

# The Corporate Governance Committee Report

**Dr. Kulpatra Sirodom**

Chairman of the Corporate Governance Committee



The Corporate Governance Committee of Thai Wacoal Public Company Limited is comprised of the following 4 Members:

1. Dr. Kulpatra	Sirodom	Chairman
2. Mr. Boondee	Amnuayskul	Member
3. Miss Karunee	Surai	Member
4. Mrs. Onanong	Saengpumpong	Member

The Corporate Governance Committee discharged its duties and responsibilities as assigned by the Board of Directors and specified in the Charter for the Corporate Governance Committee. The Committee is responsible for overseeing that the company's business operations are in full compliance with the principles of good corporate governance and that its management practices are transparent with full disclosures and accountability together with equitable treatment for all stakeholder groups, as well as for ensuring the company's continued growth on a sustainable basis.

During 2020, the Corporate Governance Committee held a total of 4 meetings in order to carry out its assigned duties and responsibilities and report its performance of duties to the Board of Directors, which activities are summarized as follows:

1. Reviewed the Charter for the Corporate Governance Committee for use as a guideline in performing its duties, remain appropriate and relevant to the good corporate governance principles and the current situation or business environment.

2. Reviewed the company's good corporate governance principles. This also included to promote and follow up the implementation of the Corporate Governance Code for listed companies 2017 as specified by the Securities and Exchange Commission by applying to suit the business context of the company, as well as monitored the implementation of the good corporate governance principles of the Board of Directors and the Committees.

3. Overseeing and supporting the company in complying with the good corporate governance principles, that resulted in the company receiving, in 2020, a **'Excellent'** CG score for the 6th consecutive year in the annual CG practices survey of Thai listed companies by the Thai Institute of Directors Association, as well as in the company being placed, for the 9th consecutive year, in the **'Top Quartile'** of those listed companies having a market capitalization value of Baht 3,000 - 9,999 million.

4. Supervised the company to have effective anti-corruption measures and reviewed the anti-corruption policy of the company and related regulations, including monitored performances of the Anti-Corruption working group, in order to ensure that the company has in place good corporate governance practices together with a corporate culture in not accept all forms of corrupt practices (whether direct or indirect), as well as conducts its businesses in a fully transparent manner.

5. Supervised and monitored the implementation of Sustainable Development (SD) in order to create balance between 3 aspects, namely the economic, social and environmental through the use of good corporate governance principles. It resulted that the company is selected as one of the 2020 Thailand Sustainability Investment (THSI) list as well as the company is recognized as 1 of 2020 ESG100 list, which refers to the 100 best-performing publicly listed companies in terms of Environmental, Social and Governance (ESG).

6. Set the criteria and submission period for shareholders to propose meeting agenda and/or nominate candidates to be elected as directors at the 2021 Annual General Meeting of Shareholders in advance starting from 1 - 30 December, 2020.

The Corporate Governance Committee is confident that the company has conducted its business operations in full accordance with the principles of good corporate governance. The Committee is also fully committed to further developing good corporate governance practices on a continuing basis together with social and environmental responsibility, which is a key factor in supporting effective business operations of the company together with facilitating the company to receive the trust and confidence of all stakeholder groups. This, in turn, will be a firm foundation for its sustainable growth.



(Dr. Kulpatra Sirodom)

Chairman of the Corporate Governance Committee