



# ESG Performance Report for Listed Companies in 2025

**DV8 PUBLIC COMPANY LIMITED**

Fiscal Year End 31 December 2025



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# ESG Performance

Company Name : DV8 PUBLIC COMPANY LIMITED      Symbol : DV8

Market : mai      Industry Group : Services      Sector : SECTOR 0

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## Environmental management

### Information on environmental policy and guidelines

#### Environmental policy and guidelines

Environmental policy and guidelines : Yes

Environmental guidelines : Electricity management, Water resources and water quality management, Waste management, Greenhouse gas and climate change management

#### 3.3 Management of Environmental Sustainability

DV8 recognizes the importance of environmental responsibility and manages environmental impacts relevant to operations, even though the Company's current business does not generate significant direct environmental pollution. The Company promotes environmental awareness among employees and encourages efficient resource use.

In 2025, DV8 continued implementing practical environmental practices focused on resource efficiency, waste reduction, and responsible behavior in the workplace and within the DV8-owned building shared by group companies. The Company will progressively strengthen environmental data readiness and disclosure discipline by establishing baselines and improving data collection processes.

#### Position Statement on Digital Assets and Energy

DV8's transformation toward digital asset initiatives is currently in a preparatory and strategic direction stage. As of 2025, DV8 has not commenced digital-asset activities that directly require high energy consumption, such as proof-of-work mining operations. The Company's direct operational energy footprint primarily relates to office and building utilities and IT usage supporting the core media business and corporate functions.

#### Control, Influence, and Transparency

**Direct Control (Scope 1 and Scope 2):** DV8's direct control over energy consumption focuses on electricity and utilities in offices and the DV8-owned building. The Company manages controllable energy drivers through internal practices, including employee awareness and operational measures to reduce unnecessary electricity use. The Company will develop a structured approach to establish and monitor energy baselines and intensity indicators.

- 1. Indirect Influence (Scope 3, Including Ecosystem Considerations):** While DV8's current digital asset direction does not involve energy-intensive operations, future initiatives may introduce indirect environmental considerations through third parties and the broader ecosystem. DV8 will apply governance discipline and vendor selection considerations to encourage responsible practices and manage indirect impacts through procurement, contracting, and service-level expectations.
- 2. Transparency and Disclosure Discipline:** DV8 is committed to transparent and accurate disclosure of environmental information that is relevant, reliable, and proportionate to business nature and operational footprint. As the Company strengthens ESG readiness, DV8 will progressively improve environmental data collection and internal controls to support credible reporting under applicable disclosure expectations and recognized sustainability frameworks.

Reference link for environmental policy and guidelines : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

## Information on review of environmental policies, guidelines, and/or objectives over the past years

### Review of environmental policies, guidelines, and/or goals over the past year

Review of environmental policies, guidelines, and/or goals over the past year : Yes

Changes in environmental policies, guidelines, and/or goals : Electricity management, Water resources and water quality management, Waste management, Greenhouse gas and climate change management

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## Information on compliance with environmental management principles and standards

### Compliance with environmental management principles and standards

Environmental management principles and standards : BCG Model

### Compliance with energy management principles and standards

Energy management principles and standards : ISO 50001 Energy management

### Compliance with water management principles and standards

Water management principles and standards : 3Rs or 5Rs

### Compliance with waste management principles and standards

Waste management principles and standards : 3Rs, 5Rs or 7Rs

### Compliance with greenhouse gas or climate change management principles and standards

Greenhouse gas or climate change management : Thailand Greenhouse Gas Management Organization (TGO)  
principles and standards

### Information on other environmental management

Plans, performance, and outcomes related to other environmental management

### Information on incidents related to legal violations or negative environmental impacts

#### Number of cases and incidents of legal violations or negative environmental impacts

	2023	2024	2025
Number of cases or incidents of legal violations or negative environmental impact (cases)	0	0	0

## Energy management

### Disclosure boundary in energy management in the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	1
Data disclosure coverage (%)	:	100.00

### Information on energy management

#### Energy management plan

The company's energy management plan : Yes

DV8 manages energy use through practical measures aimed at reducing electricity consumption in office and building operations. The Company promotes employee awareness and encourages behavioral changes that reduce unnecessary electricity use. Energy consumption within the organization primarily relates to electricity for lighting, air-conditioning, office equipment, and IT systems. DV8 recognizes the importance of establishing an accurate baseline to improve data completeness for reporting.

#### Initiatives to Improve Energy Efficiency

DV8 implements workplace-based energy efficiency initiatives and communication campaigns to encourage consistent energy-saving behaviors:

1. **Lunch-break electricity-saving policy:** Turning off unnecessary lights and equipment during lunch breaks across the building.
2. **Air-conditioning management:** Encouraging temperature settings at appropriate levels and limiting cooling in unoccupied areas.
3. **Equipment shutdown discipline:** Reinforcing practices such as switching off lights after use and reducing standby power consumption.
4. **Digital workflow enhancement:** Continued adoption of digital delivery and online distribution to reduce reliance on physical materials and related logistics.

#### Energy Management Roadmap

DV8 will strengthen energy management by (i) establishing a complete electricity consumption baseline, (ii) improving data coverage and reliability, (iii) disclosing energy intensity indicators suitable for the operating footprint, and (iv) linking initiatives to measurable outcomes and periodic review through governance oversight.

Reference link for company's energy management plan : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Information on setting goals for managing energy

#### Setting goals for managing electricity and/or oil and fuel

Does the company set goals for electricity and/or fuel management : No

## Information on performance and outcomes of energy management

### Performance and outcomes of energy management

Performance and outcomes of energy management : Yes

The company has implemented the following initiatives:

- 1) Reducing electricity consumption during lunch breaks
- 2) Setting air conditioning at 25C and limiting cooling in unoccupied areas

### Information on electricity management

#### Company's electricity consumption <sup>(\*)</sup>

	2023	2024	2025
<b>Total electricity consumption within the organization (Kilowatt-Hours)</b>	0.00	N/A	N/A
Intensity ratio of total electricity consumption within the organization to total number of employees (Kilowatt-Hours / Person / Year)	0.00	N/A	N/A

Additional explanation : <sup>(\*)</sup> Exclude electricity consumption outside of the Company

#### Electricity Consumption Intensity

	2023	2024	2025
Intensity of total electricity consumption within the organization (Kilowatt-Hours / m <sup>2</sup> )	N/A	N/A	N/A
Intensity of total electricity consumption within the organization (Kilowatt-Hours / m <sup>2</sup> )	N/A	N/A	N/A

### Information on fuel management

#### Company's fuel expense <sup>(\*)</sup>

	2023	2024	2025
Total fuel expense (Baht)	N/A	N/A	N/A
Percentage of total fuel expense to total expenses (%) <sup>(**)</sup>	N/A	N/A	N/A
Percentage of total fuel expense to total revenues (%) <sup>(**)</sup>	N/A	N/A	N/A

Additional explanation : <sup>(\*)</sup> Exclude electricity expense outside of the Company

<sup>(\*\*)</sup> Total revenues and expenses from consolidated financial statement

### Information on total energy management (electricity + fuel)

#### Energy Consumption

	2023	2024	2025
Total energy consumption within the organization (Megawatt-Hours)	0.00	0.00	N/A

#### Energy Consumption Intensity

	2023	2024	2025
Intensity ratio of total energy consumption within the organization to total revenues (Megawatt-Hours / Thousand Baht of total revenues) <sup>(*)</sup>	0.00000000	0.00000000	N/A

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

## Water management

### Disclosure boundary in water management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	1
Data disclosure coverage (%)	:	100.00

### Information on water management plan

#### Water management plan

The Company's water management plan : Yes

#### Water Management (GRI 303)

DV8's water consumption is primarily associated with office and building usage. The Company promotes responsible water use through awareness and practical measures aimed at minimizing wastage. DV8 is strengthening water data readiness by establishing baselines and improving data collection where meters and utility bills are available.

DV8 tracks water consumption within the organizational boundary to support monitoring and improvement planning. Where building-level data is used, the Company works toward improved allocation methods or sub-metering to enhance accuracy.

#### Water Efficiency Initiatives

To promote efficient resource use, the Company implements:

1. **Fixtures & Maintenance:** Installing water-efficient fixtures (e.g., low-flow faucets) where feasible.
2. **Leakage Control:** Conducting periodic inspections and preventive maintenance to reduce water losses.
3. **Awareness:** Promoting responsible use through internal employee communications.

**Operational Efficiency:** Implementing cleaning practices that reduce consumption.

Reference link for company's water management plan : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Information on setting goals for water management

#### Setting goals for water management

Does the company set goals for water management : Yes

#### Details of setting goals for water management

Target(s)	Base year(s)	Target year(s)
Reduction of water withdrawal	2026 : Water withdrawal 229,000.00 Liter / Person(employee)	2028 : Reduced by 10% or 1.00 Liter / Person(employee)

### Information on performance and outcomes of water management

## Performance and outcomes of water management

Performance and outcomes of water management : No

The Company conducts quarterly maintenance inspections to ensure all equipment is properly maintained and functioning efficiently, helping to prevent water loss and promote efficient water usage.

## Information on water management

### Water withdrawal by source

	2023	2024	2025
<b>Total water withdrawal (Cubic meters)</b>	0.00	N/A	N/A
Intensity ratio of total water withdrawal to total number of employees (Cubic meters / Person / Year)	0.00	N/A	N/A
Intensity ratio of total water withdrawal to total revenues (Cubic meters / Thousand Baht of total revenues) <sup>(*)</sup>	0.00	N/A	N/A

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

### Water withdrawal expenses

	2023	2024	2025
<b>Total water withdrawal expense (Baht)</b>	0.00	0.00	N/A
Percentage of total water withdrawal expense to total expenses (%) <sup>(*)</sup>	0.00	0.00	N/A

	2023	2024	2025
Percentage of total water withdrawal expense to total revenues (%) <sup>(*)</sup>	0.00	0.00	N/A
Intensity ratio of total water withdrawal expense to total number of employees (Baht / Person / Year)	0.00	0.00	N/A

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

## Waste management

### Disclosure boundary in waste management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	1
Data disclosure coverage (%)	:	100.00

### Information on waste management plan

#### Waste management plan

The company's waste management plan : Yes

#### Waste Management Approach

DV8 adopts a practical waste hierarchy: Reduce, Reuse, Recycle, Responsible Disposal.

1. **RETHINK / REDESIGN:** Prevent waste at source through business process improvements, such as digital-first workflows.
2. **REDUCE:** Minimize material consumption, e.g., enforcing printing discipline.
3. **REUSE:** Extend material life, e.g., utilizing reusable office supplies.
4. **RECYCLE / COMPOST:** Process segregated waste into new materials.
5. **RESPONSIBLE DISPOSAL:** Last resort municipal disposal.

Key practices include:

1. **Waste segregation at source:** Categorizing waste into general, recyclable, and hazardous (e.g., batteries and e-waste).
2. **Paper reduction:** Utilizing digital workflows and printing discipline to minimize physical waste.
3. **Responsible e-waste handling:** Managing IT devices through designated collection and certified disposal channels.
4. **Stakeholder engagement:** Coordinating with building management and waste contractors to enhance segregation effectiveness and data availability.

Reference link for company's waste management : [https://dv8.co.th/?page\\_id=5046&lang=en](https://dv8.co.th/?page_id=5046&lang=en)  
plan

### Information on setting goals for waste management

#### Setting goals for waste management

Does the company set goals for waste management : Yes

#### Details of setting goals for waste management

Target(s)	Base year(s)	Target year(s)	Waste management methods
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Target(s)	Base year(s)	Target year(s)	Waste management methods
Increase of waste recovery Waste type: Non-hazardous waste	2026 : non-hazardous waste 50.00 Kilograms / Person(employee)	2027 : Increased by 10% / Person(employee)	<ul style="list-style-type: none"> <li>• Reuse</li> <li>• Recycle</li> </ul>

## Information on performance and outcomes of waste management

### Performance and outcomes of waste management

The company's performance and outcomes of waste management : Yes

**Waste segregation at source:** Categorizing waste into general, recyclable, and hazardous

## Information on waste management

### Waste Generation<sup>(\*)</sup>

	2023	2024	2025
<b>Total waste generated (Kilograms)</b>	0.00	N/A	N/A
Intensity ratio of total waste generated to total revenues (Kilograms / Thousand Baht of total revenues) <sup>(**)</sup>	0.00	N/A	N/A

Additional explanation : <sup>(\*)</sup> Exclude the total weight of waste generated outside of the Company, which is not responsible for the waste disposal or treatment cost

<sup>(\*\*)</sup> Total revenues and expenses from consolidated financial statement

## Greenhouse gas management

### Disclosure boundary in greenhouse gas management over the past years

Boundary type	: Company
Total number of disclosure boundaries	: 1
Actual number of disclosure boundaries	: 1
Data disclosure coverage (%)	: 100.00

### Information on greenhouse gas management plan

#### Greenhouse gas management plan

The company's greenhouse gas management plan : Yes

#### Climate-Related Risks and Opportunities (TCFD-aligned)

##### Governance

DV8's climate-related governance is integrated into the Company's sustainability governance structure. The HRG Committee serves as the Board-level body responsible for overseeing sustainability direction, including environmental management priorities, policy review, and progress monitoring. Management implements environmental practices and action plans, establishes baseline data, and strengthens disclosure readiness. Climate-related matters are incorporated into risk management and monitored through periodic reporting.

##### Strategy: Risks and Opportunities

Climate-related risks and opportunities are assessed proportionately to DV8's business nature, focusing on office/building utilities and preparatory digital asset strategy.

- 1. Transition Risks:** Include risks related to GHG data readiness and disclosure credibility, as methodology gaps may affect stakeholder confidence. Future digital asset initiatives (e.g., the Bitcoin Treasury planned from 2026) may introduce stakeholder expectations regarding indirect climate impacts.
- 2. Physical Risks:** Acute weather events such as storms or flooding may affect office operations and disrupt logistics for the media business's retail partner sites.
- 3. Opportunities:** Include cost optimization through energy efficiency and strengthened investor confidence via improved data and disclosure capability.

Table: Climate-Related Risks and Opportunities Summary

Category	Risk / Opportunity	Potential Impact on DV8	Current Focus
Transition Risk	GHG data readiness	Disclosure risk; reduced stakeholder confidence	Establish structured data systems; engage experts
Transition Risk	Ecosystem expectations	Increased scrutiny regarding digital asset impacts	Transparency discipline; vendor governance
Physical Risk	Severe weather	Service interruption; delayed media operations	Continuity planning; resilience measures
Opportunity	Energy efficiency	Reduced operating costs and footprint	Building-wide saving practices; awareness
Opportunity	Modernization	Process efficiency; reduced material use	Expand digital workflows

## Risk Management

DV8 manages climate-related risks through its enterprise risk management approach, focusing on quality and completeness of GHG inventory development. Management actions include:

1. Engaging external experts to identify Scope 1 and Scope 2 emission sources.
2. Adopting standardized tools and software to strengthen calculation processes.
3. Ensuring Board-level oversight through committee-level reviews.

## Metrics and Targets

DV8 prioritizes baseline establishment and data coverage improvements. Current metrics include energy consumption (kWh), energy intensity (per employee/area), and Scope 1 and Scope 2 GHG emissions (tCO<sub>2</sub>).

**Table: Climate Action Plan GHG Roadmap**

Topic	2026	2027	2028
GHG Inventory Report, Verification, and Disclosure (Scope 1 and 2)	In Progress	In Progress	Success

**Table: Practical Energy Efficiency Measures**

Measure	Scope	Objective
Lunch-break policy	DV8-owned building	Reduce unnecessary electricity use
AC management	Office/building	<i>e.g., energy/resource use</i>
Shutdown discipline	Office/building	Reduce standby power consumption
Digital workflows	Company-wide	Improve resource efficiency

Reference link for company's greenhouse gas management plan : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

## Information on setting greenhouse gas emission goals

### Setting greenhouse gas emission goals

Does the company set greenhouse gas management goals : Yes

Company's existing targets : Setting carbon neutrality targets

### Setting carbon neutrality targets

#### Details of setting carbon neutrality targets

Greenhouse gas emission scope	Base year(s)	Target year(s)	Certification
Scope 1	2026 : Greenhouse gas emissions 250,000.00 tCO <sub>2</sub> e / Baht	2027 : / Baht	• Thailand Greenhouse Gas Management Organization (TGO)

## Information on performance and outcomes of greenhouse gas management

### Performance and outcomes of greenhouse gas management

Performance and outcomes of greenhouse gas management : Yes

The Company has integrated its Climate Action plan into the 2026 strategic planning process in preparation for participation in the JUMP+ program, reinforcing its commitment to sustainable and low-carbon business practices.

## Information on greenhouse gas management

### The company's greenhouse gas emissions

	2023	2024	2025
Total GHG emissions (Metrics tonne of carbon dioxide equivalents)	0.00	N/A	N/A

### Greenhouse Gas Emissions Intensity

	2023	2024	2025
Intensity ratio of total GHG emissions to total revenues (Metric tonnes of carbon dioxide equivalent / Thousand Baht of total revenues) (*)	0.000000	N/A	N/A

	2023	2024	2025
Intensity ratio of total GHG emissions to total number of employees (Metric tonnes of carbon dioxide equivalent / Person)	0.00	N/A	N/A

Additional explanation : (\*) Total revenues and expenses from consolidated financial statement

## Information on verification of the company's greenhouse gas emissions over the past year

### Verification of the company's greenhouse gas emissions over the past year

Verification of the company's greenhouse gas : No  
emissions

## Information on reduction and absorption of greenhouse gas

### Reduction of Greenhouse Gas

	2023	2024	2025
Total reduced GHG (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	0.00

### Absorption and removal of Greenhouse Gas

	2023	2024	2025
Total absorbed and removal of GHG (Metric kilograms of carbon dioxide equivalent)	0.00	0.00	0.00

**Remarks** - This document is automatically generated based on information processed as received from the listed company on as is basis. The Stock Exchange of Thailand (SET) does not make any representations regarding accuracy, completeness, appropriateness, recency or reliability of the information contained in this document, nor does it make any guarantee of a result of the use of the information contained in this document. In no event shall SET be responsible for any loss or damage resulting from the use of this document or the information contained herein.

