparently communicated to the public.

1. Objectives

- ➢ To demonstrate the Company's relentless anti-corruption stance.
- ➢ To stipulate review and oversight procedures to ensure compliance with the policy.
- ➢ To encourage all levels of employees to be vigilant and to report corruption sightings through secured communication channels.

22. Anti - Corruption Policy
(Continued)

2. Definition

Corruption means abuse of office for personal gains or to serve the interests of associates and/or other parties in order to unduly attain assets or any other business advantages or benefits, either directly or indirectly. It also refers to any conduct which infringes the Company's code of conduct.

Forms of corruption include provision of gifts or services, or cash or cash substitutes; bribery of government officials; corrupt practices between private entities; political support; donation for charitable causes; financial support; and provision of facilitation expense as well as expenses for gifts, hospitality and entertainment, and other expenses, which bring about abuse of power.

3. Scope

- This policy applies to every director, executive and employee of the Company.
- It is expected that distributors of goods/services and contractors engaging in works or acting on behalf of the Company shall comply with this policy.

22. Anti - Corruption Policy
(Continued)

4. Duties and responsibilities

- It is incumbent upon every executive to ensure that his or her subordinates recognize and understand this policy by regularly receiving adequate training.
- The director, executive and employee at all levels must perform his or her duties in accordance with this policy. If there is any suspicion or violation is observed, a supervisor must be notified immediately, or an incident must be reported promptly via the comment box.
- The Board designates the Audit Committee to oversee implementation of the anti-corruption policy and measures in order to ensure that the Company fulfills legal requirements and observes the stipulated code of conduct.
- It is incumbent upon the Board to ensure that the Company complies with relevant laws, including anti-bribery law or anti-corrupt practices law.

5. Guideline

5.1 General provisions

- The Company formulates an anti-corruption policy and collaborates with external organizations to promote and support anti-corruption efforts.
- The Company does not support all forms of corrupt practices, and it is also committed to implementing preventive measures to combat corruption.
- Every director, executive and employee at all levels shall be prohibited from engaging in solicitation of benefits or any other compensation which may be considered a corrupt practice.
- The Company shall adhere to its code of ethics and business conduct and Thailand’s anti-corruption law.

22. Anti - Corruption Policy
(Continued)

- The Company requires that implementation in every process must fall within the scope of the law. If any blunder in the operational process occurs due to negligence or recklessness, a wrongdoer must be punished by concerned authorities without exerting efforts to have him exonerated.
- The Board and the management adopt the policy and relevant guidelines and shall be held responsible for the implementation of anti-corruption measures.
- The Audit Committee oversees the implementation of anti-corruption measures and keeps the Board informed with quarterly reporting.
- The Board conducts review of the anti-corruption policy once a year.

5.2 Political support

- Political support refers to provision of monetary and non-monetary support to any political party, politician or candidate vying for political office.
- The Company's policy is to maintain political neutrality by refraining from providing any support or taking any action which may be considered as favoring any particular political party. The Company must have freedom of thought and must be able to make decisions and take actions free from political influence.
- It is not the Company's policy to provide any direct or indirect support, whether it financial, resource or any other asset.
- Every executive and employee at all levels has the right to freely engage in political activities allowed under the provisions of the national constitution. However, they must not exploit their employee status furtively or utilize any of the Company's properties, tools or equipment for their own gains in any political undertaking. When participating, they must be mindful of any action which may be understood that the Company supports or favors any particular political party.

22. Anti - Corruption Policy
(Continued)

5.3 Charitable donation and financial contribution

Charitable donation means a donation of money or things or any other benefit to any other person or juristic person established for the public benefit.

Financial contribution means money given or received for a company's business, brand or reputation for the purpose of building commercial credibility and helps strengthen business relationships as appropriate for the opportunity.

- The management oversees charitable donation or financial contribution. Donation or financial contribution depends on approval authorization of each management level, which is prescribed by the Company. Moreover, donation may be in a form of monetary or non-monetary contribution. In this regard, the Company must not give donation or financial contribution as a cover-up for or a path towards corruption.
- The Company requires oversight of donation or financial contribution. It is stipulated that a memo must be made, and a name of recipient organization or individual and objectives of the donation or the financial contribution must be described in such memo. Such memo together with documentary evidence must be proposed to an authoritative person for approval as set out in the Company’s regulation.

5.4 Facilitation expense

Facilitation expense refers to money paid to a government official to expedite works which are his or her normal routines.

It is the Company’s policy that it will not pay any facilitation expense. However, facilitation payment may be made when an employee is facing a life-threatening or hazardous situation. Before facilitation payment is made, a memo must be made indicating a name of the recipient organization or individual and objectives. Such memo together with documentary evidence must be proposed to an authoritative person for approval as set out in the Company’s regulation.

