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## **CORPORATE GOVERNANCE**

### **RESPONSIBILITIES OF BOARD OF DIRECTOR**

True has a clear structure for management and governance. The Board of Directors is responsible for ensuring that operations are in accordance with the laws and the regulations of the Company, while executing policies of good governance with transparency and fairness for the benefit of the Company and all of its stakeholder groups.

Additionally, the Board of Directors also separates responsibilities of managing business operations into sub-committees that are responsible for directing and closely monitoring the Company's business operations in order to ensure effectiveness.

### **BOARD OF DIRECTORS COMMITTEES**

The Committees of the Board of Directors as of 31 Dec 2022 (before the amalgamation) consists of 5 committees as follows:

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|--|-----------------------------------|
| 1. Audit Committee                       | 4. Corporate Governance Committee |
| 2. Compensation and Nominating Committee | 5. Cybersecurity Committee        |
| 3. Finance Committee                     |                                   |

### **CORPORATE GOVERNANCE POLICY**

Recognizing the importance of good corporate governance, the Company developed the Corporate Governance Policy in 2002. Since then, the Company continues to review and improve the policy on a periodic basis. Moreover, it has established the Corporate Governance Committee, which is in charge of independent decision making in matters relating to corporate governance, investment, corporate planning, accounting and finance.

It is also responsible for recommending and overseeing strategic issues and management practices to achieve the Company's vision, mission and core values through several policies: the fair competition policy and insider information and internal control policy. It makes decision in the best interests of the Company and stakeholders in alignment with the laws and regulations of relevant government authorities and shareholder resolutions.

### **DIVERSITY BOARD NOMINATION**

The Company believes that a diverse Board performs better than a Board that lacks diversity, therefore the diversity of the members of Board of Directors shall be taken into consideration in selecting the candidates based on a wide range of professional background, gender, race, nationality, religion and other qualities of the individual members as a whole.

### **CORPORATE GOVERNANCE SCORE**

In the Year 2022, True received the Excellent CG Scoring for the sixth consecutive years (2017-2022) in the Corporate Governance Report of Thai Listed Companies published by the Thai Institute of Directors.