# ESG Performance

Company Name : DV8 PUBLIC COMPANY LIMITED      Symbol : DV8

Market : mai      Industry Group : Services      Sector : SECTOR 0

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## Human rights

### Information on social and human rights policies and guidelines

#### Social and human rights policy and guidelines

Social and human rights policy and guidelines : Yes

Social and human rights guidelines : Employee Rights, Migrant/foreign labor, Child Labor, Consumer/customer rights, Community and environmental rights, Safety and occupational health at work, Non-discrimination, Supplier rights

#### - Respect for Human Rights

The Company upholds human rights principles in its joint operations. All employees must respect human rights by giving importance to labor practices and respecting human rights fairly, equitably, and without discrimination in terms of employment, compensation, promotion, training, and employee development, regardless of gender, age, educational institution, race, and religion, as well as supporting employment for disadvantaged groups, including people with disabilities, the elderly, and ex-offenders, to create opportunities, create jobs, and generate sustainable income. This is part of achieving the Sustainable Development Goals (SDGs) of the country and the world by establishing policies and guidelines for all employees to adhere to.

#### - Fair Labor Practices

The Company recognizes that employees are valuable resources and a key factor in the organization's success. Therefore, the Company is committed to treating employees in accordance with human rights principles, which are not contrary to the law, by taking into account the needs of employees to promote skills development and create stability, as well as career advancement for employees. This is stipulated in the Occupational Safety, Health and Environment Policy and the Recruitment, Compensation and Benefits Management, Development and Employee Relations Policy.

#### - Consumer Responsibility

The Company is committed to delivering services to the satisfaction of consumers and the utmost benefit of customers through efficient services by establishing guidelines for consumer relations as follows:

- (1) Strive to develop and create innovations to obtain modern services that meet the needs.
- (2) Must not engage in any act that is deceptive or misleading as to the quality of goods and services.
- (3) Have a system for storing customer/stakeholder data and preventing security breaches in the use of information.
- (4) Have channels for receiving suggestions, providing advice, and handling complaints to ensure consumer satisfaction and maximize benefits from using the service.

#### - Community or social co-development

The Company places importance on the safety of the community and society and is committed to promoting employee awareness and responsibility towards society and the community. The Company also prioritizes supporting the development of quality of life and prosperity for the community by establishing guidelines for community, social, and environmental practices as follows:

- (1) Be responsible for and provide appropriate assistance to society and communities, taking into account the culture, customs, and local traditions of the area.
- (2) Conduct or participate in activities to create a society and community on a regular basis.
- (3) Building good relationships with organizations, both public and private, to coordinate cooperation in sustainable community and social development.

(4) Cultivate a sense of social and community responsibility among employees at all levels.

Reference link for social and human rights policy and guidelines : <https://dv8.co.th/wp-content/uploads/2019/04/3.Human-rights-policies-and-practices.pdf>

## Information on review of social and human rights policies, guidelines, and/or goals over the past year

### Review of social and human rights policies, guidelines, and/or goals over the past year

Review of social and human rights policies, guidelines, and/or goals over the past year : Yes

Changes in social and human rights policies, guidelines, and/or goals : Employee Rights

The Company has enhanced its employee welfare by improving its performance evaluation system and adopting a 360-degree performance appraisal approach.

## Information on compliance with human rights principles and standards

### Compliance with human rights principles and standards

Human rights management principles and standards : Thai Labour Standard: Corporate Social Responsibility of Thai Businesses (TLS 8001-2010) by the Ministry of Labour

## Information on Human Rights Due Diligence : HRDD

### Human Rights Due Diligence : HRDD

Does the company have an HRDD process : Yes

**The Company places strong emphasis on respecting human rights across its value chain, in alignment with Thai labor standards and the Thai Social Responsibility Standard (TIS 8001-2553) issued by the Ministry of Labour.**

The Company implements a systematic Human Rights Due Diligence (HRDD) process covering four key steps:

#### 1. Identify & Assess

The Company identifies and assesses human rights risks across its operations, business partners, and supply chain, including risks related to forced labor, discrimination, and occupational health and safety.

#### 1. Prevent & Mitigate

The Company establishes preventive and mitigation measures, including the implementation of a Supplier Code of Conduct, employee training programs, and supplier assessments.

#### 1. Monitor & Track

The Company continuously monitors performance through internal audits and supplier evaluations to ensure the effectiveness of its human rights management practices.

#### 1. Remedy & Grievance Mechanism

The Company provides secure and confidential grievance channels, including whistleblowing mechanisms, to enable stakeholders to report concerns and ensure timely and appropriate remediation.

## Information on incidents related to legal or social and human rights violations

### Number of cases and incidents of significant legal or social and human rights violations

	2023	2024	2025
<b>Total number of cases or incidents of significant legal or social and human rights violations (cases)</b>	0	0	0
Total number of cases or incidents leading to significant labor disputes (cases)	0	0	0
Total number of incidents or complaints related to consumer rights violations (cases)	0	0	0
Total number of incidents or complaints related to business partners rights violations (cases)	0	0	0
Total number of cases or incidents leading to disputes with the community/society (cases)	0	0	0
Total number of cases or incidents related to cybersecurity or customer data breaches (cases)	0	0	0
Total number of cases or incidents related to workplace safety and occupational health (cases)	0	0	0

## Fair labor practice

### Disclosure boundary in fair labor practice in the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	1
Actual number of disclosure boundaries	:	1
Data disclosure coverage (%)	:	100.00

### Information on employees and labor management plan

#### Employees and labor management plan

The company's employee and labor management plan	:	Yes
Employee and labor management plan implemented by the Company in the past year	:	Fair employee compensation, Employee training and development, Safety and occupational health at work

#### Labor Practices and Employee Wellbeing

DV8 recognizes that employees are fundamental to operational continuity and transformation execution. The Company promotes fair employment practices, appropriate compensation and welfare, capability development, and workplace safety and wellbeing. In 2025, DV8 continued focusing on workforce management practices and employee support within the operational context.

#### Workforce Profile and Employment Stability

The Company experienced a significant workforce profile shift in 2025, reflecting organizational restructuring as total headcount decreased from 55 to 21 persons. DV8 monitors employee engagement and organizational commitment to improve workforce stability through planning and capability development.

#### Compensation, Benefits, and Wellbeing

DV8 provides compensation and welfare in accordance with internal policies to support employee wellbeing and organizational effectiveness. The Company will progressively strengthen these practices through enhanced communication and engagement mechanisms.

#### Training and Development

DV8 promotes employee learning through online training courses relevant to work skills and optional personal development. The Company intends to enhance training measurement by establishing baselines and aligning plans with transformation readiness.

#### Occupational Health and Safety

The Company maintains commitment to a safe working environment and has achieved zero recordable workplace injury incidents resulting in work stoppage. DV8 will continue strengthening safety awareness and reporting controls proportionate to its office-based footprint.

Reference link for employee and labor management plan	:	<a href="https://dv8.co.th/wp-content/uploads/2019/04/2.Policies-and-guidelines-for-recruitment.pdf">https://dv8.co.th/wp-content/uploads/2019/04/2.Policies-and-guidelines-for-recruitment.pdf</a>
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### Information on setting employee and labor management goals

#### Setting employee and labor management goals

Does the company set employee : Yes  
and labor management goals?

**Details of setting goals for employee and labor management**

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Employee training and development	Employees attend training program	2026: -	2028: t least 80% of employees received a minimum of one hour of training per year.

**Information on performance and outcomes for employee and labor management**

**Performance and outcomes for employee and labor management**

Performance and outcomes for employee and labor : Yes  
management

The Company achieved its employee training targets, contributing to lower turnover rates and enhanced employee retention.

**Information on employment**

**Employment**

	2023	2024	2025
<b>Total employees (persons)</b>	65	59	16
Male employees (persons)	41	37	8
Percentage of male employees (%)	63.08	62.71	50.00
Female employees (persons)	24	22	8
Percentage of female employees (%)	36.92	37.29	50.00

**Number of employees categorized by age**

	2023	2024	2025
Total number of employees under 30 years old (Persons)	0	0	0
Percentage of employees under 30 years old (%)	0.00	0.00	0.00
Total number of employees 30-50 years old (Persons)	63	57	16
Percentage of employees 30-50 years old (%)	96.92	96.61	100.00
Total number of employees over 50 years old (Persons)	2	2	0
Percentage of employees over 50 years old (%)	3.08	3.39	0.00

**Number of male employees categorized by age**

	2023	2024	2025
Total number of male employees under 30 years old (Persons)	0	0	0
Percentage of male employees under 30 years old (%)	0.00	0.00	0.00
Total number of male employees 30-50 years old (Persons)	39	35	8
Percentage of male employees 30-50 years old (%)	95.12	94.59	100.00
Total number of male employees over 50 years old (Persons)	2	2	0
Percentage of male employees over 50 years old (%)	4.88	5.41	0.00

**Number of female employees categorized by age**

	2023	2024	2025
--	------	------	------

	2023	2024	2025
Total number of female employees under 30 years old (Persons)	0	0	0
Percentage of female employees under 30 years old (%)	0.00	0.00	0.00
Total number of female employees 30-50 years old (Persons)	24	22	8
Percentage of female employees 30-50 years old (%)	100.00	100.00	100.00
Total number of female employees over 50 years old (Persons)	0	0	0
Percentage of female employees over 50 years old (%)	0.00	0.00	0.00

**Number of employees categorized by position**

	2023	2024	2025
Total number of employees in operational level (Persons)	48	42	9
Percentage of employees in operational level (%)	73.85	71.19	56.25
Total number of employees in management level (Persons)	10	10	3
Percentage of employees in management level (%)	15.38	16.95	18.75
Total number of employees in executive level (Persons)	7	7	4
Percentage of employees in executive level (%)	10.77	11.86	25.00

**Number of male employees categorized by position**

	2023	2024	2025
Total number of male employees in operational level (Persons)	28	27	5
Percentage of male employees in operational level (%)	68.29	72.97	62.50
Total number of male employees in management level (Persons)	8	6	1
Percentage of male employees in management level (%)	19.51	16.22	12.50
Total number of male employees in executive level (Persons)	5	4	2
Percentage of male employees in executive level (%)	12.20	10.81	25.00

#### Number of female employees categorized by position

	2023	2024	2025
Total number of female employees in operational level (Persons)	20	15	4
Percentage of female employees in operational level (%)	83.33	68.18	50.00
Total number of female employees in management level (Persons)	2	4	2
Percentage of female employees in management level (%)	8.33	18.18	25.00
Total number of female employees in executive level (Persons)	2	3	2
Percentage of female employees in executive level (%)	8.33	13.64	25.00

#### Significant changes in the number of employees

Significant changes in number of employees over the : Yes  
past 3 Years

The Company experienced a significant workforce profile shift in 2025, reflecting organizational restructuring as total headcount decreased from 55 to 21 persons to prepare company internal structure to be ready for new business in digital asset.

**Number of male employees working in Thailand**

	2023	2024	2025
Total male employees working in Thailand (Person)	41	37	8
Bangkok Metropolitan (Person)	41	37	8
Northern (Person)	0	0	0
Central (Person)	0	0	0
Northeastern (Person)	0	0	0
Southern (Person)	0	0	0
Eastern (Person)	0	0	0

**Number of female employees working in Thailand**

	2023	2024	2025
Total female employees working in Thailand (Person)	24	22	8
Bangkok Metropolitan (Person)	24	22	8
Northern (Person)	0	0	0
Central (Person)	0	0	0
Northeastern (Person)	0	0	0
Southern (Person)	0	0	0
Eastern (Person)	0	0	0

**Number of employees working abroad**

	2023	2024	2025
Total employees working abroad (Person)	0	0	0
Total male employees working abroad (Person)	0	0	0
Total female employees working abroad (Person)	0	0	0

#### Employment of workers with disabilities

	2023	2024	2025
Total employment of workers with disabilities (persons)	0	0	0
Total number of employees with disabilities (Persons)	0	0	0
Total male employees with disabilities (persons)	0	0	0
Total female employees with disabilities (persons)	0	0	0
Percentage of disabled employees to total employees (%)	0.00	0.00	0.00
Total number of workers who are not employees with disabilities (persons)	0	0	0
Contributions to empowerment for persons with disabilities fund	No	No	No

#### Information on compensation of employees

##### Employee remuneration by gender

	2023	2024	2025
Total employee remuneration (baht)	38,212,598.85	35,398,763.81	9,879,339.00

	2023	2024	2025
Total male employee remuneration (baht)	19,217,516.74	19,058,353.05	3,515,168.00
Percentage of remuneration for male employees (%)	50.29	53.84	35.58
Total female employee remuneration (baht)	18,995,082.11	16,340,410.76	6,364,171.00
Percentage of remuneration for female employees (%)	49.71	46.16	64.42
Average of remuneration of employees (Baht/persons)	587,886.12	599,979.03	617,458.69
Average of remuneration for male employees (Baht/persons)	468,719.90	515,090.62	439,396.00
Average of remuneration for female employees (Baht/persons)	791,461.75	742,745.91	795,521.38
Rate of average of remuneration between female employees and male employees	1.69	1.44	1.81

#### Employee remuneration categorized by department over the past year

Department / Line of work / Unit / Business group	Employee remuneration (baht)
Operations Department	3,412,814.00
Executive Department	6,466,525.00
Total employee remuneration	9,879,339.00

#### Information on provident fund management

##### Provident fund management policy and guidelines

Provident fund management policy and guidelines : Yes

The Company has established the UOB Master Fund Provident Fund, which is registered and acts as the beneficiary. Employees who have passed their probationary period are eligible to apply for fund membership at any time.

Reference link to provident fund management policy and guidelines : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

## Overview of methods for determining employee and employer contribution Rates

Employees may choose a contribution rate between 2% and 15% to meet their personal saving goals. The employers matching contribution starts at 5% and increases by 1% for every year of service, capped at a maximum of 10%.

Implementation of Investment Governance Code for : Yes

Institutional Investors ("I Code") by Company's

Provident Fund Committee

## Participation in provident fund membership

### Details of provident fund participation

#### Number of employees joining in PVD (persons)

	2023	2024	2025
Number of employees eligible to participate in PVD (persons)	48	40	12
Number of employees joining in PVD (persons)	48	18	8
Number of PVD members / Total employees (%)	73.85	30.51	50.00
Number of PVD members / Total eligible employees (%)	100.00	45.00	66.67

#### Amount of provident fund

	2023	2024	2025
Total amount of provident fund contributed by employer (baht)	618,473.00	439,653.00	153,908.00

#### Summary of employee PVD participation over the past year

Company name	Employees participating in PVD (Yes/No)	Total number of employees (persons)	Number of employees eligible to participate in PVD (persons)	Number of employees joining in PVD (persons)	Number of PVD members / Total employees (%)	Number of PVD members / Total eligible employees (%)
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Company name	Employees participating in PVD (Yes/No)	Total number of employees (persons)	Number of employees eligible to participate in PVD (persons)	Number of employees joining in PVD (persons)	Number of PVD members / Total employees (%)	Number of PVD members / Total eligible employees (%)
DV8 PUBLIC COMPANY LIMITED	Yes	16	12	8	50.00	66.67

### Policy and guidelines on promoting savings through the provident fund for non-participating employees

Policy and guidelines on promoting savings through the provident fund for non-participating employees (PVD) : Facilitating automatic PVD enrollment for new employees, Initiatives to encourage employees to achieve sufficient retirement savings, Providing education or information on selecting appropriate investment policies

#### Facilitating automatic PVD enrollment for new employees

PVD membership is open to all new hires starting from their start date, while on probation; there is no need to wait until they are confirmed as a permanent employee.

#### Initiatives to encourage employees to achieve sufficient retirement savings

PVD regulations allow contributions up to 15% to ensure employees save enough for retirement readiness.

#### Providing education or information on selecting appropriate investment policies

Comprehensive documents for each investment policy are provided by the Fund Manager, ensuring employees can evaluate and select the most appropriate strategy for their needs.

### Information on employee development

#### Employee training and development

	2023	2024	2025
Average employee training hours (Hours / Person / Year)	0.00	0.00	0.00
Total amount spent on employee training and development (Baht)	0.00	0.00	0.00

	2023	2024	2025
Percentage of training and development expenses to total expenses (%) <sup>(*)</sup>	0.000000	0.000000	0.000000
Percentage of training and development expenses to total revenue (%) <sup>(*)</sup>	0.000000	0.000000	0.000000

Additional explanation : <sup>(\*)</sup> Total revenues and expenses from consolidated financial statement

## Information on safety, occupational health, and work environment

### Number of working hours

	2023	2024	2025
Total number of hours work (Hours)	15,730.00	14,278.00	3,872.00
Total number of hours worked by employees (Hours)	15,730.00	14,278.00	3,872.00
Total number of hours work by non-employee (Hours)	0.00	0.00	0.00

### Statistic of accident and injuries of employees from work

	2023	2024	2025
Total number of lost time injury incidents by employees (Cases)	0	0	0
Total number of employees that lost time injuries for 1 day or more (Persons)	0	0	0
Percentage of employees that lost time injuries for 1 day or more (%)	0.00	0.00	0.00
Total number of employees that fatalities as a result of work-related injury (Persons)	0	0	0

	2023	2024	2025
Percentage of employees that fatalities as a result of work-related injury (%)	0.00	0.00	0.00
Lost time injury frequency rate (LTIFR) (*) (Persons / 1 million-manhours)	0.00	0.00	0.00
Lost time injury frequency rate (LTIFR) (**) (Persons / 200,000 manhours)	0.00	0.00	0.00

Additional explanation : (\*) The company with the total number of employees over 100 or more

(\*\*) The company with the total number of employees less than or equal to 100

## Information on promoting employee relations and participation

### Employee engagement

	2023	2024	2025
<b>Total number of employee turnover leaving the company voluntarily (persons)</b>	7	20	18
Total number of male employee turnover leaving the company voluntarily (persons)	3	14	14
Total number of female employee turnover leaving the company voluntarily (persons)	4	6	4
Proportion of voluntary resignations (%)	10.77	33.90	112.50
Percentage of male employee turnover leaving the Company voluntarily (%)	42.86	70.00	77.78
Percentage of female employee turnover leaving the Company voluntarily (%)	57.14	30.00	22.22

	2023	2024	2025
Evaluation result of employee engagement	Yes	Yes	Yes

### Employee internal groups

Employee internal groups : No

## Responsibility to customers/ consumers

### Information on responsibility to customers/consumers policy

#### Consumer data privacy and protection policy and guidelines

- Consumer data privacy and protection policy and guidelines : Yes
- Consumer data privacy and protection guidelines : Collection of personal data, Use or disclosure of data, Rights of data owners, Retention and storage duration of personal data, Company's measures for third parties' use of customer data, Security measures of personal data
- Reference link to consumer data privacy and protection policy and guidelines : [https://dv8.co.th/?page\\_id=14784&lang=EN](https://dv8.co.th/?page_id=14784&lang=EN)

#### Responsible sales and marketing policy and guidelines

- Responsible sales and marketing policy and guidelines : Yes
- Responsible sales and marketing guidelines : Marketing communications that respect the law, adhere to relevant regulations, and consider consumer rights., Not supporting advertisements or promotional activities that encourage illegal acts or immoral conducts
- Reference link for responsible sales and marketing policy and guidelines :
- Page number of the reference link :

#### Policy and guidelines on communicating the impact of products and services to customers / consumers

- Policy and guidelines on communicating the impact of products and services to customers / consumers : Yes
- Policy and guidelines on communicating the impact of products and services to customers / consumers : Prohibition of exaggerated, inaccurate, or misleading marketing claims, Appropriate marketing communications through digital channels

### Information on customer management plan

#### Customer management plan

- Company's customer management plan : Yes
- Customer management plan implemented by the company in the past year : Responsible production and services for customers, Communication of product and service impacts to

customers / consumers, Development of customer satisfaction and customer relationship, Consumer data privacy and protection

DV8 delivers services fairly, protects customer interests, and safeguards stakeholder information. As the Company operates its core media business and prepares for future digital asset initiatives, it emphasizes customer protection, PDPA compliance, and responsive complaint handling. In 2025, the Company reported zero incidents or complaints regarding consumer rights violations or data breaches.