22. Anti - Corruption Policy

(Continued)

5.5 Gift, reception and entertainment expenses as well as other expenses

Giving or receiving a gift means offering or accepting a gift, reward or any other benefit to oneself or from a person who intends to dominate, induce or reward any person to gain any advantage through improper actions.

Entertainment means food and beverages, shows, watching sports, participating in sports activities such as golfing, recreational activities, etc.

- The Company recognizes that building rapport with business allies is crucial for its sustainable success.
- The Company prohibits every director, executive and employee at all levels from receiving or giving gifts, reception or other expenses in case, upon consideration, such action is deemed to cause adverse impacts on its operation.

Executives and employees can give or receive gifts or reception and entertainment expenses from any person as long as such action meets all of the following criteria.

1. Not an intentional act undertaken to control, persuade or compensate any person in order to attain any advantage in an inappropriate manner; or not an explicit or implicit act undertaken in exchange for supports or benefits.
2. Comply with relevant laws.
3. Given in the name of the Company, not an employee.
4. Not a gift which is in a form of cash or cash substitute.
5. Suited to situations, such as giving a small gift during New Year’s festive season (which is considered a normal custom).
6. Type and value are suitable with time and place.
7. Given openly, not obscurely.

22. Anti - Corruption Policy
(Continued)

- If every director, executive and employee at all levels receives a monetary or non-monetary gift valued at over 3,000 Baht (unavoidable), they must notify their supervisor or the Internal Audit Division and send the gift to the Human Resources Division so that it can be given as a prize for employees or donated for a charitable cause, where appropriate.

5.6 Person with business ties

- The Company prohibits every director, executive and employee at all levels from hiring any business representative or intermediary for corruptive purposes.

- As for distributors of goods/services and contractors, the Company ensures that procurement arrangements are fair and transparent and that assessment and selection of distributors and contractors are performed prudently and stringently in accordance with its operating procedure. For this purpose, the Company will inform distributors and contractors of this policy, and it has the right to revoke any procurement and engagement if it is found that any distributor and contractor engages in corrupt practices.

22. Anti - Corruption Policy
(Continued)

6. Risk assessment*

The objective of corruption risk assessment is to ensure that every party recognizes the importance of the assessment of potential fraud and corruption risks as well as potential impacts on business objectives and operations. Therefore, the Company adopts a proactive approach to assess and review potential fraud risk on a regular basis (at least once a year) in order to identify increasing risk or varying risk assessment so that risk assessment can be kept up to date with changing factors or evolving forms of corruption. Moreover, this approach can ensure that risks can be identified and addressed in a timely manner, and fraud risk as well as corruption risk and enterprise risk can be properly assessed. The risk assessment approach can be summarized as follows:

- ➢ The Risk Management Committee and concerned departments identify and assess various risks and stipulate measures to control or reduce corruption risk to an acceptable level.
- ➢ The Internal Control Division compiles corruption risk assessment results, develops risk-related documents, and monitors activities conducted based on the risk management plan so that an annual report can be presented to the Audit Committee on a regular basis.

7. Control*

- ➢ The internal control system of the Company encompasses finance-related matters and various activities related to accounting and data storage processes as well as other processes in related company to the control of corruption risk.
- ➢ The Company stipulates a procedure whereby employees can engage in discussion about internal control performance related to anti-corruption measures.
- ➢ The Company has the Audit Committee which supervises internal control activities efficiency and effectiveness, review to ensure accurate and adequate financial reporting and other processes related to anti-corruption measures.

22. Anti - Corruption Policy *(Continued)*

- The Company stipulates a procedure whereby senior executives are required to present regular reports of audit findings, as required under these anti-corruption measures, to the Audit Committee, the Corporate Governance Committee, and the Board.

8. Information Storage

- It is the Company's policy to pursue compliance with standards, principles, and relevant laws related to reporting of financial and accounting information.
- All types of expenses must have support documents, and collection and storage of internal data must comply with relevant laws and bylaws.
- The Company does not permit recording of false, incomplete, or improper information, or information derived from accounting manipulation. Moreover, accounts outside financial statements must not be maintained to allow improper payment to be made or concealed.

9. Human resources

The Company integrates this policy in human resources management.

10. Training and communication

- Every director, executive and employee at all levels can learn about this policy from the company website : https://www.tscpcl.com/cghandbook

22. Anti - Corruption Policy *(Continued)*

- The Company encourages distributors of goods/services and contractors to uphold similar social responsibility standards.

- Training to educate about this policy.

Target group	Training	Communication
Directors	➢ Company secretary notify directors of all training courses about corruption related to directors via email every time. ➢ Directors attended the training according to the schedule. ➢ Director notifies the Board of Directors meeting for acknowled gment in the case that the company has to take action on related issues after the training (if any).	➢ Regularly review the policy at the Board of Directors meeting every year. ➢ Progress reports on operations at the Board of Director meeting every time.
Management and employee	As part of the orientation (Listening form) or before taking the position of the company.	➢ Review the policy at the management meeting on a quarterly basis. ➢ Provide knowledge in activities "Managing Director meets employees" on a quarterly basis.
Distributor of goods/services and contractor	Using communication.	Communicate this policy Since the beginning of the business relationship and later as appropriate.

