

SIC-BC-PLC-014

Policy on Corporate Governance**Silicon Craft Technology Public Company Limited****Objective**

The Company has established this Corporate Governance Policy in accordance with the Corporate Governance Code issued by the Securities and Exchange Commission of Thailand ("SEC") and the Stock Exchange of Thailand ("SET") to serve as a guiding framework for the Board of Directors, executives, and employees in performing their duties. The Policy aims to create sustainable value for the Company while promoting efficient, transparent, and accountable business operations.

In addition, this Policy is intended to strengthen the confidence of shareholders, investors, and other stakeholders, while enabling the Company to remain competitive and achieve sustainable business performance with due consideration of long-term impacts. The Company is committed to conducting its business ethically, respecting the rights of and fulfilling its responsibilities toward shareholders and stakeholders, contributing positively to society, while improving environmental performance and mitigating adverse environmental impacts, as well as maintaining the ability to adapt appropriately to changing business and external environments. The key principles of this Corporate Governance Policy are organized into the following eight principles.

Principle 1: Recognize the Roles and Responsibilities of the Board of Directors as the Leader in Creating Sustainable Value

The Company has clearly defined the roles, duties, and responsibilities of the Board of Directors in the Board of Directors Charter. The Board is responsible for establishing the Company's policies, strategies, and business direction, as well as allocating the necessary resources to support the achievement of the Company's objectives and goals. The Board recognizes and understands its roles, duties, and the principles of good corporate governance in creating sustainable value for the Company. It also monitors, evaluates, and oversees the reporting of the Company's operating performance to ensure that the Company's objectives and goals are achieved.

The Board of Directors oversees the Company's operations with due consideration for its competitiveness and ability to adapt to changes in various environmental factors in order to achieve sustainable long-term performance. The Company is committed to conducting its business ethically, contributing positively to society, and taking environmental considerations into account, while respecting the rights of and fulfilling its responsibilities toward shareholders and stakeholders on a continuous basis. The Board places importance on the equitable treatment of shareholders, recognition of stakeholders' roles, transparency and disclosure of information, sustainable value creation, and the promotion of



innovation. Examples include organizing special lectures on electronic design and innovation for students from various educational institutions, arranging engineering competitions, providing summer internship and cooperative education programs through project-based learning, offering guidance for undergraduate projects and graduate-level research, and fostering research collaboration between the Company's research laboratories and educational institutions.

In addition, the Board of Directors has clearly defined the duties and responsibilities of each Board Committee, as well as those of the Chairman of the Board of Directors. The Board also oversees and ensures that directors and executives perform their duties with responsibility, due care, and integrity, while ensuring that the Company's operations comply with applicable laws, the Company's Articles of Association, resolutions of the Board of Directors, resolutions of the shareholders' meetings, and the Company's policies.

Principle 2: Define Objectives and Main Goals that Promote Sustainable Business

The Board of Directors places the highest importance on establishing the Company's objectives and principal business goals to enable the organization to grow sustainably alongside society while creating value and benefits for the Company, customers, business partners, employees, shareholders, stakeholders, and society as a whole. The Board also promotes effective communication and fosters a corporate culture in which the Company's objectives and principal goals are reflected in the decision-making and day-to-day operations of personnel at all levels, in accordance with the principles of good corporate governance.

In this regard, the Board of Directors establishes the Company's strategies and business plans, while regularly monitoring and evaluating the Company's performance to ensure that its operations remain aligned with the Company's objectives and principal goals. The Board also promotes the appropriate and secure adoption of innovation and technology. In addition, the Board recognizes the risks associated with setting objectives that may lead to unlawful or unethical conduct (Unethical Conduct) and oversees the communication and implementation of the Company's objectives and goals throughout the organization through its strategies and business plans.

The Board of Directors also considers the Company's business plans and corporate strategies in conjunction with creating sustainable value for shareholders, stakeholders, society, and the environment. The Board places importance on recruiting qualified personnel while continuously supporting the development of employees' capabilities through ongoing training. It also supports social initiatives, including providing lectures on electronic innovation to university students, supporting scholarships and research grants, and collaborating with educational institutions in defining research topics that can be practically applied.



Principle 3: Strengthen an Effective Board of Directors

The Board of Directors consists of individuals with the knowledge, capabilities, expertise, and experience appropriate for performing their duties in the best interests of the Company. All directors must possess the qualifications and must not have any prohibited characteristics as prescribed by applicable laws. The Board is responsible for establishing, reviewing, and regularly assessing the appropriateness of the Board structure.