**Customer Protection (GRI 416, 417)**

DV8's customer protection approach ensures products and services are delivered with integrity and fairness. For the media business, this involves disciplined service delivery and responsible content handling. Future digital asset services will utilize a protection-by-design approach, including product governance and transparent risk communication.

**Table: Customer Protection Framework**

Customer Segment	Key Focus Areas	Key Controls / Practices
Media Business Customers	Fair service terms and delivery quality.	Contract governance and service-level monitoring.
Audiences / Consumers	Responsible content and accessible feedback.	Content selection and complaint channels.
Digital Asset Stakeholders	Risk disclosure and fair treatment.	Governance approval gates and disclosure discipline.

Reference link for company's customer management plan : <https://dv8.co.th/wp-content/uploads/2019/04/4.Policies-and-guidelines-for-customers.pdf>

Page number of the reference link : 1

**Information on setting customer management goals**

**Setting customer management goals**

Does the company set customer management goals : Yes

**Details of setting customer management goals**

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Development of customer satisfaction and customer relationship	Customer Satisfaction	2025: -	2026: Customer satisfaction rate more than 80%

**Information on performance and results of customer management**

**Performance and outcomes of customer management**

Performance and outcomes of customer management : Yes

The Company conducts customer satisfaction assessments, with results consistently exceeding 80%.

#### Customer satisfaction

	2023	2024	2025
Evaluation results of customer satisfaction	No	No	Yes

#### Channels for receiving complaints from customers/consumers

Company's channels for receiving complaints from : Yes  
customers/consumers

Telephone : 092-496-3377

Fax : -

Email : [comsec@dv8.co.th](mailto:comsec@dv8.co.th)

Company's website : <https://dv8.co.th>

Address : DV8 Public Company Limited  
15 Soi Phatthanakan 56, Suan Luang Subdistrict, Suan  
Luang District, Bangkok 10250,

## Responsibility to community/ society

### Information on community development and engagement policies

#### Community development and engagement policies

Community development and engagement policies : Yes

Reference link for community development and engagement policies : [https://dv8.co.th/?page\\_id=5052&lang=en](https://dv8.co.th/?page_id=5052&lang=en)

### Information on community and social management plan

#### Community and social management plan

Company's community and social management plan : Yes

Community and social management plan implemented by the company over the past year : Disadvantaged and vulnerable groups, Others : Disaster Relief

The Company aims to conduct business cautiously to avoid negative impacts on communities and to promote social equality and human rights. DV8's community engagement approach emphasizes responsible communication, stakeholder accessibility, and practical contributions that strengthen trust within the retail ecosystems where its media services operate.

In 2025, DV8 continued engaging communities through targeted activities consistent with business capacity and resource availability. As the Company progresses through transformation, it remains committed to strengthening governance oversight and improving documentation of community initiatives.

#### Community Investment and Ecosystem Support

DV8's community initiatives support local wellbeing and maintain constructive relationships with stakeholders. Key focus areas include:

1. **Social Contribution:** Providing targeted support such as donations and in-kind contributions to vulnerable groups and disaster relief.
2. **Ecosystem Trust:** Maintaining accessible channels for suggestions and consultations to ensure community concerns are heard and addressed.
3. **Responsible Conduct:** Ensuring business operations do not adversely impact quality of life in surrounding communities or retail partner environments.

#### 2025 Community Highlights

Recent initiatives include:

**Education Support:** Donation of consumer goods and building paint to Wat Trai Rattunaram Charity School in Kanchanaburi to improve educational facilities.

**Disaster Relief:** Financial and material donations to support animals affected by regional flooding through the Opportunity for Change Foundation.

Reference link for company's community and social management plan : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Information on setting of community and social management goals

### Setting of community and social management goals

Does the company set community and social management goals : Yes

### Details of community and social management goal setting

Target(s)	Indicators(s)	Base year(s)	Target year(s)
• Disadvantaged and vulnerable groups	Help underprivileged community	-	2026: Conduct at least two charitable donations to support underprivileged individuals per year

### Information on outcomes and results of community and social management

#### Performance and outcomes of community and social management

Performance and outcomes of community and social management : Yes

#### Community Development Metrics

Metric	Unit	2023	2024	2025
Community investment value (cash/in-kind)	THB	0	0	30,000
Number of community initiatives	Count	1	1	1
Estimated beneficiaries	Persons/Entities	0	0	250
Community/Social disputes	Cases	0	0	0

### Benefit from implementing social development project

#### Financial benefits

Does the company measure the financial benefits from social development? : Yes

	2023	2024	2025
Donations / Grants (Baht)	0.00	0.00	30,000.00

Non-financial benefits

Does the company measure the non-financial : Yes  
benefits from social development?

	2023	2024	2025
Estimated beneficiaries (Persons)	0.00	0.00	250.00

**Expenses from social and environmental development project**

	2023	2024	2025
Total financial contribution to community/social development projects or activities (Bath)	0.00	0.00	30,000.00
Percentage of financial contribution for community/social development projects or activities to total expense (%) <sup>(*)</sup>	0.000000	0.000000	0.017041
Percentage of financial contribution for community/social development projects or activities to total revenue (%) <sup>(*)</sup>	0.000000	0.000000	0.019284

*Additional explanation : <sup>(\*)</sup> Total revenues and total expenses from total financial statement*

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# ESG Performance

Company Name : DV8 PUBLIC COMPANY LIMITED      Symbol : DV8

Market : mai      Industry Group : Services      Sector : SECTOR 0

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## Corporate Governance Policy

### Information on overview of the policy and guidelines

#### Corporate governance policy and guidelines

Corporate governance policy and guidelines : Yes

DV8 Public Company Limited regards corporate governance as the foundation of sustainable value creation, capital market integrity, and responsible innovation. The Board of Directors recognizes that trust and accountability long essential to our media platform are equally critical as we pursue digital-asset-related opportunities.

Our governance framework aligns with the SEC Thailand Corporate Governance Code on an apply-or-explain basis and complies with SET requirements. Four pillars guide our practices: shareholder rights and equitable treatment, stakeholder engagement, disclosure and transparency, and Board accountability.

#### Board Structure and Oversight

The Board maintains clear separation between oversight and management execution. The Chairman and CEO roles are distinct, reinforcing checks and balances. The Board oversees strategy, performance, risk governance, and disclosure integrity with sustainable value creation as the organizing objective. Board structure, composition, committee charters, and role definitions appear in Section 7.

#### 2025 Governance Focus

During 2025, the Board strengthened governance effectiveness to support DV8's digital-asset initiatives. This included regular meetings and special sessions for time-sensitive matters, non-executive sessions reinforcing independent oversight, and open discussion of management performance, risk posture, and governance priorities.

#### Board Effectiveness

The Company tracks attendance at Board and committee levels, demonstrating director commitment. The Board conducted formal evaluation in 2025 across four areas: structure and composition, practices and meetings, roles and responsibilities, and individual director performance. Results inform improvement actions across processes, director development, and oversight priorities.

#### Director Nomination

Governance continuity relies on structured nomination to maintain appropriate Board composition as DV8's operating profile evolves. The process begins with skills gap assessment using the Board Skills Matrix, followed by candidate sourcing and due diligence covering independence and conflict reviews. The Human Resources, Remuneration, and Governance Committee leads interviews, culminating in formal recommendation to the Board for shareholder approval at the AGM.

#### Risk and Control Environment

The Board emphasizes enterprise risk management, internal control effectiveness, cybersecurity resilience, and disclosure integrity particularly for digital-asset initiatives. Active shareholder engagement occurs through investor relations, accessible communications, AGM participation, and ongoing disclosures supporting informed decision-making.

#### CG Code Principles

The Company applies the eight CG Code principles as its governance framework:

**Principle 1: Board Leadership for Sustainable Value Creation.** The Board recognizes its duties of care and loyalty through written policies, a Board Charter reviewed annually, and an approval authority framework. The Board oversees strategy, significant transactions, investments, related party transactions, acquisitions, disposals, and dividend decisions.

**Principle 2: Objectives Promoting Sustainability.** The Board defines objectives and goals supporting sustainable growth and value creation for shareholders and stakeholders, ensuring annual strategies align with those objectives and the Company's risk tolerance.

**Principle 3: Effective Board Composition.** Board guidelines specify a size of 512 directors, with independent directors comprising at least one-third and executive directors not exceeding one-half. The Chairman must be an independent director separate from the CEO. A Company Secretary is appointed to support Board effectiveness and compliance.

**Principle 4: CEO and People Management.** Governance includes annual CEO evaluation at minimum, succession planning for CEO and senior executives, and Human Resources, Remuneration, and Governance Committee oversight of nomination criteria and succession policy reviewed annually.

**Principle 5: Innovation and Responsible Business.** The Company commits to responsible conduct and fair stakeholder treatment through the Business Ethics Handbook, applicable to all employees. Supporting policies address occupational health and safety, human rights, intellectual property, anti-corruption, and whistleblower protection.

**Principle 6: Risk Management and Internal Control.** Committee structures define oversight responsibilities: the Audit Committee provides governance oversight while the Risk Management Committee handles management-level oversight. Periodic review assesses adequacy and effectiveness of internal controls and risk management at minimum annually.

**Principle 7: Financial Credibility and Disclosure.** The Audit Committee oversees financial reporting quality, auditor independence, internal audit effectiveness, internal controls, and compliance with laws and SET requirements.

**Principle 8: Shareholder Engagement.** The Board supports shareholder rights through transparent decision-making, timely information access, and participation channels including shareholder meetings.

**Apply-or-Explain Implementation.** Where practices differ from recommended guidance, the Company discloses rationale and mitigating actions through corporate governance reporting.

Reference link for the full version of corporate governance policy and guidelines : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

#### **Policy and guidelines related to the board of directors**

Are there policy and guidelines related to the board of directors : Yes

Guidelines related to the board of directors : Nomination of directors, Determination of director remuneration, Director development, Board performance evaluation, Corporate governance of subsidiaries and associated companies

#### **Nomination of directors**

Nomination and Appointment of Directors to comply with the Company's regulations, relevant law and has a transparent, clear process under which the Human Resource, Remuneration and Corporate Governance Committee is set to consider the selection of persons through the criteria and nomination process, which considers the appropriate qualifications and abilities as specified in the Charter of the Board of Directors or Sub-committees. In conjunction with the consideration of the diversity of the Board of Directors to be proposed to the Board of Directors and/or the Shareholders' Meeting for consideration and approval as the case may be.

#### **Criteria for Nomination of Directors**

- (1) The Company provides opportunities for minority shareholders to nominate qualified persons as directors. Or consider a person from the Director Pool or consider the former director to be nominated or allow each director to nominate the appropriate person.
- (2) Selection and scrutiny of qualified persons as directors by considering the suitability of knowledge, experience, specific competencies in line with the Company's business strategy, which meets the skills qualifications necessary for the nomination of directors. (Board Skill Matrix)
- (3) Check the history of the list of nominated persons that are qualified under the law and regulation of regulatory authorities such as the Securities and Exchange Act B.E. 2535, etc.
- (4) Dedication of directors' time, any interest or conflict of interest that may occur with the Company. In case of being the former director who will be reelected, based on performance during tenure period, providing useful feedback, participation in various activities, including the number of companies which each director will take positions to ensure that performance does not decrease.
- (5) In the case of appointing independent directors, qualifications of persons who serve as independent directors are considered to be independent in accordance with the rules prescribed by the office of the Securities and Exchange Commission (SEC).
- (6) Prepare a name list that the Human Resources, Remuneration and Corporate Governance Committees has considered and screened with qualifications and reasons for selection and arrange in order to propose to the Board of Directors for nomination to the General Shareholders Meeting to elect individually, taking into account the performance of the former directors.

Reference link for Nomination of directors : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

#### **Determination of director remuneration**

Board of Directors assigned to the Human Resources, Remuneration and Corporate Governance Committees as the one who propose of the criteria, remuneration of Directors and sub-directors by considering the suitability of duties, and responsibilities. Compared with the remuneration rate of directors in the same industry as well as the Company's performance and propose them to the Board of Directors and the Shareholders' Meeting for approval.

Reference link for Determination of director remuneration : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

#### **Director development**

The Board of Directors has a policy to promote and facilitate training and to educate those involved in the Company's corporate governance system, including Directors, Executives and Company Secretary to continuously improve operations, especially the training courses organized by the Institute of Directors Association (IOD) program by encouraging directors to participate in training held for more than 75% of the entire board of directors and encourages at least one director to attend the training in the past year. The Company Secretary will be in charge of all directors to receive training to promote and develop skills as appropriate for the duties of directors. and/or sub-committees under the criteria for promoting and developing knowledge of directors.

In 2024, the Company arranged for its directors to attend the RFP Course no. 13/2024 on the topic "Best Practices for Reporting and Disclosure for Directors and Executives." This initiative aims to ensure compliance with good corporate governance principles and maximize benefits for stakeholders.

Reference link for Director development : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

#### **Board performance evaluation**

##### **Performance Evaluation of the Board of Directors**

In order to effectively perform the duties of the Board of Directors, it can also set a framework for improvement and operational development. The Board of Directors requires a performance evaluation of the Board of Directors. The assessment is divided into three types: 1) Self-assessment of the entire committee, 2) Self-assessment of individual director, and 3) The performance assessment of the sub-committees. The Human Resources, Remuneration and Corporate Governance Committees will bring the results of the performance assessment of the committee and such Sub-committees to analyze in order to assess guideline for promoting and developing knowledge for the directors appropriately.

### **Self-assessment of the entire Board of Directors and Self-assessment of Directors individually**

Human Resources, Remuneration and Corporate Governance Committees will determine the assessment criteria to propose to the Board of Directors' meetings approve for self-assessment of the Board of Directors performance. Both in the form of whole committee and individual (self) assessment, covering the structure and qualifications, roles, duties and responsibilities of the Board of Directors, Board Meeting, performance of Directors, duties and other opinions that are beneficial to management, relationships with management and self-development of Directors and Executive development. Summary of performance appraisal results will be included in the agenda of the Board of Directors' Meeting no. 1 of every year to be used as a factor in determining the appropriateness of the structure or composition of the Board of Directors.

### **Evaluation of the Performance of the Sub-committee**

Each sub-committee will determine the assessment criteria for propose to the Board of Directors' meeting, to approve the criteria for evaluating the sub-committees, as well as evaluating the performance of that sub-committees. Summary of the performance evaluation results will be included in the agenda of the Board of Directors' Meeting every year to be used as a factor in determining the appropriateness of the roles and duties of each sub-committee and suggest ways to improve in the event that there are recommendations on various issues from the Board of Directors.

Reference link for Board performance : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%  
evaluation 20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### **Corporate governance of subsidiaries and associated companies**

#### **Supervision of Subsidiaries and Associated Companies**

The Company has 5 subsidiaries, affiliates and joint ventures, in which the Company will send its representatives as directors in these subsidiaries, affiliates and joint ventures in proportion to the Company's share holdings to participate in the management and establish important operational policies in order to maximize the benefits of such companies. And if the subsidiaries, affiliates and/or joint ventures operate businesses which have significantly impact to the Company, those representatives must prior report such matters for approval at the Board of Directors' meeting. Besides, the Company has established good corporate governance policy and code of conduct, including related transaction regulations to control synergies among the Company and its subsidiaries, affiliates and joint ventures in order to provide coherent direction of business practices and corporate development. Thus, the Company still control on data custody, important documents filing and prepare accounting records in accordance with the Company's standards so that the financial statements can be audited and compiled completely, accurately and timely.

Reference link for Corporate governance of : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%  
subsidiaries and associated companies 20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

## Policy and guidelines related to shareholders and stakeholders

Policy and guidelines related to shareholders and stakeholders : Yes

Guidelines and measures related to shareholders and stakeholders : Shareholder, Employee, Customer, Business competitor, Business partner, Creditor, Community and society

### Shareholder

The Company is committed to conducting its business in accordance with the principles of corporate governance, for the utmost benefit and long-term value creation for its shareholders. The Company ensures that its shareholders are treated equally and are able to fully exercise their fundamental rights as shareholders. The Company has established the following guidelines for shareholder relations:

1. Respect the rights of all shareholders equally, and refrain from any actions that obstruct or violate the rights to which shareholders are entitled.
2. Establish the Board of Directors and sub-committees, which are responsible for approving the direction, business objectives, business plans, and annual budgets, as well as reviewing operations to ensure compliance with applicable laws and regulations, with a focus on maximizing the interests of the Company, shareholders, and stakeholders.
3. Provide shareholders the opportunity to propose meeting agendas and nominate individuals for the position of director, within an appropriate and sufficient timeframe.
4. Provide sufficient information in advance for consideration at meetings, and ensure convenient access to information.
5. Encourage shareholders to exercise their fundamental rights, and emphasize their right to receive complete and timely information regarding the Company's operations. This includes disclosure of material information that may impact shareholder rights, whether it is periodic reporting or event-driven disclosures, in accordance with relevant laws and/or announcements.
6. Allow shareholders to report or file complaints about matters that may cause damage to the Company, by reporting to the Board of Directors or through the designated channels under the Company's Whistleblowing Policy.