22. Anti - Corruption Policy
(Continued)

11. In case of suspicion

If employees are not certain whether any action falls within the description of corrupt practices or have any question or doubt, they should consult their supervisors directly or contact the Internal Audit Division or the Compliance & Investor Relation Department.

12. Reporting corruption witnessing / tip-off/ complaint

All stakeholder groups are encouraged to utilize the designated communication channels to report any observed corruption, whistleblowing, or complaints. To facilitate this, the Board has established the following channels for receiving and addressing stakeholder concerns:

Contact the Chairman of the Audit Committee/the Board of Directors

Company website	: www.tscpcl.com (Heading: "Whistle-blowing Notice Policy")
Postal service	: Chairman of the Audit Committee/the Board of Directors Thai Steel Cable Public Company Limited 700/737 Moo 1, Panthong Sub-District, Panthong District, Chonburi 20160
Comment box	: QR Code (Instead of Red box) for all levels of employees.

An incident can be reported urgently to the Board of Directors by contacting the Company Secretary at 038 447 200-05 ext. 118

Tip-offs, complaints and recommendations will be taken up for consideration and resolved as deemed appropriate. Such issues will be dealt with on a case by case basis without revealing the whistleblower's name. Moreover, such information will be kept confidential and a whistleblower protection program will be put in place in order to ensure that whistleblowers will not face any repercussions from the filing of such a report.

22. Anti - Corruption Policy *(Continued)*

The Company recognizes the importance of the need to keep whistleblower's identity confidential and stipulates a procedure for receiving complaints and investigating such matters. Moreover, such complaints will be kept confidential among concerned individuals. The Company will use these tip-offs for the purpose of operational management and internal oversight, or they may be disclosed upon receiving a legitimate order, a court order and/or any order from SEC, SET, government entities and/or concerned regulatory bodies. In this regard, the Audit Committee will consider and report these cases to the Board of Directors regularly as appropriate.

Individuals filing tip-off or complaint reports will receive serious attention and will be protected from their superiors' abuse of power or unfair treatment aimed at retaliating against their actions.

Individuals filing tip-off or complaint reports must act in good faith. If it is found that any tip-off or complaint is false or tainted by corruption or dishonest intent in order to cause harm to other person or to defame, disparage, or disgrace other person, the Company will further take appropriate actions.

13. Processes when receiving corruption reports / whistleblowing / complaints

13.1 Check for facts

The Audit committee gathered the facts and assigned to the Internal Audit Department or establishing a sub-committee proceed to the next step of the audit.

13.2 Evaluation and scrutinize the information

13.2.1 The Audit Committee evaluates and scrutinizes the information to consider the procedure proper management methods for each subject as well as presenting measures to suppress violations or non-compliance with the Code of conduct, regulations or relevant regulations and assigned to the Internal Audit Department or establishing a sub-committee proceed to the next step of the audit.

22. Anti - Corruption Policy
(Continued)

13.2.2 The Audit Committee reports to the Board of Directors for further decision-making as appropriate to mitigate the damage to those affected taking into account the total damage.

13.3 Report

13.3.1 The Audit Committee notifies the complainant in the case that the complainant reveals himself/herself and assigned to the Internal Audit Department or establishing a sub-committee proceed to the next step of the audit.

13.3.2 The Audit Committee reports to the Board of Directors when an incident occurs.

13.4 Processing time

13.4.1 The Audit Committee conducts a fact-finding investigation, evaluates and scrutinizes the information within 30 working days from the date of notification.

13.4.2 The Audit Committee reports to the Board of Directors to decide the appropriate action within 30 working days from Clause 13.4.1.

13.4.3 In the case that it is not possible to complete within the above schedule, clauses 13.4.1 - 13.4.2, the Audit Committee shall present the Chairman of the Board of Directors to consider extending the processing time for no more than 7 working days.

22. Anti - Corruption Policy *(Continued)*

14. Protection Measures for Complainants and Whistleblowers

- ➢ Complainants may choose to remain anonymous if disclosure is deemed likely to result in insecurity or harm.
- ➢ In fact checking, the Company will not disclose the whistleblower or the complainant.
- ➢ The Company will keep relevant information confidential and will be mindful of the safety of whistleblowers by stipulated the whistleblower protection measures to protect employee informants and those cooperating with fact-finding inquiries that will be safeguarded from unfair treatment stemming from complaint/whistleblowing.