The Board of Directors comprises at least one-third independent directors of the total number of directors, with no fewer than three independent directors. Independent directors must possess the qualifications and must not have any prohibited characteristics as prescribed The Board, which are no less stringent than those required by the Securities and Exchange Commission of Thailand ("SEC") and the Stock Exchange of Thailand ("SET"). At present, the Board consists of directors with diverse qualifications and experience, including independent directors, non-executive directors, and executive directors, to ensure an appropriate balance of authority. In addition, The Board has established Board Committees to support the discharge of its duties within the scope of responsibilities prescribed in each committee's charter, thereby enhancing the efficiency and effectiveness of the Board's corporate governance.

The Board of Directors shall appoint a suitably qualified person to serve as the Chairman of the Board of Directors. Where the Chairman of the Board of Directors is not an independent director, the Board shall designate at least one independent director to participate in determining the agenda for Board meetings in order to promote an appropriate balance of authority between the Board of Directors and the management, in accordance with the principles of good corporate governance for listed companies.

Furthermore, the Board of Directors has established the Nomination, Remuneration and Corporate Governance Committee to support the Board in recruiting and selecting qualified directors through a transparent, clear, and fair process, as well as reviewing appropriate directors' remuneration before proposing it to the shareholders' meeting for approval.

The Board of Directors oversees and ensures that all directors perform their duties responsibly and devote sufficient time to fulfilling their responsibilities. The Board also ensures the disclosure of information relating to the roles and responsibilities of the Board of Directors and the Board Committees, the number of Board and Board Committee meetings, each director's meeting attendance record, as well as the performance of the Board of Directors and the Board Committees during the year.

The Board of Directors shall conduct a performance evaluation at least once a year, both on a collective basis and on an individual basis, with self-assessment being conducted at a minimum. The evaluation results shall be taken into consideration when assessing the appropriateness of the Board composition. In addition, the Board shall ensure that directors continuously receive the knowledge and skills development necessary for the effective performance of their duties.



In addition, the Company has appointed a Company Secretary to support the operations of the Board of Directors, coordinate the implementation of the Board's resolutions, and oversee the organization of Board of Directors' meetings and shareholders' meetings in an efficient manner and in compliance with applicable laws.

Principle 4: Recruit and Develop Senior Executives and Personnel Management

The Company establishes qualifications for directors and senior executives to ensure that it has an appropriate, transparent, and effective process for the recruitment of directors and senior executives, sufficient to support the Company's business operations and enable the effective execution of its business plans and the achievement of its organizational objectives. In addition, the Company has established succession planning guidelines in accordance with its Policy on Succession Planning.

The Board of Directors also recognizes the importance of understanding the ownership structure and relationships of major shareholders that may affect the management and control of the Company. The Board ensures that no such factors impede its ability to perform its duties effectively and independently, while overseeing the appropriate disclosure of information that may affect control of the Company.

The Board of Directors establishes the remuneration structure for directors and executives, together with performance evaluation criteria that are aligned with their assigned duties and responsibilities. The Nomination, Remuneration and Corporate Governance Committee is responsible for overseeing the implementation of the Company's human resource management and organizational development policies, as well as ensuring compliance with resolutions of the shareholders' meeting.

With respect to personnel development, the Board of Directors oversees the continuous management and development of employees to ensure that they possess the appropriate knowledge, skills, experience, and motivation necessary to perform their duties and manage the Company's business effectively. The Board also promotes the continuous improvement of work performance in accordance with the principles of good corporate governance, while supporting the sustainable growth and development of the Company.

Principle 5: Promote Innovation and Responsible Business Conduct

The Board of Directors recognizes the importance of and promotes innovation that creates value for the business by focusing on research and product development to enhance the innovation of the Company's products, thereby strengthening customers' competitiveness. In addition, the Company supports innovation development within higher education institutions through various initiatives, including engineering competitions, summer internship and cooperative education programs that enable students to gain practical experience through project-based learning, providing guidance for undergraduate projects and graduate research (Master's and Doctoral levels), as well as fostering research collaboration between the Company's laboratories and academic institutions.



The Board of Directors establishes information technology risk management and governance to ensure the efficient and effective allocation and management of information technology resources. The Board also requires appropriate information security measures to safeguard the confidentiality, integrity, and availability of information, while preventing the unauthorized use of information. In addition, the Board oversees the Company's compliance with applicable laws, regulations, rules, and standards relating to information technology, and ensures that an appropriate Business Continuity Plan (BCP) is in place to support the continuity of business operations in the event of a crisis or emergency.

Furthermore, the Board of Directors oversees the management in conducting business while creating value for all stakeholder groups and taking into consideration social and environmental responsibilities. The Board promotes business operations that enhance the Company's value in response to the continuously changing business environment. Such initiatives include business model development, product and service design and development, research activities, improvements to manufacturing and operational processes, as well as collaboration with business partners. The Company is committed to conducting its business with honesty, integrity, transparency, and fairness as its fundamental principles. It strives to provide excellent services to customers and visitors, compete fairly, refrain from taking unfair advantage or seeking improper benefits, and strictly adhere to the principles of good corporate governance.