Reference link for Shareholder : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Employee

The Company recognizes that employees are valuable resources and a critical factor in the organization's success. Therefore, the Company is committed to treating employees in accordance with human rights principles, in compliance with the law, and with consideration for employee needs. The aim is to promote skill development, job security, and career advancement for all employees. The following guidelines have been established for employee treatment:

1. Implement a fair recruitment process using an appropriate selection system and fair employment conditions, based on the principles of equal human rights. There will be no discrimination based on origin, race, gender, age, skin color, religion, disability, status, lineage, educational background, or any other unrelated status to job performance.
2. Respect and protect individual rights and freedoms, including the right of all employees to express their opinions fairly.
3. Ensure fair and appropriate compensation and benefits management, in line with job responsibilities. Job value assessments are regularly conducted to remain up to date. The Company also benchmarks compensation against other companies in the same or different industries to ensure employees receive competitive, lawful, and fair remuneration and benefits. Regular reviews are conducted for appropriateness.
4. Provide a provident fund to encourage and support long-term savings among employees, and promote financial literacy and understanding of personal financial management.

5. Support and encourage employee development at all levels, appropriate to job responsibilities, to enhance work efficiency and career progression.
6. Maintain a safe working environment for the lives and property of employees, and provide suitable tools and equipment that are in safe condition for all employees to perform their duties.
7. Conduct orientation for new employees and provide accessible channels to information and employee handbooks, ensuring that all employees are aware of their entitled rights.

Reference link for Employee : <https://dv8.co.th/wp-content/uploads/2019/04/2.Policies-and-guidelines-for-recruitment.pdf>

### **Customer**

The Company is committed to delivering services that ensure consumer satisfaction and maximize customer benefit through high-quality services. The following guidelines have been established for customer/consumer treatment:

1. Deliver products and services in accordance with agreements, under fair conditions, without discrimination or favoritism toward any particular party.
2. Continuously develop and innovate to provide modern services that meet the needs of customers/consumers.
3. Refrain from any acts of deception or misleading representations regarding the quality of products and services.
4. Implement a customer data management system and ensure the protection of data from improper use.
5. Maintain strict confidentiality of customer information, unless the customer provides written consent for disclosure or as required by law.
  
6. Provide channels for feedback, consultation, and complaints, ensuring customer satisfaction and the greatest possible benefit from the use of the Company's services.

Reference link for Customer : <https://dv8.co.th/wp-content/uploads/2019/04/4.Policies-and-guidelines-for-customers.pdf>

### **Business competitor**

The Company is committed to conducting business with integrity and treating competitors fairly to promote healthy competition within the framework of the law and ethical standards. The following guidelines have been established for dealing with competitors:

1. Operate within fair competition rules and relevant laws, without distorting information, engaging in deception, or taking unfair advantage of competitors through unlawful or unethical means.
2. Do not seek confidential information about competitors through dishonest or inappropriate methods.
3. Do not damage the reputation of competitors through false accusations or by attacking them without factual basis.

Reference link for Business competitor : <https://dv8.co.th/wp-content/uploads/2019/04/4.Policies-and-guidelines-for-customers.pdf>

### **Business partner**

The Company is committed to operating within a framework of honest, fair, transparent, and accountable commercial competition. The following guidelines have been established for interactions with business partners:

1. Treat all business partners equally, based on the principles of fair competition.
2. Provide accurate and unbiased information to all business partners equally, without discrimination or favoritism.
3. Procurement decisions shall be made based on reasonable consideration of quality, service, and price, with a thorough and appropriate procurement process that reflects the circumstances, as well as the credibility of each business partner.

4. Strictly adhere to contracts and agreed terms. If it becomes evident that either the Company or the partner is unable to fulfill contractual obligations, or any other reason arises that prevents fulfillment, the matter must be reported to a supervisor immediately for consultation and resolution.
5. Do not solicit or accept any dishonest benefits from business partners, and maintain impartiality, avoiding close relationships that could result in undue influence over decision-making.

Reference link for Business partner : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### **Creditor**

The Company is committed to conducting its business with honesty, transparency, and fairness. The following guidelines have been established for interactions with creditors:

1. Strictly comply with all terms and/or contractual agreements.
2. Repay debts on time. In the event the Company is unable to meet any conditions, it will promptly notify the creditor to jointly find a solution.
3. Do not engage in fraudulent practices or conceal any important information or facts that may cause harm to the creditor.

Reference link for Creditor : <https://dv8.co.th/wp-content/uploads/2019/04/5.Policies-and-guidelines-for-creditors.pdf>

### **Community and society**

The Company places great importance on the safety of communities, society, and the environment, especially in areas related to the Company's operations. Furthermore, the Company is committed to promoting environmental and social consciousness among its personnel and instilling a sense of responsibility towards the community. The following are the Company's guidelines in its treatment of the community, society, and environment:

1. Be responsible and provide appropriate support to society and local communities, especially those located near the Company's premises, with respect for local culture, customs, and traditions.
2. Conduct or participate in activities that contribute to the betterment of society, communities, and the environment on a regular basis.
3. Instill a sense of social, environmental, and natural resource responsibility in all levels of personnel.
4. Encourage and promote the efficient and effective use of materials, equipment, and resources.
5. Support the sharing of environmental information and promote activities, both domestically and internationally, that benefit the environment.

Reference link for Community and society : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

## **Information on business code of conduct**

### **Business code of conduct**

Business code of conduct : Yes

The Business Ethics Handbook guides directors, executives, and employees in upholding ethical standards and legal compliance. The Code forms part of personnel rules and promotes professional conduct grounded in good corporate governance. All personnel must study, understand, and comply strictly. Non-compliance, support of unethical behavior, or negligence when observing misconduct triggers disciplinary investigation under human resources rules.

## Core Principles

Principle	Code of Conduct
Integrity and Honesty	Act honestly, avoid misrepresentation, and uphold the Company's reputation
Legal Compliance and Human Rights	Comply with applicable laws, treat others with fairness and non-discrimination; the Company prohibits forced labor, human trafficking, child labor, violence, harassment, and abusive disciplinary measures
Information Accuracy	Provide relevant, accurate information and avoid misleading disclosure
Loyalty	Act in the Company's best interest, avoid misuse of confidential information, and maintain professional independence
Conflicts of Interest	Avoid conflicting actions, do not seek personal benefits from business opportunities, disclose personal interests before transactions, and abstain from related decisions
Insider Information	Do not use material nonpublic information for trading, do not provide trading recommendations outside assigned responsibilities, and do not disclose inside information to unauthorized persons
Data Protection	Respect privacy rights, protect and securely retain personal data, and maintain customer confidentiality except where legally permitted
Company Assets and IT	Use assets responsibly, protect intellectual property, and comply with IT security policies
Anti-Corruption	Do not solicit, accept, or provide improper benefits; gifts and hospitality must be reasonable, transparent, and not intended to influence decisions; facilitation payments are prohibited
Stakeholder Responsibilities	Treat shareholders, customers, suppliers, creditors, competitors, employees, communities, society, and the environment with fairness, transparency, and responsibility
Speak-Up Culture	Report Code violations or pressure to act contrary to the Code through designated channels: supervisors, Company Secretary, Chairman of the Audit Committee, or Chairman of the Board; reports receive confidentiality protection and fair handling

Reference link for the full version of business code of conduct : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

## Policy and guidelines related to business code of conduct

Guidelines related to business code of conduct : Prevention of Conflicts of Interest, Anti-corruption, Whistleblowing and Protection of Whistleblowers, Prevention of Misuse of Inside Information, Information and IT system security, Safety and occupational health at work, Other guidelines related to business code of conduct

### Prevention of Conflicts of Interest

The Company requires directors, executives, and employees to avoid conflicts of interest and disclose actual or potential conflicts promptly and completely ensuring decisions serve the Company's and shareholders' best interests with transparency, fairness, and accountability.

**Scope.** The policy applies to directors, executives (CEO, C-level), employees, and "related persons" (close relatives and persons/entities with meaningful influence or shareholding relationships affecting independent judgment).

### Disclosure Requirements

Category	Requirement	Timeline
Directors and Executives	Initial disclosure	Within 30 days of appointment
Directors and Executives	Updated disclosure	Within 15 days of any change
Directors and Executives	Related-party transaction disclosure	Before entering transaction; quarterly within 15 days after quarter-end
Employees	Related transaction disclosure	Before entering transaction

**Decision Safeguards.** Persons with personal interest in matters under consideration must not participate in deliberation or vote.

**Administration.** The Company Secretary collects disclosures and reports to the Chairman of the Board and Chairman of the Audit Committee within 7 days.

**Regulatory Compliance.** Related party transactions are managed with transparency and SET/SEC Thailand compliance. The Audit Committee reviews transactions for appropriateness and fairness. Material transactions are disclosed per applicable requirements.

**Subsidiary Alignment.** Subsidiaries and affiliates apply conflict-of-interest controls consistent with Group governance.

Reference link for Prevention of Conflicts of Interest : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Anti-corruption

DV8 maintains zero tolerance for bribery and corruption. Directors, executives, and employees shall not engage in, support, or accept corruption directly or indirectly across all business activities and jurisdictions. The Company regularly reviews anti-corruption practices for continued relevance.

**Definition.** Corruption means seeking improper benefits through position, duties, authority, or influence including conflicts-of-interest transactions and bribery (offering, promising, giving, requesting, or receiving money, assets, or undue benefits to or from officials, counterparts, or decision-makers to obtain business advantages), except where permitted by applicable law or legitimate trade practice.

### Governance and Accountability

Role	Responsibility
Board of Directors	Establish policy, ensure effective systems, embed "no corruption" culture
Audit Committee	Review financial reporting, accounting, internal controls, internal audit, and anti-corruption processes
Management	Implement systems, assess corruption risks, define risk approaches, communicate expectations, periodically review adequacy

**Implementation**

Personnel must comply with the policy and ethics guidance, must not ignore suspected misconduct, and must report concerns through designated channels. The Company protects individuals who refuse corruption or report concerns in good faith, consistent with the Whistleblowing Policy. Violations constitute ethics breaches subject to disciplinary action and potential legal penalties.

**High-Risk Areas**

The Company defines requirements for elevated-risk areas: gifts, hospitality, and entertainment; charitable donations and sponsorships; and business relationships and procurement including government interactions. Transactions must be transparent, honest, compliant with laws and internal procedures, and not conduits for improper payments.

Reference link for Anti-corruption : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

**Whistleblowing and Protection of Whistleblowers**

The Whistleblowing Policy provides secure, accessible channels for directors, executives, employees, and stakeholders to report concerns regarding misconduct, corruption, non-compliance, or improper practices enabling timely remediation while protecting reporters and ensuring fairness.

**Reportable Matters**

The Company encourages reporting of corruption (bribery, conflicts of interest, abuse of authority, fraud, improper gifts, favoritism), asset misappropriation (theft, unauthorized use of money, assets, facilities), reporting misconduct (financial statement fraud, disclosure fraud, performance evaluation fraud), illegal acts including political involvement and harmful acts, policy breaches including unauthorized disclosure, workplace misconduct (unprofessional conduct, negligence, safety risks), intimidation, harassment, or threats, and concealment of any foregoing matter.

**Eligibility.** Reports may be made by employees, witnesses, or persons experiencing unfair treatment or retaliation. Anonymous reporting is permitted with sufficiently specific facts or evidence.

**Required Information.** Reports should include, to the extent possible, the type of misconduct, supporting evidence, names of involved persons, date, time, location, how the act occurred, and potential witnesses.

**Reporting Channels.** Reports may be submitted to a trusted supervisor at any level, the Company Secretary or Internal Audit, or the Chairman of the Audit Committee or Chairman of the Board. Submissions may be written, verbal, postal, email, or via Company website.

**Investigation Process**

Upon receipt, the recipient forwards the matter to the whistleblowing review working team appointed by the CEO on a case-by-case basis, comprising Internal Audit, Legal, and Human Resources. The working team requests information and invites relevant personnel to provide facts. Substantiated allegations trigger corrective and disciplinary actions. Significant matters those affecting reputation, financial position, conflicting with business policy, or involving senior executives escalate to the Audit Committee or Board.

**Protection**

Information is treated as highly confidential and disclosed only as necessary. Protection measures are established upon request or proactively where risk is identified. Unfair treatment, discrimination, retaliation, intimidation, or harassment against reporters constitutes a disciplinary offense and may result in legal action. Fair remediation is provided to persons harmed by misconduct.

**Reporting and Disclosure.** Whistleblowing cases and progress are summarized to the Audit Committee regularly. Annual report disclosure includes cases reported, substantiated cases, and disciplinary actions.

Reference link for Whistleblowing and Protection of Whistleblowers : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Prevention of Misuse of Inside Information

The Policy on the Use of Inside Information and Reporting of Company Securities Holdings supports good governance and compliance with the Securities and Exchange Act and SEC Thailand rules preventing misuse of material nonpublic information and ensuring fair, transparent securities trading.

**Scope and Definitions.** The policy applies to directors, executives, employees, and related persons. Inside information refers to material facts potentially affecting securities price, not yet publicly disclosed, providing unfair advantage if used for trading. Examples include financial information, dividends, and significant commercial contracts. Securities covered include ordinary shares, convertible securities, debentures, warrants, TSRs, stock options, derivatives, and other traded financial instruments.

**Prohibitions.** Directors, executives, employees, and related persons shall not buy, sell, or induce others to trade Company securities using inside information, nor disclose inside information to enable others to trade. Prohibitions apply whether acting directly or indirectly, for oneself or another person.

### Trading Blackout Periods

Type	Period
Financial statements	From 15th day of month following quarter/year-end until 24 hours after SET filing and public disclosure
Other material information	From receipt until 24 hours after public disclosure

The Company Secretary announces blackout periods.

### Securities Reporting (Directors and Executives)

Report Type	Timeline
Initial holding	Within 30 days of appointment
Quarterly holding	Within 15 days after quarter-end
Change in holding	Via SEC electronic system per Notification SorChor 38/2561; notify Company Secretary within 3 working days

**Exemptions.** Change-reporting exemptions include pro rata rights offerings, stock dividends, exercise of convertible securities rights, inheritance, employee programs (ESOP/EJIP), SBL arrangements, and custody transfers under defined conditions.

### Information and IT system security

Effective data privacy and cybersecurity governance maintains stakeholder trust and supports DV8's technology-enabled operations. The Personal Data Protection Policy protects personal data from customers and third parties, preserves privacy rights, and complies with PDPA B.E. 2562 (2019).

The Policy requires lawful, fair processing with defined purposes, data minimization, accuracy, retention limitation, and appropriate safeguards against unauthorized access, alteration, disclosure, or destruction. Personal data collection, use, and disclosure must be necessary, relevant, and based on applicable PDPA legal grounds (contractual necessity, legal obligation, legitimate interest, vital interest, public interest, research/statistics, or consent).

### Governance

Role	Responsibility
Board of Directors	Oversee compliance, approve Policy and material changes
Supervisory Functions	Ensure compliance, provide guidance, conduct training, support documentation (processing records), coordinate audits
Department Heads	Implement procedures, ensure appropriate systems and third-party arrangements
Data Protection Officer (where appointed)	Advise on compliance, audit processing, conduct privacy impact assessments, oversee breach protocols, manage data subject rights, coordinate with Personal Data Protection Committee

### Operational Controls

The Company applies access controls on a need-to-know basis, enforces confidentiality obligations, ensures secure data handling, and restricts informal disclosure channels. Electronic and physical storage incorporates technical and physical safeguards including encryption and restricted access. Security practices undergo regular review, with vulnerability assessments and penetration tests conducted periodically, including third-party engagement where appropriate. Findings are escalated and remediated promptly.

### Third Parties and Data Sharing

The Company does not sell or rent personal data for marketing or share for direct marketing without specific consent. Disclosure for business operations may occur with service providers (technology, fraud prevention, billing, marketing support, KYC), transaction counterparties, financial institution partners, and authorities (legal process, harm prevention, violation investigation). All sharing requires lawful basis and appropriate controls. Service providers must notify the Company promptly of personal data breaches.

### Data Retention

Retention Period	Application
Standard	No longer than necessary for stated purposes and legal requirements
AML Act general	5 years from transaction date
CDD/EDD records	10 years from account closure (unless authority requires otherwise)

Upon expiry, personal data is securely destroyed or anonymized.

### Incident Response

The data breach response process engages a designated working group comprising IT Security and the DPO where appointed. The process includes preliminary incident assessment, mitigation and containment measures, senior management notification, and data subject and Personal Data Protection Committee notification within required timeframes (72 hours where applicable). Incidents are documented for management oversight.

#### **Data Subject Rights**

The Company supports PDPA rights: access, rectification, portability (where applicable), objection, erasure/destruction or anonymization, restriction of processing, and withdrawal of consent. Requests are handled through the DPO channel with identity verification and response within reasonable timeframe.

Reference link for Information and IT system security : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

#### **Safety and occupational health at work**

The Company places great importance on the health and safety of all employees and relevant stakeholders, ensuring that the workplace is safe and that employees adhere to good health and safety practices. The company also works to instill awareness among employees regarding health and safety, ensuring compliance with related procedures.

#### **Key Responsibilities:**

- **Compliance with Laws and Regulations:**

The Company strictly adheres to all applicable laws, standards, and regulations concerning health and safety.

- **Employee Knowledge and Awareness:**

The Company aims to enhance the knowledge and awareness of employees at all levels, ensuring they perform their duties safely and maintain good health.

#### **Workplace Environment and Practices:**

- The Company ensures that the working environment and operational methods are conducive to employee safety and health.

#### **Strict Adherence to Safety Policies:**

- The Company closely monitors and ensures that all employees comply with the company's safety policies and regulations.