15. Protection of directors, executives and employees

- ➢ The Company assures that directors, executives, employees or all concerned parties will not be demoted or punished or will face any negative consequence when refusing to accept a bribe, even though such refusal may cause the Company to lose business opportunities. The Company is confident that this policy will help enhance its values in the long run. Moreover, the Company will not allow anyone to intimidate or threaten any director, executive, employee and concerned individual who willingly complies with this policy.
- ➢ In case directors, executives, employees and all concerned parties believe that they are being threatened, intimidated or restrained, they can file a corruption witnessing /tip-off/complaint report with the Board through various channels in accordance with this policy.

16. Policy violation

- Lack of awareness about this policy and/or relevant laws cannot be used as an excuse for non-compliance.
- The Managements and employees at all levels that commit corruption, violate compliance with this policy. It is an act that is against the company's ethics which must be considered disciplinary punishment according to the regulations set by the company and punishable by law if the action is illegal.
- Director who commits corruption, violate compliance with this policy will be considered by the Board of Directors meeting as appropriate or may be punished by law.
- Any distributor of goods/services and contractor that violates the guideline under this policy or learns about any action that breaches this policy but fails to report the matter to the Company’s management, or that provides incorrect information when an inquiry officer probes information about any action that breaches this policy may be terminated.

17. Oversight and review*

The Company regularly reviews this policy (at least once a year) by taking into account changing situations, risk factors, and requirements. Then, review results will be presented to the Audit Committee so as to determine whether anti-corruption measures are adequate and effective. Subsequently, the Board will be informed of risk assessment outcomes and implementation status of risk management measures so that various risks can be maintained at an acceptable level.

22. Anti - Corruption Policy *(Continued)*

18. Results of monitoring and evaluation of compliance with the policy

The Company requires the Internal Audit Division to develop an annual internal audit plan, while the Risk Management Committee is tasked with conducting risk assessments and implementing corresponding risk management plans. This framework ensures that policy oversight and compliance assessments are regularly performed, with relevant findings reported to the Audit Committee and the Board on a quarterly basis. Additionally, it guarantees that such information is disclosed in the 56-1 One Report in accordance with the Company's policy.

19. Information disclosure standards

Follow the sustainability reporting framework, particularly anti-corruption issues, of the Global Reporting Initiative (GRI).

20. Other relevant documents

- Corporate Governance Manual
- Code of Conduct
- Articles of Association
- Company regulations

Note: *Refer to the internal control framework of the Committee of Sponsoring Organization of the Treadway Commission (COSO)

23. Support Activities Related to Community Development Policy

The Board of Directors support and focus on the business of sustainable growth, coupled with the development of society, environment and quality of life in Thailand's community with a consciousness of social responsibility at all times. The company has the obligation and responsibility to support the activities that are beneficial to society, environment, and continuous development to enhance the quality of life in community in various fields for return to society. The guidelines are follows:

1. The Board of Directors authorized the management to carry out activities which are activities that develop community annually.
2. The management reports schedule and results to the Board of Directors which publicly disclosed annually in the company sustainability report.
3. Directors, executives, and employees at all levels participate in activities which develop the community as scheduled.
4. The company informs and encourages its business partners to participate which develop the community as scheduled.

24. Report of Vested Interest of Director, Management, and Related Person Policy

According to Section 89/14 of the Securities and Exchange Act (No. 4) B.E. 2551 as amended and the Capital Market Supervisory Board has issued a notification No. Tor Jor. 2/2552, the director and management shall report the vested interest regarding the management of company that belong to themselves or to their related person. This regulation effects from July 1, 2009 onward with the purpose to provide necessary information regarding connected transactions that may create conflict of interest and lead to benefit transfer. Additionally, fiduciary duties of the director and management must perform prudently and with integrity, are required to make decisions without vested interest either directly or indirectly. The information of this report could assist in monitoring the performance to comply with such regulations.

The company requires Director, Management, and Related Person submit a Report of Vested Interest as Criteria of Report Submission as followed.

1. The first report shall be submitted within 15 days from the date that the Board of Directors approve this form of report.
2. Inform every change within 15 days from the date of change.
3. The company secretary shall collect information to propose to the Chairman of Board of Director and the Chairman of Audit Committee within 7 days from the date of submission.

Get a Report of Vested Interest form of director, management and related person from Compliance & Investor Relation Department, contact number (038) 447 200 – 05 Ext. 118 or E-mail: ir@tscpcl.com

25. Policy of Minimum Quorum at the Time of the Commission to Vote

The Board of Directors shall meet at least once every quarter, and an extraordinary meeting may be arranged as deemed appropriate, whereby Directors must be notified of the meeting agenda in advance at least 7 days prior to the meeting and sufficient information must be provided.

At Board meetings, at least one-half of the total number of Directors shall constitute a quorum, and the chairman of the Board shall assume the duties of meeting chair. In case the chairman of the Board is not present at the meeting or unable to perform such duties, if a vice chairman is present, he shall assume the duties of meeting chair. However, if there is no vice chairman or there is a vice chairman but he is not present at the meeting, attending Directors shall choose one member as meeting chair. During voting proceedings, the total number of a quorum must be at least two-three of the total number of Directors.