The Board of Directors recognizes the importance of all stakeholder groups and oversees the Company's fair, transparent, equitable, and appropriate treatment of stakeholders, including the following:

- **Employees:** Establish fair remuneration based on performance and measurable criteria, while continuously promoting employees' knowledge and capabilities. The Company also respects employees' rights and provides appropriate channels through which employees may report concerns or complaints regarding unfair treatment.
- **Customers:** Build long-term relationships and cooperation with customers based on honesty, credibility, and trust. The Company is committed to achieving the highest level of customer satisfaction through responsible business practices, giving priority to customers' needs and concerns, and delivering efficient services in accordance with ethical principles.
- **Creditors:** Maintain relationships with creditors based on honesty, credibility, and trust, while strictly complying with all agreed terms and obligations.
- **Business Partners:** Treat business partners honestly and equitably to promote fair business practices, mutual benefits, sustainable development, and long-term business relationships. The Company selects business partners based on factors such as price, quality, reliability, ethical conduct, technical expertise, legal compliance, and environmental considerations.
- **Communities and the Environment:** Ensure that the Company and its employees conduct business responsibly for the benefit of society and local communities. The Company also maintains friendly relationships with neighboring communities and supports initiatives that improve their quality of life.



- Fair Competition: Ensure that the Company conducts its business transparently and refrains from obtaining any unfair competitive advantage.
- Relevant Government Authorities: Ensure that the Company complies with all applicable laws, rules, and regulations, and interacts with government authorities in a neutral and impartial manner, in accordance with the Code of Business Ethics and Code of Conduct and the Policy on Anti-Corruption and Related Guidelines.

Principle 6: Strengthen Effective Risk Management and Internal Control

The Board of Directors oversees and ensures that the Company has an appropriate and effective risk management and internal control system to support the achievement of the Company's objectives, while ensuring compliance with applicable laws, regulations, and relevant standards.

The Board of Directors has appointed the Audit Committee, which is composed entirely of independent directors who possess the qualifications required by the Securities and Exchange Commission ("SEC") and the Stock Exchange of Thailand ("SET"), and who are free from any prohibited characteristics prescribed by law. The Audit Committee performs its duties independently and effectively in accordance with the responsibilities assigned by the Board of Directors, including reviewing the Company's financial reports, internal control system, legal and regulatory compliance, the selection of the external auditor, the Company's disclosure of information, and the preparation of the Audit Committee Report. In addition, the Board of Directors has appointed the Risk Management Committee to support the oversight of the Company's risk management system in accordance with the Policy on Risk Management.

To ensure that the Board of Directors can effectively oversee the Company's risk management and internal control system, the Company has established the following policies and guidelines to support its corporate governance framework:

1. Business Ethics and Code of Conduct
2. Policy on Related Party Transactions
3. Policy on Risk Management
4. Policy on Investment and Governance of Subsidiaries, Associated Companies, and Joint Ventures
5. Policy on the Use of Inside Information and Securities Trading
6. Policy on Anti-Corruption and Related Guidelines
7. Policy on Whistleblowing or Complaints of Misconduct or Fraud
8. Policy on Giving or Receiving Gifts and Hospitality
9. Policy on Foreign Exchange Risk Management
10. Policy on Succession Planning
11. Policy on Personal Data Protection



12. Management Approval Authority

13. Other Related Policies

The Board of Directors has established a clear Policy on Anti-Corruption and Related Guidelines, as set out in the Business Ethics and Code of Conduct, and communicates such policy to directors, executives, employees, and relevant external parties to ensure awareness and compliance. The Board also oversees the establishment of whistleblowing and complaint mechanisms and has prescribed clear procedures under the Policy on Whistleblowing and Complaints Concerning Misconduct or Corruption.

Stakeholders may report complaints or whistleblowing information concerning any act that may violate applicable laws, the Company's Business Ethics and Code of Conduct, inaccuracies in financial reporting, deficiencies in the internal control system, or any misconduct that may cause damage to the Company, through the Independent Directors or the Audit Committee. The Company will keep the identity and information of the whistleblower strictly confidential, conduct an investigation in accordance with the established procedures, determine appropriate corrective actions, and inform the whistleblower of the outcome where appropriate. In cases involving significant matters, the results shall be reported to the Chairman of the Board of Directors and/or the Board of Directors for further consideration.