#### **Promoting Health and Safety Awareness:**

- The Company promotes health and safety awareness through activities such as training programs and evacuation drills to prepare employees and keep them constantly aware of safety measures.

#### **Channels for Feedback and Complaints:**

- The Company provides channels for employees to offer feedback, suggestions, or complaints related to health and safety or environmental issues, recognizing that all employees play a role in preventing accidents and maintaining the environment.

Reference link for Safety and occupational health at work : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

#### **Stakeholder Engagement and Responsible Business Practices**

The Company recognizes responsibilities toward shareholders and all stakeholders affected by operations. The Business Ethics Handbook integrates responsible practices into decision-making and daily operations across DV8 and subsidiaries. Personnel must act honestly, comply with laws, respect human rights, avoid discrimination and harassment, maintain confidentiality, and safeguard Company assets and intellectual property.

#### **Stakeholder Commitments**

Stakeholder	Commitment
Shareholders	Good corporate governance supporting long-term value; equitable treatment and respect for rights; sufficient information for decision-making; opportunity to propose agenda items and director nominations; communication through AGM and complaint channels
Customers	Quality services under fair, non-discriminatory conditions; continuous service improvement; no misleading practices regarding service quality; customer data protection and confidentiality; channels for suggestions, consultation, and complaints
Business Partners and Suppliers	Fair, transparent procurement complying with competition principles; equitable treatment with accurate information; evaluation based on quality, service, and price appropriateness; compliance with contractual terms; no solicitation or acceptance of improper benefits
Creditors	Compliance with contractual obligations and repayment terms; prompt communication when compliance issues anticipated; no dishonest practices, concealment, or material misrepresentation
Competitors	Fair competition within legal and ethical frameworks; no information distortion or misrepresentation; no improper acquisition of competitors' confidential information; no unfounded reputational harm
Employees	Human-rights-based employment practices; fair recruitment without discrimination; respect for rights and freedom of expression; fair compensation and benefits; training and capability development; safe working environment
Communities, Society, and Environment	Consideration of community safety and environmental impacts; employee awareness of social and environmental responsibility; participation in community and environmental initiatives; efficient resource use; information sharing on environmental stewardship

Reference link for the other policy and guidelines : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

**Promotion of compliance with the business code of conduct**

Promotion for the board of directors, executives, and employees to comply with the business code of : Yes

## conduct

The Business Ethics Handbook guides directors, executives, and employees in upholding ethical standards and legal compliance. The Code forms part of personnel rules and promotes professional conduct grounded in good corporate governance. All personnel must study, understand, and comply strictly. Non-compliance, support of unethical behavior, or negligence when observing misconduct triggers disciplinary investigation under human resources rules.

### Core Principles

Principle	Code of Conduct
Integrity and Honesty	Act honestly, avoid misrepresentation, and uphold the Company's reputation
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Information Accuracy	Provide relevant, accurate information and avoid misleading disclosure
Loyalty	Act in the Company's best interest, avoid misuse of confidential information, and maintain professional independence
Conflicts of Interest	Avoid conflicting actions, do not seek personal benefits from business opportunities, disclose personal interests before transactions, and abstain from related decisions
Insider Information	Do not use material nonpublic information for trading, do not provide trading recommendations outside assigned responsibilities, and do not disclose inside information to unauthorized persons
Data Protection	Respect privacy rights, protect and securely retain personal data, and maintain customer confidentiality except where legally permitted
Company Assets and IT	Use assets responsibly, protect intellectual property, and comply with IT security policies
Anti-Corruption	Do not solicit, accept, or provide improper benefits; gifts and hospitality must be reasonable, transparent, and not intended to influence decisions; facilitation payments are prohibited
Stakeholder Responsibilities	Treat shareholders, customers, suppliers, creditors, competitors, employees, communities, society, and the environment with fairness, transparency, and responsibility
Speak-Up Culture	Report Code violations or pressure to act contrary to the Code through designated channels: supervisors, Company Secretary, Chairman of the Audit Committee, or Chairman of the Board; reports receive confidentiality protection and fair handling

Reference link for the process of promotion for the board of directors, executives, and employees to comply with the business code of conduct : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Participation in anti-corruption networks

Participation or declaration of intent to join anti-corruption networks : No

### Information on material changes and developments in policy and corporate governance system over the past year

#### Material changes and developments related to the review of policy and guidelines in corporate governance system or board of directors charter

In the past year, did the company review the corporate governance policy and guidelines, or board of directors charter : Yes

Material changes and developments in policy and guidelines over the past year : Yes

During 2025, the Board advanced governance enhancements ensuring DV8's framework remained current, effective, and aligned with regulatory expectations, business priorities, and strategic transformation. Key policies were updated to reinforce transparency, strengthen material risk oversight, and support disciplined decision-making across core operations and emerging initiatives.

#### Periodic Policy Review

The Company conducted its CG Policy review to ensure continued alignment with SEC Thailand and SET guidance, keeping policies current with prevailing practices while clarifying roles, accountability, and escalation pathways as operating context evolves.

#### Key Enhancements

**Audit Committee Oversight Expansion.** Enhanced Audit Committee scope to explicitly cover monitoring use of raised funds ensuring proceeds deploy according to shareholder and market disclosures. Rationale: reinforce capital allocation discipline, strengthen post-transaction accountability, and improve stakeholder confidence during strategic transition when capital deployment decisions face heightened scrutiny.

**Director Nomination Framework.** Incorporated "Fit and Proper Policy" criteria into director nomination and selection, ensuring candidate evaluation explicitly considers suitability, competency, experience, independence, and ethical standing. Rationale: maintain appropriate Board composition and skill mix supporting effective oversight, reduce governance and reputational risk, and ensure Board capability to steer transformation while upholding governance standards.

#### Policy Reviews and Revisions

Policy	Purpose
Personal Data Protection (PDPA)	Reinforce privacy governance as data protection expectations and digital operating models expand
Conflict of Interest Prevention	Maintain disclosure discipline and safeguard decision-making integrity, particularly for transactions with potential personal interests
Use of Inside Information and Securities Holdings Reporting	Strengthen market conduct controls and reduce improper use of material nonpublic information
Risk Management	Align enterprise risk governance with evolving risk profile (operational, financial, compliance, emerging)
Business Ethics Handbook	Reaffirm ethical expectations and embed responsible business conduct
Anti-Corruption	Reinforce zero-tolerance stance and ensure practical controls remain adequate for operating environment and third-party interactions
Whistleblowing and Complaint Handling	Strengthen reporting accessibility, confidentiality protections, and non-retaliation safeguards

These milestones reflect the Board's continued focus on strengthening DV8's governance framework to support sustainable value creation, maintain regulatory and market confidence, and enhance readiness for strategic initiatives through clear accountability, disciplined controls, and transparent practices.

### Implementation of the CG Code for listed companies

Implementation of the CG Code as prescribed by the : Mostly used in practice  
SEC

The Board of Directors has reviewed and confirmed that the Company adheres to the principles of good corporate governance in accordance with the Corporate Governance Code for Listed Companies 2017 (CG Code) issued by the Securities and Exchange Commission, Thailand, as well as internationally accepted standards such as the OECD Principles of Corporate Governance. The Company applies the eight CG Code principles as its governance framework, encompassing board leadership for sustainable value creation, objectives promoting sustainability, effective board composition, CEO and people management, innovation and responsible business conduct, risk management and internal control, disclosure and financial integrity, and stakeholder engagement.

In 2025, the Board reviewed the Company's corporate governance policy and practices to ensure continued alignment with the CG Code principles and evolving regulatory expectations. The Company has implemented all major governance practices prescribed under the CG Code, with one exception: the Company has not yet established a separate Risk Management Committee. Currently, the Audit Committee provides oversight of the Company's risk management practices, including review of risk identification, assessment, and mitigation processes. The Board considers this arrangement appropriate for the Company's current size and complexity, and will evaluate the establishment of a dedicated Risk Management Committee as the Company's operations and strategic investments expand.

## Other corporate governance performance and outcomes

# Corporate Governance Structure

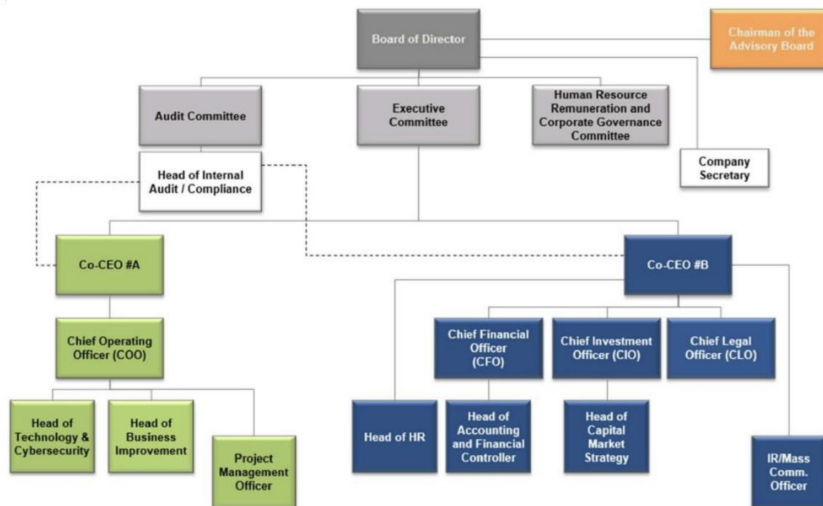
Information on corporate governance structure

Corporate governance structure

Corporate governance structure diagram

Corporate governance structure as of date : 13 Nov 2025

Corporate governance structure diagram



Corporate Governance Structure

Information on the board of directors

Information on the board of directors

Composition of the board of directors

	2023		2024		2025	
	Male (persons)	Female (persons)	Male (persons)	Female (persons)	Male (persons)	Female (persons)
Total directors	11		11		11	
	11	0	11	0	9	2
Executive directors	4		4		2	
	4	0	4	0	2	0
Non-executive directors	7		7		9	
	7	0	7	0	7	2
Independent directors	5		5		4	
	5	0	5	0	3	1
Non-executive directors who have no position in independent directors	2		2		5	
	2	0	2	0	4	1

	2023		2024		2025	
	Male (%)	Female (%)	Male (%)	Female (%)	Male (%)	Female (%)
Total directors	100.00		100.00		100.00	
	100.00	0.00	100.00	0.00	81.82	18.18
Executive directors	36.36		36.36		18.18	
	36.36	0.00	36.36	0.00	18.18	0.00
Non-executive directors	63.64		63.64		81.82	
	63.64	0.00	63.64	0.00	63.64	18.18
Independent directors	45.45		45.45		36.36	
	45.45	0.00	45.45	0.00	27.27	9.09
Non-executive directors who have no position in independent directors	18.18		18.18		45.45	
	18.18	0.00	18.18	0.00	36.36	9.09

Additional explanation : Displayed % (percentage) from proportion of total board of directors

	2023		2024		2025	
	Male (years)	Female (years)	Male (years)	Female (years)	Male (years)	Female (years)
Average age of board of directors	56		56		48	
	56	0	56	0	46	53

The information on each director and controlling person

List of the board of directors

List of directors	Position	First appointment date of director	Skills and expertise
<p>1. Pol. Gen. Dr. PRAWUT THAVORNSIRI  Gender: Male  Age : 69 years  Highest level of education : Doctoral degree  Study field of the highest level of education : Master of Political Science Program in Criminology, Justice Administration and Society  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p>	<p>Director  (Non-executive directors, Independent director)   Authorized directors as per the companys certificate of registration : No   Type of director : Existing director</p>	<p>24 Feb 2022</p>	<p>Public Administration, Strategic Management</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>2. Ms. KANYA CHAISARTIPORN  Gender: Female  Age : 39 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Accounting  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : No</p> <p><b>Shareholding in the company</b></p> <ul style="list-style-type: none"> <li>• Direct shareholding : 363,791,900 Shares (22.430000 %)</li> </ul>	<p>Director  (Non-executive directors)</p> <p>Authorized directors as per the companys certificate of registration : Yes</p> <p>Type of director : Newly appointed director not being replaced the ex-director</p>	11 Apr 2025	Business Administration, Marketing, Accounting

List of directors	Position	First appointment date of director	Skills and expertise
<p>3. Mr. CHATCHAVAL JIARAVANON</p> <p>Gender: Male</p> <p>Age : 63 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesnt Have</p> <p>Legal offenses in the past 5 years<sup>(*)</sup> : Doesnt Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Chairman of the board of directors</p> <p>(Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Newly appointed director not being replaced the ex-director</p>	25 Aug 2025	<p>Strategic Management, Finance, Business Administration, Governance/ Compliance</p>
<p>4. Mr. VICHATE TANTIWANICH</p> <p>Gender: Male</p> <p>Age : 64 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Finance</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesnt Have</p> <p>Legal offenses in the past 5 years<sup>(*)</sup> : Doesnt Have</p> <p>DAP course : No</p> <p>DCP course : Yes</p>	<p>Director</p> <p>(Non-executive directors)</p> <p>Authorized directors as per the companys certificate of registration : Yes</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	25 Aug 2025	<p>Finance, Governance/ Compliance, Business Administration, Strategic Management, Risk Management</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>5. Mrs. PORNPRING SUKSANTISUWAN  Gender: Female  Age : 67 years  Highest level of education : Master's degree  Study field of the highest level of education : Business Administration  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : Yes  DCP course : Yes</p>	<p>Director  (Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	25 Aug 2025	Finance, Accounting, Governance/ Compliance, Business Administration, Risk Management
<p>6. Mr. NATTAVUDH PUNGCHAROENPONG  Gender: Male  Age : 48 years  Highest level of education : Master's degree  Study field of the highest level of education : Engineering  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : Yes  DCP course : No</p>	<p>Director  (Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	25 Aug 2025	Governance/ Compliance, Accounting, Risk Management, Finance

List of directors	Position	First appointment date of director	Skills and expertise
<p>7. Mr. JASON KIN HOI FANG  Gender: Male  Age : 32 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Economics  Thai nationality : No  Residence in Thailand : No  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : No</p>	<p>Director  (Executive directors)   Authorized directors as per the companys certificate of registration : Yes   Type of director : Newly appointed director to replace the ex-director</p>	<p>25 Aug 2025</p>	<p>Business Administration, Strategic Management, Marketing, Finance</p>
<p>8. Mr. JOHN EDWIN RIGGINS  Gender: Male  Age : 35 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Economics  Thai nationality : No  Residence in Thailand : No  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : No</p>	<p>Director  (Non-executive directors)   Authorized directors as per the companys certificate of registration : No   Type of director : Newly appointed director not being replaced the ex-director</p>	<p>25 Aug 2025</p>	<p>Strategic Management, Business Administration, Finance</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>9. Mr. THENG WEI TAN  Gender: Male  Age : 36 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Accounting  Thai nationality : No  Residence in Thailand : No  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : No</p>	<p>Director  (Executive directors)   Authorized directors as per the companys certificate of registration : Yes   Type of director : Newly appointed director to replace the ex-director</p>	25 Aug 2025	Accounting, Risk Management, Finance
<p>10. Mr. SAMUEL COYN MATEER  Gender: Male  Age : 35 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Finance  Thai nationality : No  Residence in Thailand : No  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : No</p>	<p>Director  (Non-executive directors)   Authorized directors as per the companys certificate of registration : No   Type of director : Newly appointed director to replace the ex-director</p>	25 Aug 2025	Finance, Business Administration

List of directors	Position	First appointment date of director	Skills and expertise
11. Mr. KEVIN ZHANG Gender: Male Age : 35 years Highest level of education : Bachelor's degree Study field of the highest level of education : Business Administration Thai nationality : No Residence in Thailand : No Family relationship between directors and executives : Doesnt Have Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have DAP course : No DCP course : No	Director (Non-executive directors)  Authorized directors as per the companys certificate of registration : No  Type of director : Newly appointed director to replace the ex-director	25 Aug 2025	Business Administration, Strategic Management, Governance/ Compliance

Additional explanation:

(\*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(\*\*) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.