The decisions of the Board meeting shall be taken by a majority of votes. One Director shall be entitled to one vote. Unless a director who has an interest in any matter has no right to vote on that matter. In case of a tie, the chairman of the meeting shall have an additional vote as a deciding vote.

26. Knowledge Continuous Development for the Board of Directors Policy

The Board of Directors has a responsibility to stakeholders about business of the company and oversight management based on company's policy, company's guidelines, and company's objectives that will make the maximum benefit to all stakeholders.

So that all directors have the potential to drive the company to the company's vision and mission, the Board of Directors has knowledge of continuous development for the Board of Directors policy in terms of corporate governance, industry, business, technology, and new innovation, etc. to support the efficiency of committees. Directors must attend the course at least one person per year.

27. Directorship in Other Companies of Managing Director

Managing director can devote more time to perform duties in the company fully and efficiently in the management. The Board of Directors has policy and practices in regards to any position in other company for managing director in line with the practices of good corporate governance. The Managing Director is responsible for reporting information about companies, type of business, and positions to the Board of Directors for approve before the inauguration at least 3 months besides a report of vested interest of director when take a position and should hold directorship in not more than 3 listed companies, excluding subsidiaries, affiliates and joint venture that the company is required to supervise the management to protect the interests of the company.

28. Nomination of Directors and Independent Directors Policy and Characteristics

Nomination

The Board of Directors emphasizes for the nomination of directors and independent directors by specifying the policy which the Board of Directors has to consist of experts from various fields, in order to be able to advise the business properly and thoroughly.

The Nomination of directors has to consider the skills that are lacking first and in line with the strategy of the business as a process that have been disclosed in advance.

Director's Qualifications

Those who are appointed to serve as a director of the Company shall have the following basic qualifications.

1. Knowledge and expertise in running business.
2. Experience as a corporate executive at a level not lower than a manager for at least five years.
3. One of good governance has behaved properly, does not have prohibited characteristics as specified in the law of listed company and no criminal prosecution.
4. Able to fully devote time to their duties as directors and attend the shareholder meeting and other important meetings every time.

28. Nomination of Directors and Independent Directors Policy and Characteristics *(Continued)*

Structure and diversity of the Board of Directors

The Board of Directors consists of directors who are executives and Independent directors that are not less than three members and not less than one-third of all directors.

The Board of Directors specifies the policy which the Board of Directors has to consist of experts from various fields for them to be able to advise the business properly and thoroughly. Hence, there must be a director who specializes in the business of the company and directors who have skills in the accounting profession at least one person as followed:

Expertise and Skill	Director	Independent director
Automotive industry	1. Mr. Sunsurn Jurangkool 2. Mr. Taro Teraura 3. Mr. Sarit Patanatmarueng 4. Mr. Kazunori Sudo 5. Mr. Santi Patanatmarueng 6. Mr. Nuttapol Jurangkool	1. Mr. Veerawat Korphibool
Accounting/ Finance	1. Mr. Thaveechat Jurangkool	1. Mr. Prinya Waiwatana 2. Ms. Veena Lertnimitr
Others business	-	1. Mr. Apinan Na Ranong
Total	**7 persons**	**4 persons**

29. Whistle -Blowing Policy

The company has good corporate governance and grants every stakeholder group can use the communication mechanism to file a corruption witnessing / tip-off/ complaint report. For this purpose, the Board provides channels for receiving and addressing stakeholders' complaints through the following channels:

Contact the Chairman of the Audit Committee

Company website	: www.tscpcl.com (Heading: "Whistle-blowing Notice Policy")
Postal service	: Chairman of the Audit Committee /Board of Directors Thai Steel Cable Public Company Limited 700/737 Moo 1, Panthong Sub-District, Panthong District, Chonburi 20160
Comment box	: QR Code (Instead of Red box) For all levels of employees

An incident can be reported urgently to the Board of Directors by contacting the Company Secretary at 038 447 200-05 ext. 118

Tip-offs, complaints and recommendations will be taken up for consideration and resolved as deemed appropriate. Such issues will be dealt with on a case by case basis without revealing the whistleblower's name. Moreover, such information will be kept confidential and a whistleblower protection program will be put in place in order to ensure that whistleblowers will not face any repercussions from the filing of such a report.

29. Whistle -Blowing Policy *(Continued)*

The Company recognizes the importance of the need to keep whistleblower's identity confidential and stipulates a procedure for receiving complaints and investigating such matters. Moreover, such complaints will be kept confidential among concerned individuals. The Company will use these tip-offs for the purpose of operational management and internal oversight, or they may be disclosed upon receiving a legitimate order, a court order and/or any order from SEC, SET, government entities and/or concerned regulatory bodies. In this regard, the Audit Committee will consider and report these cases to the Board of Directors regularly as appropriate.