Stakeholders may submit complaints, whistleblowing reports, or comments through the following channels:

- By post

Addressed to: Chairman of the Board of Directors or Chairperson of the Audit Committee

Silicon Craft Technology Public Company Limited

40 Thetsabanrangsan Road, Ladyao, Chatuchak, Bangkok 10900, Thailand

- By email

Audit Committee: ac@sic.co.th

Company Secretary Department: comsec@sic.co.th

- Through the Company's website: <https://investor.sic.co.th/en/corporate-governance/whistleblowing-channel-form>

- By telephone +66 2 589 9991

Principle 7: Safeguard Financial Integrity and Information Disclosure

The Board of Directors oversees the establishment of the Company's financial reporting and information disclosure system to ensure that all material information is accurate, complete, adequate, timely, and prepared in compliance with applicable laws, regulations, standards, and relevant guidelines. The Board also ensures that the Company has personnel with the appropriate knowledge, expertise, and qualifications to prepare its financial reports and disclosures.



In addition, the Board continuously monitors the Company's financial liquidity and debt servicing capability and establishes appropriate measures to address potential financial difficulties, while taking into consideration the rights of shareholders and all stakeholder groups.

The Company has established an Investor Relations (IR) function to communicate and disseminate information, news, and other relevant information to shareholders, investors, analysts, and stakeholders in an accurate, equitable, and timely manner. The Investor Relations function is also responsible for overseeing the Company's disclosure of information in compliance with the requirements of the Securities and Exchange Commission ("SEC"), the Stock Exchange of Thailand ("SET"), and other relevant regulatory authorities through the Annual Report/Annual Registration Statement (Form 56-1 One Report), the Company's website, and other disclosure channels as required by law. This includes the disclosure of material information that may affect the Company's share price to ensure that investors and stakeholders receive accurate, complete, and reliable information that is not misleading and is sufficient to support informed decision-making.

Investors may contact the Company's Investor Relations Department through the following channels:

Investor Relations Department

Silicon Craft Technology Public Company Limited

40 Thetsabanrangsannua Road, Ladyao, Chatuchak, Bangkok 10900, Thailand

Telephone: +66 2 589 9991

Fax: +66 2 589 8881

E-mail: ir@sic.co.th

Principle 8: Promote Shareholder Engagement and Communication

The Board of Directors recognizes the importance of protecting shareholders' rights by ensuring that all shareholders are treated equitably and are able to fully exercise their fundamental rights as shareholders, including:

1. The right to buy, sell, or transfer shares.
2. The right to receive the Company's profits through dividends.
3. The right to receive adequate information, news, and relevant disclosures through the Company's website, the Stock Exchange of Thailand's website, or other appropriate communication channels.
4. The right to attend and exercise voting rights independently at shareholders' meetings on significant matters of the Company, including the appointment or removal of directors, the approval of directors' remuneration, the appointment of the external auditor, dividend payments, capital increases and the issuance of new shares, as well as the right to raise questions to the Board of Directors regarding the Board of Directors' report and any other matters submitted to the shareholders' meeting for consideration and approval.



5. The right to propose agenda items in advance, nominate qualified persons for election as directors of the Company, and participate in decision-making on significant matters of the Company.

The Company provides that each shareholder is entitled to voting rights in proportion to the number of shares held, with each share carrying one vote.

In addition, the Board of Directors recognizes and places great importance on the protection of shareholders' rights and shall refrain from any action that infringes upon or restricts such rights. The Board also ensures that shareholders are provided with appropriate opportunities to participate in decision-making on significant matters of the Company. Furthermore, the Board oversees the conduct of shareholders' meetings to ensure that they are orderly, transparent, efficient, and facilitate the full exercise of shareholders' rights. The Board of Directors also oversees the disclosure of shareholders' meeting resolutions and the preparation of the minutes of shareholders' meetings to ensure that they are accurate, complete, and timely.

This Policy shall be reviewed at least once a year or whenever there is a material change.

Initial Approval	Approved by the Board of Directors at Meeting No. 2/2019 held on 19 April 2019.
Latest Approval/Review	Approved/reviewed by the Board of Directors at Meeting No. 4/2026 held on 25 June 2026.

Announced on 25 June 2026.



(Dr. Bodin Kasemset)

Chief Executive Officer



Approval and Revision History		
SIC-BC-PLC-014: Policy on Corporate Governance		
Revision	Board Resolution	Details
Initial Approval	BOD 2/2019: 19 April 2019	Approved the Policy on Policy on Corporate Governance.
Revision No. 1	BOD 3/2020: 14 May 2020	Annual review with no material changes.
Revision No. 2	BOD 2/2021: 18 March 2021	Annual review with no material changes.
Revision No. 3	BOD 2/2022: 17 March 2022	Revised Principle 6 by updating the list of policies currently adopted by the Company and adding additional communication channels for stakeholders to communicate with the Company.
Revision No. 4	BOD 4/2023: 21 July 2023	Annual review with no material changes.
Revision No. 5	BOD 4/2024: 18 July 2024	Annual review with no material changes.
Revision No. 6	BOD 4/2025: 17 July 2025	Annual review with no material changes.
Revision No. 7	BOD 4/2026: 25 June 2026	Annual review with no material changes.