**List of board of directors who resigned / vacated their position during the year**

List of directors	Position	Date of resignation / termination	Replacement director
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List of directors	Position	Date of resignation / termination	Replacement director
<p>1. Mr. PRACHUAB UJJIN  Gender: Male  Age : 74 years  Highest level of education : Master's degree  Study field of the highest level of education : Engineering  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p>	<p>Director  (Non-executive directors)   Authorized directors as per the companys certificate of registration : Yes</p>	25 Aug 2025	<p>Mr. KEVIN ZHANG   Appointment date of replacement director : 25 Aug 2025</p>
<p>2. Mr. THANARATH THANAVUTWATTHANA  Gender: Male  Age : 39 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Communication Arts  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : Yes  DCP course : Yes</p>	<p>Director  (Executive directors)   Authorized directors as per the companys certificate of registration : No</p>	25 Aug 2025	<p>Mr. NATTAVUDH PUNGCHAROENPONG   Appointment date of replacement director : 25 Aug 2025</p>

List of directors	Position	Date of resignation / termination	Replacement director
<p>3. Mr. SORASAK SAENSOMBAT  Gender: Male  Age : 68 years  Highest level of education : Master's degree  Study field of the highest level of education : Engineering  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p>	<p>Director  (Non-executive directors, Independent director)   Authorized directors as per the companys certificate of registration : No</p>	25 Aug 2025	<p>Mr. SAMUEL COYN MATEER   Appointment date of replacement director : 25 Aug 2025</p>
<p>4. Mr. POONSUK TOCHANAKARN  Gender: Male  Age : 71 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Accounting  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : No  DCP course : Yes</p>	<p>Director  (Non-executive directors, Independent director)   Authorized directors as per the companys certificate of registration : No</p>	25 Aug 2025	<p>Mr. JOHN EDWIN RIGGINS   Appointment date of replacement director : 25 Aug 2025</p>

List of directors	Position	Date of resignation / termination	Replacement director
<p>5. Mr. PAKORN LEESAKUL  Gender: Male  Age : 41 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Science  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : Yes  DCP course : Yes</p>	<p>Director  (Executive directors)   Authorized directors as per the companys certificate of registration :  No</p>	25 Aug 2025	<p>Mr. VICHATE TANTIWANICH   Appointment date of replacement director :  25 Aug 2025</p>
<p>6. Mr. NATHAPHOL KASAMVILAS  Gender: Male  Age : 29 years  Highest level of education : Bachelor's degree  Study field of the highest level of education : Hotel and Tourism  Thai nationality : Yes  Residence in Thailand : Yes  Family relationship between directors and executives : Doesnt Have  Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have  DAP course : Yes  DCP course : Yes</p>	<p>Director  (Executive directors)   Authorized directors as per the companys certificate of registration :  Yes</p>	25 Aug 2025	-

List of directors	Position	Date of resignation / termination	Replacement director
<p>7. Mr. Narong Chatvorakitpanit Gender: Male Age : 47 years Highest level of education : Bachelor's degree Study field of the highest level of education : Physics Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesnt Have Legal offenses in the past 5 years<sup>(*)</sup> : Doesnt Have DAP course : No DCP course : Yes</p>	<p>Director (Executive directors)  Authorized directors as per the companys certificate of registration : No</p>	25 Aug 2025	<p>Mrs. PORNPRING SUKSANTISUWAN  Appointment date of replacement director : 25 Aug 2025</p>
<p>8. Mr. WORAWONG RAKHANGTHONG Gender: Male Age : 57 years Highest level of education : Bachelor's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesnt Have Legal offenses in the past 5 years<sup>(*)</sup> : Doesnt Have DAP course : No DCP course : No</p>	<p>Director (Non-executive directors, Independent director)  Authorized directors as per the companys certificate of registration : No</p>	25 Aug 2025	<p>Mr. THENG WEI TAN  Appointment date of replacement director : 25 Aug 2025</p>

List of directors	Position	Date of resignation / termination	Replacement director
<p>9. Mr. Pongpanu Sawetron</p> <p>Gender: Male</p> <p>Age : 66 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Economics</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesnt Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have</p> <p>DAP course : No</p> <p>DCP course : Yes</p>	<p>Chairman of the board of directors</p> <p>(Non-executive directors, Independent director)</p> <p>Authorized directors as per the companys certificate of registration : No</p>	25 Aug 2025	<p>Mr. JASON KIN HOI FANG</p> <p>Appointment date of replacement director : 25 Aug 2025</p>
<p>10. Police Major General Prayon Lasue</p> <p>Gender: Male</p> <p>Age : 70 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Political Science</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesnt Have</p> <p>Legal offenses in the past 5 years <sup>(*)</sup> : Doesnt Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p>	<p>Vice-chairman of the board of directors</p> <p>(Non-executive directors)</p> <p>Authorized directors as per the companys certificate of registration : No</p>	25 Aug 2025	<p>Mr. CHATCHAVAL JIARAVANON</p> <p>Appointment date of replacement director : 25 Aug 2025</p>

Additional explanation:

(\*) Any offense under the Securities and Exchange Act B.E. 2535 (1992) or the Derivatives Act B.E. 2546 (2003), only in the following cases:

(1) Dishonest act or gross negligence

(2) Disclosure or dissemination of false information or statements that may be misleading or conceal material facts that should be notified, which may affect decision making of shareholders, investors or other parties involved

(3) Unfair acts or exploitation of investors in trading securities or derivatives, or participation in, or support to, such acts.

(\*\*) Shareholdings by persons related to directors or executives as prescribed in Section 59 of the Securities and Exchange Act B.E. 2535 (1992), such as spouses or cohabiting couple (unmarried couples living together openly), minor children, etc.

### List of the board of directors by position

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the companys certificate of registration
1. Pol. Gen. Dr. PRAWUT THAVORNSIRI	Director		✓	✓		
2. Ms. KANYA CHAISARTIPORN	Director		✓		✓	✓
3. Mr. CHATCHAVAL JIARAVANON	Chairman of the board of directors		✓	✓		
4. Mr. VICHATE TANTIWANICH	Director		✓		✓	✓
5. Mrs. PORNPRIING SUKSANTISUWAN	Director		✓	✓		
6. Mr. NATTAVUDH PUNGCHAROENPONG	Director		✓	✓		
7. Mr. JASON KIN HOI FANG	Director	✓				✓
8. Mr. JOHN EDWIN RIGGINS	Director		✓		✓	
9. Mr. THENG WEI TAN	Director	✓				✓
10. Mr. SAMUEL COYN MATEER	Director		✓		✓	
<b>Total (persons)</b>		<b>2</b>	<b>9</b>	<b>4</b>	<b>5</b>	<b>4</b>

List of the board of directors	Position	Executive directors	Non-executive directors	Independent directors	Non-executive directors who have no position in independent directors	Authorized directors as per the company's certificate of registration
11. Mr. KEVIN ZHANG	Director		✓		✓	
<b>Total (persons)</b>		<b>2</b>	<b>9</b>	<b>4</b>	<b>5</b>	<b>4</b>

#### Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Marketing	2	18.18
2. Accounting	4	36.36
3. Finance	8	72.73
4. Strategic Management	6	54.55
5. Risk Management	4	36.36
6. Governance/ Compliance	5	45.45
7. Public Administration	1	9.09
8. Business Administration	8	72.73

#### Information about the other directors <sup>(\*)(\*\*)</sup>

	2023	2024	2025
The chairman of the board and the highest-ranking executive are from the same person	-	No	No
The chairman of the board is an independent director	-	Yes	Yes

	2023	2024	2025
The chairman of the board and the highest-ranking executive are from the same family	No	No	No
Chairman is a member of the executive board or taskforce	-	No	No
The company appoints at least one independent director to determine the agenda of the board of directors meeting	Yes	Yes	Yes

Additional explanation :

(\*) Composition of the Board of Directors is calculated from the Board of Directors data in the year 2022 onwards

(\*\*) If a remark is specified, the remark from the most recent year will be displayed

## The measures for balancing the power between the board of directors and the Management

The measures for balancing the power between the board of directors and the Management : Have

Methods of balancing power between the board of directors and Management : Increasing the proportion of independent directors to more than half, Appointing an independent director to jointly consider the agenda of the board of directors meeting

### Measures to Balance Power Between the Board of Directors and Management

To ensure transparency, accountability, and effective corporate governance, the company has established measures to balance power between the Board of Directors and the management team as follows:

#### 1. Segregation of Roles and Responsibilities

The Board of Directors is responsible for setting strategies, policies, and overseeing operations, while the management is tasked with executing these strategies and managing day-to-day operations.

#### 2. Independent Directors

Independent directors are appointed to the Board to provide unbiased oversight, protect the interests of shareholders, and ensure that the Board acts independently from management.

#### 3. Authority Limits

Clear delegation of authority is defined, with specific approval limits for key decisions. Certain significant matters must be approved by the Board or shareholders, not solely by management.

#### 4. Audit and Oversight Committees

Sub-committees such as the Audit Committee are established to monitor financial reporting, internal controls, and compliance, acting as a check-and-balance mechanism over management.

#### 5. Performance Evaluation and Remuneration

The performance of the management team is subject to regular evaluation by the Board, with remuneration tied to performance and alignment with the company's long-term goals.

## 6. Conflict of Interest Prevention

Policies are in place to prevent conflicts of interest, requiring directors and executives to disclose any potential conflicts and refrain from participating in related decision-making.

### Information on the roles and duties of the board of directors

Board charter : Have

The Board of Directors is responsible for overseeing the company's operations to ensure efficiency, transparency, and alignment with the company's vision, mission, business ethics, applicable laws, and shareholder resolutions, in accordance with good corporate governance principles. The key areas and highlights are as follows:

#### Composition of the Board

- There must be at least 5 directors, with no fewer than half residing in Thailand.
- At least one-third of the directors must be independent directors, and no fewer than 3 independent directors.
- Executive directors must not exceed half of the total number of directors.
- The Board is responsible for appointing the Chairman of the Board (must be an independent director and not serve as chairman of any sub-committee).
- The Board is also responsible for appointing the Company Secretary.

#### Qualifications of Directors

- Possess appropriate knowledge and skills relevant to the business, such as in finance, marketing, law, etc.
- Must not have any disqualifying characteristics as prescribed by law.
- Must not have conflicts of interest or compete with the company's business unless disclosed to shareholders prior to appointment.
- Should have completed DAP and DCP courses by the IOD from 2015 onward.
- Must not serve as director in more than 5 listed companies.
- Independent directors must meet SEC criteria, such as:
  - o Hold no more than 1% of shares.
  - o No management role, business or familial relationship with the company or its affiliates.
  - o Not an auditor, advisor, or service provider with vested interests.
  - o Not a representative of major shareholders, and must not have any other conflict affecting independence.

#### Appointment and Term

- Appointments must be transparent and go through the Human Resources Committee, etc., before being proposed to the shareholders meeting.
- Voting is based on the number of shares held, and directors are elected based on highest vote count.
- If a position becomes vacant, a replacement may be appointed to serve for the remaining term of the former director.

#### Scope of Duties and Responsibilities of the Board of Directors

1. Determine Company Direction and Policy
  - o Set policies, strategies, and financial goals.
  - o Oversee management to ensure operations align with policies.
2. Ensure Compliance with Laws and Ethics

- o Structure company governance to comply with laws and ethics.
- o Prepare and review the Board Charter and key policies, e.g., Business Ethics, Corporate Governance.
- 3. Risk Management and Internal Control
  - o Approve risk management plans, review reports, and assess internal control systems annually.
  - o Disclose results in the Annual Report.
- 4. Monitor Performance and Financial Statements
  - o Track business performance, plans, and budget.
  - o Ensure accurate financial statements according to accounting standards.
- 5. Appoint Auditors and Oversee Audits
  - o Approve external auditors and remuneration.
  - o Review audit reports from various departments and implement necessary improvements.
- 6. Manage Organization and Senior Executives
  - o Appoint and evaluate the CEO and senior management.
  - o Determine compensation and succession plans.
  - o Appoint directors to subsidiaries/joint ventures.
- 7. Compliance with Securities and Exchange Laws
  - o Oversee related party transactions and asset acquisitions/disposals to ensure regulatory compliance.
- 8. Appoint Company Secretary
  - o To support the Boards work and ensure legal compliance.

### **Role of the Chairman of the Board**

- Acts as Chair of meetings and holds casting vote in case of a tie.
- Sets meeting agendas in coordination with the CEO and Company Secretary.
- Leads the Board to operate effectively and promote a positive organizational culture.

### **Board Meetings**

- Held at least 6 times per year.
- Directors must attend no less than 80% of meetings.
- Meeting notice sent 3 days in advance, except in urgent cases.
- At least 2 directors can call for a meeting.
- At least half of the directors must be present for a quorum.
- There is a policy for non-executive directors to meet independently at least once a year.

### **Voting**

- One person, one vote / Majority vote / Chairman has casting vote.
- Directors with a conflict of interest cannot vote on that matter.

### **Minutes of the Meeting**

- The Company Secretary is responsible for recording meeting minutes.

### **Board Performance Evaluation**

The Board of Directors mandates an annual performance evaluation to assess its effectiveness and efficiency. The evaluation is divided into three types:

- Self-Assessment of the Entire Board Evaluates the performance of the Board as a whole in fulfilling its roles and responsibilities.
- Individual Self-Assessment of Directors Each director assesses their own performance, contributions, and compliance with duties.

- Self-Assessment of Sub-Committees Evaluates the performance of each sub-committee to ensure they are meeting their objectives and responsibilities effectively.

## Information on subcommittees

### Information on subcommittees

### Information on roles of subcommittees

## Roles of subcommittees

### Audit Committee

#### Role

- Audit of financial statements and internal controls
- Risk management

#### Scope of authorities, role, and duties

The Audit Committee supports the Board of Directors in strengthening good corporate governance, safeguarding stakeholder confidence, and ensuring the integrity of the Company's financial reporting and control environment. The Audit Committee's roles, duties, and responsibilities are defined under its Charter and are summarized as follows.

##### 1. Review of financial reporting and disclosure integrity

Review and ensure that the Company's financial reporting is accurate, adequate, and credible, through coordination with the external auditor and management responsible for financial reporting, and oversight of the financial reporting process on a periodic basis.

##### 2. External audit oversight

Select and propose the appointment of an independent external auditor and propose auditor remuneration; review the scope and audit plan; and meet with the external auditor without management present at least once a year to support independent discussion of audit matters.

##### 3. Internal audit oversight and independence

Review the independence of the internal audit function; approve or concur in the appointment, transfer, engagement/termination, and remuneration of the Head of Internal Audit (or outsourced internal auditor); and approve and review the Internal Audit Charter, annual internal audit plan, internal audit budget, and internal audit performance evaluation.

##### 4. Oversight of internal control system

Review the adequacy and effectiveness of the Company's internal control system to ensure it remains appropriate for the business, supports reliable financial reporting, and mitigates key operational and compliance risks.

##### 5. Oversight of risk management system and significant risks

Review the adequacy and effectiveness of the Company's risk management system; review and screen risk management reports; and discuss with management on significant risk factors and mitigation measures implemented to monitor and control such risks.

##### 6. Compliance oversight

Review and ensure that the Company complies with the Securities and Exchange Act, SET requirements, and other applicable laws and regulations relevant to the Company's business operations.

#### 7. Governance oversight and corporate governance improvement

Review the Companys compliance with good corporate governance principles and provide recommendations and guidance to support continuous improvement of corporate governance practices.

#### 8. Whistleblowing and complaint handling oversight

Support, promote, and oversee policies and processes for receiving complaints and whistleblowing reports related to misconduct, corruption, fraud, and non-compliance; oversee fact-finding and independent consideration of appropriate disciplinary actions; and ensure appropriate protection of whistleblowers in accordance with Company policy.

#### 9. Follow-up on audit findings and remediation

Review audit findings and recommendations from the external auditor and internal auditor, propose corrective actions to management, and monitor implementation progress to ensure timely remediation.

#### 10. Review of connected transactions and conflict-of-interest matters

Review connected transactions, transactions involving conflicts of interest, and acquisitions/disposals of assets to ensure compliance with applicable laws and SET rules, and to confirm that such transactions are reasonable and in the Companys best interests, with complete and accurate disclosures.

#### 11. Authority to investigate and engage specialists

Conduct inquiries, investigations, and request information from relevant units or individuals within the scope of the Audit Committees duties, and engage external specialists or experts to support review or investigations when necessary.

#### 12. Direct access and unrestricted communication

Communicate directly with the external auditor, internal auditor, and management as necessary to perform duties effectively and independently.

#### 13. Oversight of fundraising proceeds utilization

Review and monitor the use of funds raised to ensure utilization is consistent with the objectives disclosed, based on details and reporting from the relevant executive committee responsible for the use of proceeds.

#### 14. Reporting and escalation

Report Audit Committee performance to the Board at least quarterly and prepare the Audit Committee Report for disclosure in the annual report, including required opinions and disclosures (e.g., on financial reporting reliability, internal control adequacy, compliance, auditor suitability, and related party transactions). Where significant issues are identified (e.g., conflicts of interest, material control deficiencies, fraud, or legal breaches), report to the Board promptly and, where remediation is not undertaken within an appropriate timeframe, escalate in accordance with applicable regulatory requirements.

### Reference link for the charter

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## Executive Committee

### Role

- Others
- Operate and manage the companys business
- Monitor key operational performance and the progress of investment projects.

### Scope of authorities, role, and duties

The Executive Committee supports the Board of Directors by driving efficient management execution in line with the Companys objectives, articles of association, and the policies, plans, and resolutions approved by the Board. The Executive Committees roles, duties, and responsibilities under its Charter are summarized as follows.

1. Manage operations in accordance with Board-approved direction

Conduct and manage the Companys operations in accordance with its objectives, articles of association, and the policies, regulations, rules, directives, and resolutions of the Board of Directors.

2. Develop and propose strategy, plans, and budgets for Board approval

Establish the Companys vision, mission, values, business goals, objectives, strategies, business plans, annual budgets, and management authorities, taking into account relevant business factors, and submit these to the Board of Directors for approval.

3. Oversee, monitor, and evaluate operational performance

Oversee, monitor, review, and evaluate the Companys operations to ensure efficient execution in accordance with mandates of the Board of Directors.

4. Approve routine operations within approved limits and delegated authority

Consider and approve routine business operations within the limits and budgets approved by the Board, and within transaction amounts consistent with the authority delegated by the Board.

5. Investment project feasibility and investment approvals within delegated scope

Conduct feasibility studies for new investment projects and consider and approve investments by the Company, subsidiaries, joint ventures, or business partnerships (including related expenditures, contract execution, and necessary actions) within the scope of investment authority approved by the Board.

6. Monitor key operations and investment projects; report to the Board

Monitor performance and progress of key operations and investment projects, and report results, issues, obstacles, and proposed corrective actions to the Board of Directors.

7. Approve manpower plans within Board-approved structure and budget

Consider and approve manpower plans within the budget and organizational structure approved by the Board of Directors.

8. Propose dividends for Board approval

Propose interim or annual dividends for approval by the Board of Directors prior to submission to the shareholders meeting (where applicable).

9. Delegate authority with conflict safeguards

Delegate powers to individuals to perform specific actions under the Executive Committees supervision, and revoke/modify delegated authority when appropriate. Delegation must not permit the delegate to approve transactions in which the delegate or any person with a conflict of interest has a direct or indirect interest; such matters must be submitted to the Board of Directors and/or the shareholders meeting (as applicable), except for ordinary course transactions on normal commercial terms in accordance with applicable SEC/SET rules.

10. Maintain and review the Executive Committee Charter

Prepare the Executive Committee Charter for Board approval and review the appropriateness of the Charter at least once a year.

11. Perform other duties as assigned by the Board

Undertake additional responsibilities as assigned by the Board of Directors.

12. Reporting and disclosure responsibilities

Report performance of assigned tasks to the Board regularly and prepare the Executive Committee performance report for disclosure in the annual report (Form 56-1 One Report), including committee composition, meeting frequency and attendance, charter summary, and performance of duties during the year.

#### Reference link for the charter

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### Human Resource, Remuneration and Corporate Governance Committee

#### Role

- Director and executive nomination

- Remuneration
- Corporate governance
- Sustainability development

### **Scope of authorities, role, and duties**

The Human Resources, Remuneration, and Corporate Governance Committee (the HRG Committee) supports the Board of Directors in ensuring that the Companys nomination, remuneration, and corporate governance practices are appropriate, transparent, and aligned with good corporate governance principles. In addition, the HRG Committee supports the Board in monitoring governance implementation and sustainability-related management practices to promote responsible and sustainable growth.