Individuals filing tip-off or complaint reports will receive serious attention and will be protected from their superiors' abuse of power or unfair treatment aimed at retaliating against their actions.

Individuals filing tip-off or complaint reports must act in good faith. If it is found that any tip-off or complaint is false or tainted by corruption or dishonest intent in order to cause harm to other person or to defame, disparage, or disgrace other person, the Company will further take appropriate actions.

30. Succession Policy

In order to maintain business stability, to lower the risk of vacated director and to comply with the internal control guidelines, the Board of Directors assigns the Nomination and Remuneration committee to prepare the succession plan of Chief Executive Officer, Director, Managing Director, General Manager and propose to the Board of Directors for further consideration.

Chief Executive Officer and Director

Principle

To prepare the succession plan of Chief Executive Officer and Director

Method

When there are vacancies in the position of Chief Executive Officer / Managing Director, or those in position are incapable, the Nomination and Remuneration committee shall arrange for a meeting to nominate a list of suitable persons or proposing the secondary executive to acting in such position and presented to the Board of Directors for further consideration.

However, in the case of proposing to the secondary executive to act in the period is not less than 3 months. During that, the Nomination and Remuneration committee had enough time to recruit suitable persons to replace.

In event that the acting person performs well, the Nomination and Remuneration committee may propose to work permanently in such position. However, the Board of Directors considers that the acting person has unsatisfactory performance, the Nomination and Remuneration committee nominates a qualified person to continue the position.

Basic Qualifications of Chief Executive Officer and/or Managing Director

- Education is not lower than a Master’s degree. In case of the education level lower than a master's degree but there are other qualifications to the discretion of the Nomination and Remuneration Committee whether it is worth further consideration or not.

30. Succession Policy *(Continued)*

- More than 10 years experiences in the position of Managing Director of peer industry or of organizations with similar revenue size.
- Able to conduct strategic planning and organizational planning.
- Having leadership skill, vision, idea that complies with corporate governance policy, business, and culture of organization.
- Having morals and ethics with good personal background.

Senior General Manager and General Manager

Principle

To prepare the succession plan of Senior General Manager and General Manager

Method

The executive level of Senior General Manager and General Manager shall prepare their own succession plan by transferring knowledge to potential employees who are likely to perform in place of themselves in case of emergency such as resignation or retirement.

Basic Qualifications of Senior General Manager and General Manager

- Education is not lower than Bachelor’s degree.
- Not less than 10 years experiences in the position of management of the peer industry or of organizations with similar revenue size.
- Able to conduct strategic planning and organization management.
- Having leadership skill, vision and have an idea that complies with corporate governance policy, doing business and culture of organization.
- Having morals and ethics with a good personal background and never been convicted of the criminal charge.

31. Tax Policy

The Company commits to being a valuable growth organization with sustainable tax responsibility and a good citizen in charge of taxes in order to create value added for the society and build trust for all stakeholders with the guidelines as follow:

1. The Company complies with the tax process by adhering to tax laws and regulations including the use of tax benefits received from the Board of Investment.

2. The Company has openly contacted the tax regulator and can be checked.

3. The Company adheres to laws and regulations and aims to manage tax risk including tax consequences caused by tax policy changes or government tax management, risks of all tax related activities covered regulatory compliance risk, operational risk, and financial reporting risk.

4. Transparent tax reporting to the government in full compliance with all applicable disclosure requirements related to tax obligations.

32. Personal Data Protection Policy

The Company recognizes the importance of protecting personal data. Therefore, a Personal Data Protection Policy has been established. This policy describes how the Company treats personal data such as collecting, storage, use, disclosure, including rights of the subject of personal data, etc., in order for the data subject to be informed of the Company's personal data protection policy. The Company announces the policy as follows:

1. **Storage**

The Company collects personal data of the data subject as lawful as necessary for the Company's purposes and notifies the data subject and asks for consent before collecting such information. The company will keep all data confidential. The data storage from other sources that are not directly from the data subject such as government agencies, financial institution, financial service provider, business partner, credit information company and data service providers, etc. The Company will collect information from other sources only with the consent of the data subject as required by law, unless the company has a necessity as permitted by law.

Collecting, using, disclosing data about race, ethnicity, political opinion, religion, philosophy, sexual behavior, Criminal records, health data, disability, union, genetics will be subject to the prior consent of the data subject only. (Unless the company uses such data for labor protection, social security, health insurance, medical benefits of employees or as required by law)

32. Personal Data Protection Policy *(Continued)*

2. Storage channel

2.1 When the data subject applies for a job with the company via the website or telephone, the company would like to know the information necessary for applying for the job such as name-surname, telephone number, email address, educational background, etc.

2.2 When the owner of information asks for information or is interested in the company's products. The company asks for information such as name-surname, email address, telephone number.