#### A) Overall responsibilities

1. Propose, review, and recommend HRG Committee policies, frameworks, and key governance matters to the Board for approval, and review the appropriateness of relevant policies at least once a year.
2. Provide guidance and recommendations to the Board on enhancing the Companys governance practices, including monitoring governance implementation and follow-up on improvement actions.
3. Establish guidelines and criteria for evaluating the performance of the Board of Directors and the Chief Executive Officer for submission to the Board.
4. Oversee orientation for new directors by ensuring that necessary governance documents and relevant information are provided to support effective discharge of director duties.
5. Conduct an annual self-assessment of the HRG Committees performance and report results (including constraints, if any) to the Board.
6. Engage external advisors or experts, where necessary, to support the Committees duties within the budget authorized by the Board.
7. Report performance of assigned tasks to the Board on a regular basis and prepare the HRG Committee performance report for disclosure in the annual report (Form 56-1 One Report).

#### B) Nomination responsibilities

1. Establish criteria and procedures for nominating directors and Board committee members, taking into account the appropriate size, structure, and composition of the Board, including qualifications, experience, and skill sets relevant to the Companys business.
2. Consider, select, and propose qualified individuals to serve as directors (including replacement of outgoing directors, filling vacancies, and newly created positions) for Board consideration and recommendation to the AGM.
3. Consider, select, and nominate the Chief Executive Officer for Board consideration.
4. Review and confirm independence qualifications of independent director candidates to ensure compliance with applicable criteria prescribed by the SEC as a minimum standard.
5. Provide opportunities for minority shareholders to nominate candidates and/or consider candidates from an appropriate director pool, and consider incumbent directors for reappointment as appropriate.
6. Screen candidates in accordance with the Fit and Proper Policy for the Board of Directors and consider alignment with the Board Skills Matrix and the Companys governance needs.
7. Verify candidate backgrounds against applicable laws and regulations (including the Securities and Exchange Act B. E. 2535 and other relevant rules).
8. Consider director time commitment, potential conflicts of interest, and where reappointment is considered past performance, participation, and other directorships to support continued effectiveness.
9. Prepare and submit to the Board a prioritized list of candidates, including qualifications and rationale, for recommendation to shareholders for individual election at the AGM.
10. Consider and establish succession plans for executive positions and policies for director and executive development to ensure leadership readiness and continuity, with review at least once a year.

#### C) Remuneration responsibilities

1. Review the Company's salary structure proposed by management and submit to the Board for approval.
2. Establish criteria and policies for determining remuneration and benefits of directors, sub-committee members, and senior executives for submission to the Board and/or shareholders meeting, as appropriate, with review at least once a year.
3. Determine necessary and appropriate remuneration (monetary and non-monetary) for directors, sub-committee members, and senior executives for submission to the Board and/or shareholders meeting, considering duties and responsibilities, performance evaluation results, industry and economic context, Company performance, and benchmarking against comparable companies.

D) Corporate Governance and Sustainability responsibilities

1. Consider and establish key corporate governance policies and codes, including the Code of Conduct, Anti-Corruption Policy, Whistleblowing and Complaints Handling Policy, and sustainability-related policies, aligned with relevant practices and standards, for submission to the Board; and review such policies at least once a year.
2. Monitor compliance with corporate governance practices and related policies and track management's implementation of sustainability management (SM) and corporate social responsibility (CSR) initiatives.
3. Establish policies enabling minority shareholders to nominate director candidates and propose AGM agenda items to strengthen shareholder participation and engagement.

**Reference link for the charter**

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**Information on each subcommittee**

**List of audit committee**

List of directors	Position	Appointment date of audit committee member	Skills and expertise
1. Mrs. PORNPRING SUKSANTISUWAN <sup>(*)</sup> Gender: Female Age : 67 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Chairman of the audit committee (Non-executive directors, Independent director)  Director type : Newly appointed director to replace the ex-director	25 Aug 2025	Finance, Accounting, Governance/ Compliance, Business Administration, Risk Management

List of directors	Position	Appointment date of audit committee member	Skills and expertise
<p>2. Pol. Gen. Dr. PRAWUT THAVORNSIRI</p> <p>Gender: Male</p> <p>Age : 69 years</p> <p>Highest level of education : Doctoral degree</p> <p>Study field of the highest level of education : Master of Political Science Program in Criminology, Justice Administration and Society</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : No</p>	<p>Member of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Existing director</p>	25 Aug 2025	Public Administration, Strategic Management
<p>3. Mr. NATTAVUDH PUNGCHAROENPONG</p> <p>Gender: Male</p> <p>Age : 48 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Engineering</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : No</p>	<p>Member of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Newly appointed director not being replaced the ex-director</p>	25 Aug 2025	Governance/ Compliance, Accounting, Risk Management, Finance

Additional explanation :

(\*) Directors with expertise in accounting information review

**List of audit committee members who resigned / vacated their position during the year**

List of directors	Position	Date of resignation / termination	Replacement committee member
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List of directors	Position	Date of resignation / termination	Replacement committee member
<p>1. Mr. POONSUK TOCHANAKARN<sup>(*)</sup></p> <p>Gender: Male</p> <p>Age : 71 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Accounting</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : Yes</p>	<p>Chairman of the audit committee</p> <p>(Non-executive directors, Independent director)</p>	25 Aug 2025	<p>Mrs. PORNPRING SUKSANTISUWAN</p> <p>Appointment date of replacement committee member : 25 Aug 2025</p>
<p>2. Mr. SORASAK SAENSOMBAT</p> <p>Gender: Male</p> <p>Age : 68 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Engineering</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : No</p>	<p>Member of the audit committee</p> <p>(Non-executive directors, Independent director)</p>	25 Aug 2025	<p>Pol. Gen. Dr. PRAWUT THAVORNSIRI</p> <p>Appointment date of replacement committee member : 25 Aug 2025</p>

List of directors	Position	Date of resignation / termination	Replacement committee member
3. Mr. WORAWONG RAKHANGTHONG <sup>(*)</sup> Gender: Male Age : 57 years Highest level of education : Bachelor's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Member of the audit committee (Non-executive directors, Independent director)	25 Aug 2025	Mr. NATTAVUDH PUNGCHAROENPONG  Appointment date of replacement committee member : 25 Aug 2025

Additional explanation :

(\*) Directors with expertise in accounting information review

#### List of executive committee members

List of committee members	Position	Appointment date of executive committee member
1. Mr. VICHATE TANTIWANICH Gender: Male Age : 64 years Highest level of education : Master's degree Study field of the highest level of education : Finance Thai nationality : Yes Residence in Thailand : Yes	The chairman of the executive committee	25 Aug 2025
2. Mr. JOHN EDWIN RIGGINS Gender: Male Age : 35 years Highest level of education : Bachelor's degree Study field of the highest level of education : Economics Thai nationality : No Residence in Thailand : No	Member of the executive committee	25 Aug 2025

List of committee members	Position	Appointment date of executive committee member
<p>3. Mr. JASON KIN HOI FANG</p> <p>Gender: Male</p> <p>Age : 32 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Economics</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p>	Member of the executive committee	25 Aug 2025
<p>4. Mr. THENG WEI TAN</p> <p>Gender: Male</p> <p>Age : 36 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Accounting</p> <p>Thai nationality : No</p> <p>Residence in Thailand : No</p>	Member of the executive committee	25 Aug 2025
<p>5. Ms. Annie Yangeksakul</p> <p>Gender: Female</p> <p>Age : 47 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p>	Member of the executive committee	13 Nov 2025

**List of executive committee members who resigned / vacated their position during the year**

List of directors	Position	Date of resignation / termination	Replacement committee member
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List of directors	Position	Date of resignation / termination	Replacement committee member
<p>1. Mr. THANARATH THANAVUTWATTHANA</p> <p>Gender: Male</p> <p>Age : 39 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Communication Arts</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : Yes</p>	Member of the executive committee	25 Aug 2025	<p>Mr. JASON KIN HOI FANG</p> <p>Appointment date of replacement committee member : 25 Aug 2025</p>
<p>2. Mr. PAKORN LEESAKUL</p> <p>Gender: Male</p> <p>Age : 41 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Science</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : Yes</p>	Member of the executive committee	25 Aug 2025	<p>Mr. THENG WEI TAN</p> <p>Appointment date of replacement committee member : 25 Aug 2025</p>
<p>3. Mr. NATHAPHOL KASAMVILAS</p> <p>Gender: Male</p> <p>Age : 29 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Hotel and Tourism</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Expertise in accounting information review : Yes</p>	Member of the executive committee	25 Aug 2025	<p>Mr. JOHN EDWIN RIGGINS</p> <p>Appointment date of replacement committee member : 25 Aug 2025</p>

## Other Subcommittees

Subcommittee name	Name list	Position
Human Resource, Remuneration and Corporate Governance Committee	Mr. VICHATE TANTIWANICH	The chairman of the subcommittee
	Mrs. PORNPRING SUKSANTISUWAN	Member of the subcommittee (Independent director)
	Mr. JOHN EDWIN RIGGINS	Member of the subcommittee
	Mr. JASON KIN HOI FANG	Member of the subcommittee
	Mr. THENG WEI TAN	Member of the subcommittee

List of subcommittees who resigned / vacated their position during the year

## Information on the executives

Information on the executives

List and positions of the executive

List of the highest-ranking executive and the next four executives

List of executives	Position	First appointment date	Skills and expertise
1. Mr. JASON KIN HOI FANG (***)  Gender: Male Age : 32 years Highest level of education : Bachelor's degree Study field of the highest level of education : Economics Thai nationality : No Residing in Thailand : No Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Co-CEO (The highest-ranking executive)	13 Nov 2025	Business Administration, Strategic Management, Marketing, Finance

List of executives	Position	First appointment date	Skills and expertise
<p>2. Phd. CHOTIPHUN TIAVIWAT<sup>(***)</sup> Gender: Male Age : 38 years Highest level of education : Doctoral degree Study field of the highest level of education : Political Science Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	<p>Co-CEO (The highest-ranking executive)</p>	<p>25 Feb 2026</p>	<p>Economics</p>
<p>3. Mr. THENG WEI TAN<sup>(***)</sup> Gender: Male Age : 36 years Highest level of education : Bachelor's degree Study field of the highest level of education : Accounting Thai nationality : No Residing in Thailand : No Highest responsibility in corporate accounting and finance : No Accounting supervisor : No</p>	<p>Chief Operating Officer</p>	<p>13 Nov 2025</p>	<p>Accounting, Risk Management, Finance</p>

List of executives	Position	First appointment date	Skills and expertise
4. Ms. Supanee Klammanee <sup>(*)(**)(***)</sup> Gender: Female Age : 48 years Highest level of education : Bachelor's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : Yes Accounting supervisor : Yes	Chief Financial Officer	1 Jul 2024	Finance, Accounting
5. Ms. Annie Yangeksakul <sup>(***)</sup> Gender: Female Age : 47 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Chief Investment Officer	13 Nov 2025	Economics, Finance, Strategic Management, Business Administration

Additional Explanation :

(\*) Highest responsibility in corporate accounting and finance

(\*\*) Accounting supervisor

(\*\*\*) Appointed after the fiscal year end of the reporting year

#### Organization structure diagram of the highest-ranking executive and the next four executives

Organization structure of the highest-ranking executive and the next four executives as of date 13 Nov 2025

#### Organization structure diagram of the highest-ranking executive and the next four executives from the top executive

## Remuneration policy for executive directors and executives

The Company places importance on establishing a remuneration and welfare structure that is appropriate, competitive, and fair, and that supports the attraction and retention of qualified executives and employees. The Company determines salary, remuneration, benefits, and welfare in alignment with the scope of duties, responsibilities, and required capabilities for each position, with consideration of the Company's business conditions and the prevailing economic environment.

Executive compensation is set under a governance process with oversight by the Board of Directors and/or the Human Resources, Remuneration and Corporate Governance Committee (HRG Committee), as applicable. In determining remuneration, the Company considers the appropriateness of responsibilities, performance outcomes, and benchmarking against comparable market practices, including comparisons within and across relevant industries, to ensure that compensation remains reasonable and aligned with performance and long-term objectives.

## Remuneration of executive directors and executives

### Monetary remuneration of executive directors and executives

	2023	2024	2025
<b>Total remuneration of executive directors and executives (baht)</b>	17,097,872.00	12,340,601.67	9,380,688.00
Total remuneration of executive directors (baht)	2,830,000.00	2,623,000.00	2,914,163.00
Total remuneration of executives (baht)	14,267,872.00	9,717,601.67	6,466,525.00

### Other remunerations of executive directors and executives

	2023	2024	2025
Company's contribution to provident fund for executive directors and executives (Baht)	274,200.00	160,650.00	79,200.00
Employee Stock Ownership Plan (ESOP)	No	No	No

	2023	2024	2025
Employee Joint Investment Program (EJIP)	No	No	No

#### Outstanding remuneration or benefits of executive directors and executives

Outstanding remuneration or benefits of executive directors and executives in the past year : 433,688.00

Estimated remuneration of executive directors and executives in the current year : 1,001,000.00

#### Other significant information

Other significant information

#### Assigned person

#### List of persons assigned for accounting oversight

General information	Email	Telephone number
1. Ms. Supanee Klammanee	supanee@dv8.co.th	-

#### List of the company secretary

General information	Email	Telephone number
1. Ms. Pakamon Kitiratchadukul	pakamon@dv8.co.th	-

#### List of the head of internal audit or outsourced internal auditor

General information	Email	Telephone number
1. Mr. Kittiwut Horthong	kittiwut@dv8.co.th	-

#### List of the head of the compliance unit

#### Head of investor relations

Does the Company have an appointed head of investor relations : Have

#### List of the head of investor relations

General information	Email	Telephone number
1. Ms. Pakamon Kitiratchadukul	pakamon@dv8.co.th	-

### Company's auditor

#### Details of the companys auditor

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
<p>SAM NAK-NGAN A.M.C. COMPANY LIMITED 4TH UNIT, 19TH FLOOR, SILOM COMPLEX BUILDING,191 SILOM ROAD SI LOM BANG RAK Bangkok 10500 Telephone number +66 2231 3980-7</p>	1,860,000.00	-	<p>1. Mr. AMPOL CHAMNONGWAT Email: amc@amc-auditing. com License number: 4663</p> <p>2. Ms. PRAPHASRI LEELASUPHA Email: amc@amc-auditing. com License number: 4664</p> <p>3. Mr. NARIS SAOWALAGSAKUL Email: amc@amc-auditing. com License number: 5369</p> <p>4. Ms. GUNYANUN PUNYAVIWAT Email: amc@amc-auditing. com License number: 12733</p> <p>5. Mr. BURIN PRASONGSAMRIT Email: amc@amc-auditing. com License number: 12879</p> <p>6. Ms. PIMJAI KERDKUMRAI Email: amc@amc-auditing. com License number: 13975</p>

**Assigned personnel in case of a foreign company**

Does the company have any individual assigned to : No  
be representatives in Thailand

**List of designated individuals as representatives in Thailand**

## Performance Report on Corporate Governance

### Information about the summary of duty performance of the board of directors over the past year

#### Summary of duty performance of the board of directors over the past year

Throughout 2025, the Board of Directors governed the Company in strict accordance with applicable laws, the Company's memorandum and articles of association, and resolutions passed at shareholders' meetings. Operating under principles of good corporate governance, the Board partnered with management to ensure the Company pursued its objectives in alignment with stated vision, mission, and ethical standards while maintaining full legal and regulatory compliance.

The Board's stewardship responsibilities encompassed strategic direction-setting and financial oversight, governance architecture and ethical standards, corporate social responsibility frameworks, enterprise risk management and internal control systems, performance monitoring with timely corrective intervention, financial reporting integrity, audit coordination, leadership evaluation and succession, committee structure and appointments, remuneration governance, regulatory compliance, and Company Secretary supervision.

The Board exercised particular vigilance over the Company's strategic transformation, ensuring disciplined execution, appropriate governance of change initiatives, and strengthened risk and control posture to support business continuity and sustainable growth.

#### Policy and Practices for Facilitating Shareholder Meeting

The Company is committed to facilitating and encouraging all shareholders to attend shareholders' meetings to exercise their rights fully. The Company provides meeting notices with complete agenda details and supporting documents at least 21 days in advance, publishes materials on the Company's website, and arranges accessible meeting venues with convenient registration processes. Shareholders who cannot attend in person may appoint proxies, including independent directors, to vote on their behalf. The Company ensures adequate time for questions and discussions on each agenda item and arranges for directors, senior management, and the external auditor to attend and respond to shareholder inquiries.

The Board of Directors establishes the annual Board meeting schedule in advance, with meeting dates communicated to all directors from the end of the preceding year or the beginning of each year. The schedule specifies the meeting timeframe, such as meetings held on a particular week of each month, enabling directors to plan their attendance throughout the year. To ensure directors have adequate time to review materials and prepare for meaningful deliberation, the Company Secretary distributes Board meeting documents and supporting materials to all directors at least five business days prior to each meeting.

For the 2025 Annual General Meeting of Shareholders, the Company held the meeting on Friday, 25 April 2025, at 13.00 hours at Yulania IV-VI Meeting Room, 9th Floor, Waldorf Astoria Bangkok Hotel, 151 Ratchadamri Road, Lumpini, Pathumwan, Bangkok 10330. The meeting considered eight agenda items: acknowledgment of the 2024 Annual General Meeting minutes; acknowledgment of the Board's report on 2024 operating results; approval of the financial statements and consolidated profit and loss statement for fiscal year 2024 ending 31 December 2024; approval of the omission of legal reserve appropriation and non-payment of dividends for 2024 operating results; approval of the appointment of directors retiring by rotation; approval of directors' and sub-committee remuneration for 2025; approval of the appointment of auditors and audit fees for the Company and subsidiaries for 2025; and consideration of other matters, if any.

#### Adherence to Corporate Governance Principles

The Board of Directors has reviewed and confirmed that the Company adheres to the principles of good corporate governance in accordance with the Corporate Governance Code for Listed Companies 2017 (CG Code) issued by the Securities and Exchange Commission, Thailand, as well as internationally accepted standards such as the OECD Principles of Corporate Governance. The Company applies the eight CG Code principles as its governance framework,

encompassing board leadership for sustainable value creation, objectives promoting sustainability, effective board composition, CEO and people management, innovation and responsible business conduct, risk management and internal control, disclosure and financial integrity, and stakeholder engagement.