2.3 The company stores data about the access to the website (Log file) of the owner of information by storing IP Address or access time, etc.

2.4 Cookies are small data files that store information exchanged between the user's computer and the Company's website. The Company uses cookies to retain information that may benefit the user upon subsequent visits to the website. Users may choose to accept or reject all cookies according to their preferences.

3. Storage period

The Company will collect personal data within the period necessary for the purpose with security measures that can prevent access, collection, use, disclosure, modification, disposal of information or similar risks without permission if the period is over, the company will destroy.

32. Personal Data Protection Policy *(Continued)*

4. Storage purpose

The Company will use personal data as provided by the data subject to carry out the purposes as agreed between the data subject and the company, the Company will not use such information for any purpose other than those specified at the time of collecting the data. If the company has a need to use personal data other than the stated purpose, the company will proceed to ask for the consent of the data subject again. The company collects information for the following purposes:

4.1 For applying the job of the data subject.

4.2 For contacting and providing services or answering questions as requested by the data subject.

4.3 For collecting information as a company database or statistical information about the number of visitors to the website.

4.4 For other actions with the consent of the data subject.

4.5 For complying with the law or legal exception.

The company will process personal data when the data subject is agreed, except for the processing of such personal data is under legal exceptions as follows:

1. Contract base: when the owner of personal data contacts the Company via the website or telephone, the Company will process the owner of personal data to carry out the contact according to the contract.
2. Consent Base: the company may collect information to be a database of partners and customers for analysis. If the data owner does not wish can request to the company.
3. Legitimate Interest Base: the Company may evaluate personal data in order to perform necessary tasks in the legitimate interests.
4. Vital Interest Base: the Company may evaluate personal data to prevent or suppress harm to the life, body or health of the data owner.
5. Legal Obligation Base.

32. Personal Data Protection Policy *(Continued)*

5. Disclosure

The Company will not disclose the personal information of the data subject to third parties except in the following cases:

5.1 Obtain the consent of the subject of the personal data.

5.2 Court order, competent official or the law to disclose such information.

The Company may forward the personal information of the data subject between affiliated companies in order to provide the information more efficiently and achieve the objectives. Information may be forwarded includes name, address, telephone number, email address, job position and related information by disclosure purposes as an employer only.

6. Security

The Company acknowledges the importance of securing personal data that is stored, used, and disclosed, in order to prevent loss, unauthorized access, destruction, use, alteration, modification, or disclosure of such information without proper authorization. Accordingly, the Company has implemented appropriate measures to ensure the security of personal data, as outlined below:

6.1 Raising awareness and training, strengthening supervision of personal information security for personnel, employees, workers, partners, customers and visitors by disseminating information, providing knowledge and guidelines to strictly comply with the law.

6.2 Access Control for employees who need to know that information in order to evaluate data whereby they must be follow contractual confidentiality requirements strictly.

6.3 Set strict measures and appropriate for the security of sensitive personal data or information that may affect feelings, peace and good morals of employees.

6.4 Regularly review and assess the security risks of personal data.

6.5 In the case that the company hire other companies to provide services on behalf of the company and assign those companies to be responsible for collecting personal information. The company will consider to selects the right subcontractors and require such companies to sign all necessary agreements regarding the handling of personal data. The Company also takes all security measures as required by law.

7. Data subject rights

The Company recognizes the importance of data subject rights and has established a "Request Form for Personal Data," which may be submitted in writing via email specifying the purpose of the request. The Company will process such requests within 30 days from the date of receipt. Data subjects may exercise their rights with the Company as outlined below:

7.1 Objection or revocation of consent, the data subject has the right to argue or object to the collection, use or disclosure of the data. The Company will proceed at the request of the Data subject and will no longer collect, disclose, transmit or use the subject’s personal data. Revocation of that consent, the company cannot provide information without the consent of the data subject. The Company will notify the result of revocation of consent after the Company has received the request for revocation.

7.2 Access to personal data, the data subject can request a copy of the personal data about the data subject. The Company will deliver personal data to the data subject within a period of 30 days from the date the request is sent to the Company.

7.3 Correction of personal data, the data subject can request the Company to correct any errors or missing information in the personal data.

7.4 Request of suspension of use or disclosure of personal data.

7.5 Deletion of personal data, the data subject can request to delete or destroy the personal data of data subject.

7.6 Request for disclosure of the acquisition of personal data of data subject.

7.7 Request for transfer personal data of data subject.

32. Personal Data Protection Policy *(Continued)*

8. Definition and responsible person, working group

According to the Personal Data Protection Act, consist of

Data Subject: The person whose information is specified to.
>> Employees, managements, directors, shareholders, partners, visitors.

Data Protection Officer (DPO): Security supervisor for all personal data in the organization.
>> Top Section - Human Resources Management Department.

Data Controller: The person having the authority to make "decisions" regarding the collection, use or disclosure of information.
>> Top Section - All departments.

Data Processor: Operator for collects, uses and discloses personal information on behalf of "the Personal Data Controller".
>> Outsource

The policy review is scheduled once a year (October of every year) at the Monthly Management Meeting.

9. Legal penalty

Persons responsible for carrying out any matter in accordance with their duties if neglected, do not proceed, or perform one of their duties that violation of policies and regulations regarding personal information until causing an offense or damage. That person must be received disciplinary punishment according to company regulations without compromising on any offense those who have the responsibility to act and that person must be punished according to the law according to the offense happened. If such offense caused damage to the company or any other person, the company considers prosecute the law.

10. Contact

Human Resources Management Department

Tel: 038-447-200 ext. 134

E-mail: hr@tscpcl.com

Appendix

Appendix

Definition

- Company	Refers to Thai Steel Cable Public Company Limited.
- Board of Directors	Refers to the board of directors of Thai Steel Cable Public Company Limited.
- Director	Refers to board member of Thai Steel Cable Public Company Limited.
- Executive	Refers to Chief Executive Officer, Deputy Chief Executive Officer, Managing Director, Senior General Manager, General Manager, and Manager of Thai Steel Cable Public Company Limited.
- Employee	Refers to staff, contract staff and temporary worker of Thai Steel Cable Public Company Limited.
- Stakeholder	Refers to shareholders, employees, customers, suppliers/ creditors, government, private sector, societies, communities and environments.
- Review	Refers to examination of works, methods, conditions, events or reports.
- Connected	Refers to a connected transaction according to the provisions of the Stock.
- Transaction	Refers to Exchange of Thailand or a transaction executed between the Company or its subsidiary and a director, an executive or a related party according to the securities and exchange law.

Appendix *(Continued)*

- Related company	Refers to partnership or juristic person according to Section 258 (3) to (7) of the Securities and Exchange Act B.E. 2535 (1992).
- Conflict of interest	Refers to engagement of any activity involving personal or related person's interest, whether through biological ties or other channels that influences a decision, which may constitute hindrance or obstruction of utmost benefits of Thai Steel Cable Public Company Limited.
- Offers of things or any benefits	Refers to give the special privileges in the form of money, property, things or any other benefits as a reward or for building good relationships.
- Facilitation payment	Refers to small spending is paid to government officers informally and is given only to ensure that the government officers will proceed with the process or to encourage quicker action without the discretion of government officers and is an Acts in accordance with the duties of that state official, including a right that a juristic person should have under the law, such as applying for a license, requesting a certificate and receiving public services, etc.

Appendix *(Continued)*

- Related person	Refers to a person who is associated in any manner, the following: (1) A person having the authority to control the Company’s business and in the case of a corporation shall include the directors of such juristic person. (2) A spouse, a minor child or adopted minor child of the director, the executive or the person under (1). (3) A juristic person which the person under (1) or (2) has the authority to control its operation. (4) Any other person as specified in the Notification of Capital Market Supervisory Board.
- Tradition	Refers to a festival, Memorial Day or a successful activity having unique and being important to society.
- Bribery	Refers to an offer / acceptance of gifts, rewards or any benefits for themselves or from people who want to convince them to do something dishonest, illegal or breach of business ethics.
- Corruption	Refers to all forms of bribery such as offering to, promise, giving, pledge, claims or receive money/asset or any other benefit is not appropriate with government officials, private sector, partners, customers and all stakeholders either directly or indirectly.

Appendix *(Continued)*

- Disclosure	Refers to the disclosure of information relating to business activities of the company under the Public Limited Company Act B.E. 2535, the Securities and Exchange Act, B.E. 2551, the rules and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission.
- Hiring Government Employees	Refers to person from the government sector to work in the private sector in various functions which may have conflicts of interest or affect to decisions making that cause unreliability or corruption risks.
- Government Employees	Refers to person who has the power and duty to perform duties for the state or in a government agency such as a government officer or a local government employee, public organization employees, state enterprise employee, political office holder which has a position or a regular salary that may affect the mutual benefit.

References

1. The Principles of Good Corporate Governance in 5 categories (Revised edition 2006): The corporate governance development center, The Stock Exchange of Thailand.

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4. Report on Corporate Governance: The Stock Exchange of Thailand.

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6. Corporate Social Responsibility Guidelines: The Stock Exchange of Thailand.

7. The criteria for evaluating the status of corporate governance: The Thai Institute of Directors Association.

8. The Roles, Duties and Responsibilities of the Director of Listed Companies: DCP Program: Thai Institute of Directors.

9. OECD Principles of Corporate Governance: Organization for Economic Cooperation and Development.

10. GRI and ISO 26000: How to use the GRI Guidelines in conjunction with ISO 26000.

11. UN Global Compact.

12. Good Corporate Governance Principles for Listed Companies 2017.

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