In 2025, the Board reviewed the Company's corporate governance policy and practices to ensure continued alignment with the CG Code principles and evolving regulatory expectations. The Company has implemented all major governance practices prescribed under the CG Code, with one exception: the Company has not yet established a separate Risk Management Committee. Currently, the Audit Committee provides oversight of the Company's risk management practices, including review of risk identification, assessment, and mitigation processes. The Board considers this arrangement appropriate for the Company's current size and complexity, and will evaluate the establishment of a dedicated Risk Management Committee as the Company's operations and strategic investments expand.

#### **Board Qualifications Aligned with Business Strategy**

The Company defines the qualifications of directors to be recruited in alignment with the Company's business strategy and operational direction. The Board comprises directors with diverse expertise spanning media and communications, finance and investment, digital technology, corporate governance, and strategic management. This composition supports the Company's dual strategic focus on maintaining core media operations while executing its transformation into digital assets and financial technology. In 2025, the Board confirmed that its current composition aligns with the defined qualifications and strategic requirements. All directors possess the qualifications specified in the Company's Board Charter and applicable regulations, including independence criteria for independent directors. The Nomination and Remuneration Committee reviews director qualifications annually to ensure continued alignment with evolving business strategy, particularly as the Company expands into new business areas such as digital asset investment and the planned Bitcoin Treasury model.

#### **Code of Business Conduct Communication and Compliance**

The Board of Directors has established and disclosed the Business Ethics Handbook, which serves as the Code of Business Conduct for directors, executives, and employees. The Business Ethics Handbook guides all personnel in upholding ethical standards and legal compliance, forming part of personnel rules and promoting professional conduct grounded in good corporate governance. The Code covers core principles including integrity and honesty, legal compliance and human rights, information accuracy, conflict of interest avoidance, confidentiality protection, anti-corruption, and responsible use of company assets.

To ensure compliance and awareness, the Company disseminated the Business Ethics Handbook to all directors, executives, and employees via e-mail, requiring acknowledgment of receipt and commitment to comply. In 2025, 100 percent of directors received communication and acknowledged the Code of Business Conduct. Similarly, 100 percent of executives and employees received communication and acknowledged the Code of Business Conduct. The Company monitors compliance through regular management oversight and the whistleblowing channel. During 2025, there were no incidents of violations related to business ethics or the Code of Business Conduct reported within the Company.

### **Selection, development and evaluation of duty performance of the board of directors**

#### **Information about the selection of the board of directors**

List of directors whose terms have ended and have been reappointed

List of newly appointed director to replace the ex-director

List of directors	Position	First appointment date of director	Skills and expertise
Mr. VICHATE TANTIWANICH	Director	25 Aug 2025	Finance, Governance/ Compliance, Business Administration, Strategic Management, Risk Management
Mrs. PORNPRING SUKSANTISUWAN	Director	25 Aug 2025	Finance, Accounting, Governance/ Compliance, Business Administration, Risk Management
Mr. NATTAVUDH PUNGCHAROENPONG	Director	25 Aug 2025	Governance/ Compliance, Accounting, Risk Management, Finance
Mr. JASON KIN HOI FANG	Director	25 Aug 2025	Business Administration, Strategic Management, Marketing, Finance
Mr. THENG WEI TAN	Director	25 Aug 2025	Accounting, Risk Management, Finance
Mr. SAMUEL COYN MATEER	Director	25 Aug 2025	Finance, Business Administration
Mr. KEVIN ZHANG	Director	25 Aug 2025	Business Administration, Strategic Management, Governance/ Compliance

List of newly appointed director not being replaced the ex-director

List of directors	Position	First appointment date of director	Skills and expertise
Ms. KANYA CHAISARTITPORN	Director	11 Apr 2025	Business Administration, Marketing, Accounting
Mr. CHATCHAVAL JIARAVANON	Chairman of the board of directors	25 Aug 2025	Strategic Management, Finance, Business Administration, Governance/ Compliance
Mr. JOHN EDWIN RIGGINS	Director	25 Aug 2025	Strategic Management, Business Administration, Finance

### Selection of independent directors

#### Criteria for selecting independent directors

Independent directors of the Company must have the qualifications and independence in accordance with the requirements of the Securities and Exchange Commission (SEC) and related laws. If such terms and/or applicable laws are announced of changes, the Independent Directors of the Company must meet the qualifications announced in all respects. The Human Resource, Remuneration and Corporate Governance Committee consider the selection of suitable persons in terms of knowledge, competence and experience related to the business, or to benefit the Company's business in the future, to be presented to the Board of Directors and/or the Shareholders' Meeting.

The HRG Committee is responsible for appointing independent directors by considering the qualifications of individuals who hold the position of independent director to ensure their independence according to the criteria set by the Securities and Exchange Commission (SEC), as follows:

1. Shareholding Limit: The individual must not hold more than 1% of the total voting shares of the company, its parent company, subsidiaries, joint ventures, major shareholders, or controlling persons. This includes the shareholding of related parties of the independent director.
2. Non-Executive Status: The individual must not be or have been a director involved in the management, employee, salaried consultant, or a controlling person of the company, its parent company, subsidiaries, joint ventures, major shareholders, or controlling persons, unless they have been free of such relationships for at least 2 years prior to their appointment as an independent director. This exclusion does not apply to independent directors who were government officials or consultants to government agencies that are major shareholders or controlling persons of the company.
3. Family Relationships: The individual must not have any family relationships (such as being a parent, spouse, sibling, or child, including the spouse of a child) with any other director, executive, major shareholder, controlling person, or person proposed to become a director, executive, or controlling person of the company or its subsidiaries.

4. Business Relationships: The individual must not have or have had any business relationships with the company, its parent company, subsidiaries, joint ventures, major shareholders, or controlling persons in a way that might impair the independent judgment of the independent director. They must not be or have been a shareholder with substantial influence or a controlling person of a party that has a business relationship with the company, unless they have been free of such relationships for at least 2 years before their appointment as an independent director. "Business relationship" is defined as per the SECs regulations.
5. Audit or Accounting Relationships: The individual must not be or have been an auditor of the company, its parent company, subsidiaries, joint ventures, major shareholders, or controlling persons. They must not be a shareholder with substantial influence, a controlling person, or a partner of the auditing firm that provides auditing services to the company or its affiliates, unless they have been free of such relationships for at least 2 years before their appointment as an independent director.
6. Professional Service Relationships: The individual must not have provided professional services, including legal or financial advisory services, for more than 2 million baht annually to the company, its parent company, subsidiaries, joint ventures, major shareholders, or controlling persons, nor be a shareholder with substantial influence, a controlling person, or a partner of a professional service provider unless they have been free of such relationships for at least 2 years before their appointment as an independent director.
7. Nominee Directors: The individual must not be a director appointed to represent the interests of the company's directors, major shareholders, or shareholders related to major shareholders.
8. Competing Business Activities: The individual must not be engaged in activities that are similar and materially competitive to the company's or its subsidiaries business, nor be a partner or director involved in the management, employee, salaried consultant, or hold more than 1% of the voting shares of another company that competes with the company or its subsidiaries.
9. Independence: The individual must not have any other characteristics that would prevent them from providing independent judgment regarding the companys operations.

**Business or professional relationships of independent directors over the past year**

Business or professional relationships of independent directors over the past year : No

**Selection of directors and the highest-ranking executive**

**Method for selecting directors and the highest-ranking executive**

Method for selecting persons to be appointed as directors through the nomination committee : Yes

Method for selecting persons to be appointed as the highest-ranking executive through the nomination committee : Yes

**Number of directors from major shareholders**

## Rights of minority shareholders on director appointment

The Right of Minority Investors for Directors Appointment

- (1) One shareholder has the same number of votes as the number of shares held.
- (2) Each shareholder can use all available votes according to point 1) for the election of a single person or several persons as directors, but the number of votes cannot be divided.
- (3) The person who receives the highest number of votes respectively, shall be elected as a director as much as the number of available directors or shall be elected at that time. In case that the person who is elected in the following order has the same number of votes, exceeds the number of available directors, or shall be elected at that time, the Chairman of the meeting shall be the decisive vote.

Method of director appointment : Method whereby each director requires approval votes more than half of the votes of attending shareholders and casting votes

## Setting qualifications for the selection of directors

### Details of qualifications for the selection of directors

## Information on the development of directors

### Development of directors over the past year

#### Details of the development of directors over the past year

List of directors	Participation in training in the past financial year	History of training participation
1. Pol. Gen. Dr. PRAWUT THAVORNSIRI (Director, Independent director)	Participating	Other <ul style="list-style-type: none"><li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li></ul>
2. Ms. KANYA CHAISARTITPORN (Director)	Participating	Other <ul style="list-style-type: none"><li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li></ul>

List of directors	Participation in training in the past financial year	History of training participation
<p>3. Mr. CHATCHAVAL JIARAVANON (Chairman of the board of directors, Independent director)</p>	<p>Participating</p>	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> <li>• 2008: Director Accreditation Program (DAP)</li> </ul> <p>Other</p> <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>
<p>4. Mr. VICHATE TANTIWANICH (Director)</p>	<p>Participating</p>	<p>Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> <li>• 2008: Advanced Audit Committee Program (AACP)</li> <li>• 2006: Director Certification Program (DCP)</li> <li>• 2000: Director Accreditation Program (DAP)</li> </ul> <p>Other</p> <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> <li>• 2011: National Defence College (NDC)</li> <li>• 2007: Capital Market Academy (CMA)</li> </ul>
<p>5. Mrs. PORNPRING SUKSANTISUWAN (Director, Independent director)</p>	<p>Participating</p>	<p>Other</p> <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>
<p>6. Mr. NATTAVUDH PUNGCHAROENPONG (Director, Independent director)</p>	<p>Participating</p>	<p>Other</p> <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>

List of directors	Participation in training in the past financial year	History of training participation
7. Mr. JASON KIN HOI FANG (Director)	Participating	Other <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>
8. Mr. JOHN EDWIN RIGGINS (Director)	Participating	Other <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>
9. Mr. THENG WEI TAN (Director)	Participating	Other <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>
10. Mr. SAMUEL COYN MATEER (Director)	Participating	Other <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>
11. Mr. KEVIN ZHANG (Director)	Participating	Other <ul style="list-style-type: none"> <li>• 2025: Board Strategic Briefing: Scaling the Digital Asset Treasury (DAT) Ecosystem and M&amp;A Synergies by Mr. Paul Lee, Co-CEO of Bitplanet Co., Ltd.</li> </ul>

## Information on the evaluation of duty performance of directors

### Criteria for evaluating the duty performance of the board of directors

The Company's Board of Directors has established an annual performance evaluation for the board, which is divided into three types:

1. Self-assessment of the entire Board of directors.
2. Self-assessment of each individual director.
3. Self-assessment of subcommittees of the board.

Criteria and Process for Self-Assessment:

1. Criteria for Self-Assessment:

- o The structure and qualifications of the board of directors.
  - o The roles, duties, and responsibilities of the board.
  - o Board meetings.
  - o Performance of directors and other opinions beneficial to management.
  - o Relationship with management.
  - o Directors' self-development and management development.
2. Self-Assessment Process:
- o (1) The board of directors approves the self-assessment form.
  - o (2) Directors complete their self-assessments to provide feedback.
  - o (3) The company secretary summarizes and analyzes the results, creating an improvement plan and presenting it to the board for acknowledgment.
3. Sub-Committee Evaluation:
- o (1) Each subcommittee determines its own performance evaluation form and submits it to the board for approval.
  - o (2) Directors who are not members of the subcommittee evaluate its performance.
  - o (3) The secretary of each subcommittee summarizes and analyzes the self-assessment results, creating an improvement plan and submitting it to the subcommittee and the Board for acknowledgment.

### **Evaluation of the duty performance of the board of directors over the past year**

The Board conducts annual performance evaluation to drive continuous improvement, reinforce accountability, and enhance effectiveness. The evaluation encompasses the Board as a whole, individual directors, and Board committees. Criteria typically include composition and structure, roles and responsibilities, meeting management, strategic oversight, risk and control oversight, performance monitoring, information sufficiency, and director contribution.

For 2025, Board performance evaluation employed an internal assessment method with [0-4 rating scale. Results indicated effective performance by the Board and committees in supporting the Company's strategic direction and governance objectives.

### **Performance evaluation criteria for the executives**

Performance evaluation criteria for the executives : Yes

Assessment based on the following criteria:

- 1) Ethical Business Conduct
- 2) Key Performance Indicators (KPIs) established with the CEO
- 3) People Management Capabilities

### **Information on meeting attendance and remuneration payment to each board member**

#### **Meeting attendance and remuneration payment to each board member**

#### **Meeting attendance of the board of directors**

## Meeting attendance of the board of directors

Number of the board of directors meeting over the : 13  
past year (times)

Date of AGM meeting : 25 Apr 2025

EGM meeting : No

### Details of the board of directors' meeting attendance

Names of Board members	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
1. Pol. Gen. Dr. PRAWUT THAVORNSIRI (Director, Independent director)	13	/	13	1	/	1		/	
2. Ms. KANYA CHAISARTIPORN (Director)	8	/	9	1	/	1		/	
3. Mr. CHATCHAVAL JIARAVANON (Chairman of the board of directors, Independent director)	3	/	3	0	/	0		/	
4. Mr. VICHATE TANTIWANICH (Director)	3	/	3	0	/	0		/	
5. Mrs. PORNPRING SUKSANTISUWAN (Director, Independent director)	3	/	3	0	/	0		/	
6. Mr. NATTAVUDH PUNGCHAROENPONG (Director, Independent director)	3	/	3	0	/	0		/	

Names of Board members	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
7. Mr. JASON KIN HOI FANG (Director)	4	/	4	0	/	0		/	
8. Mr. JOHN EDWIN RIGGINS (Director)	4	/	4	0	/	0		/	
9. Mr. THENG WEI TAN (Director)	4	/	4	0	/	0		/	
10. Mr. SAMUEL COYN MATEER (Director)	4	/	4	0	/	0		/	
11. Mr. KEVIN ZHANG (Director)	4	/	4	0	/	0		/	
12. Mr. PRACHUAB UJJIN (Director)	4	/	4	1	/	1		/	
13. Mr. THANARATH THANAVUTWATTHANA (Director)	4	/	4	1	/	1		/	
14. Mr. SORASAK SAENSOMBAT (Director, Independent director)	4	/	4	1	/	1		/	
15. Mr. POONSUK TOCHANAKARN (Director, Independent director)	4	/	4	1	/	1		/	

Names of Board members	Meeting attendance of the board of directors			AGM meeting attendance			EGM meeting attendance		
	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)	Attendance (times)	/	Meeting rights (times)
16. Mr. PAKORN LEESAKUL (Director)	4	/	4	1	/	1		/	
17. Mr. NATHAPHOL KASAMVILAS (Director)	4	/	4	1	/	1		/	
18. Mr. Narong Chatvorakitpanit (Director)	4	/	4	1	/	1		/	
19. Mr. WORAWONG RAKHANGTHONG (Director, Independent director)	4	/	4	1	/	1		/	
20. Mr. Pongpanu Sawetron (Chairman of the board of directors, Independent director)	4	/	4	1	/	1		/	
21. Police Major General Prayon Lasue (Vice-chairman of the board of directors)	4	/	4	1	/	1		/	

#### Summary of the board of directors meeting attendance rate

Names of directors	Board of directors meeting attendance rate	AGM meeting attendance rate	EGM meeting attendance rate
1. Pol. Gen. Dr. PRAWUT THAVORNSIRI (Director)	13/13 (100.00%)	1/1 (100.00%)	N/A

Names of directors	Board of directors meeting attendance rate	AGM meeting attendance rate	EGM meeting attendance rate
2. Ms. KANYA CHAISARTITPORN (Director)	8/9 (88.89%)	1/1 (100.00%)	N/A
3. Mr. CHATCHAVAL JIARAVANON (Chairman of the board of directors)	3/3 (100.00%)	N/A	N/A
4. Mr. VICHATE TANTIWANICH (Director)	3/3 (100.00%)	N/A	N/A
5. Mrs. PORNPRING SUKSANTISUWAN (Director)	3/3 (100.00%)	N/A	N/A
6. Mr. NATTAVUDH PUNGCHAROENPONG (Director)	3/3 (100.00%)	N/A	N/A
7. Mr. JASON KIN HOI FANG (Director)	4/4 (100.00%)	N/A	N/A
8. Mr. JOHN EDWIN RIGGINS (Director)	4/4 (100.00%)	N/A	N/A
9. Mr. THENG WEI TAN (Director)	4/4 (100.00%)	N/A	N/A
10. Mr. SAMUEL COYN MATEER (Director)	4/4 (100.00%)	N/A	N/A
11. Mr. KEVIN ZHANG (Director)	4/4 (100.00%)	N/A	N/A
12. Mr. PRACHUAB UJJIN (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
13. Mr. THANARATH THANAVUTWATTHANA (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
14. Mr. SORASAK SAENSOMBAT (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A

Names of directors	Board of directors meeting attendance rate	AGM meeting attendance rate	EGM meeting attendance rate
15. Mr. POONSUK TOCHANAKARN (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
16. Mr. PAKORN LEESAKUL (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
17. Mr. NATHAPHOL KASAMVILAS (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
18. Mr. Narong Chatvorakitpanit (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
19. Mr. WORAWONG RAKHANGTHONG (Director)	4/4 (100.00%)	1/1 (100.00%)	N/A
20. Mr. Pongpanu Sawetroom (Chairman of the board of directors)	4/4 (100.00%)	1/1 (100.00%)	N/A
21. Police Major General Prayon Lasue (Vice-chairman of the board of directors)	4/4 (100.00%)	1/1 (100.00%)	N/A
<b>Average meeting attendance rate</b>	<b>99.47%</b>	<b>100.00%</b>	<b>N/A</b>

#### Detailed justification for the Company director's non-attendance at the Board of Directors' meeting

### Remuneration of the board of directors

#### Types of remuneration of the board of directors

The remuneration for Board/committee role including meeting allowances, monthly retainers, and other non-monetary benefits) and remuneration by individual director. This disclosure ensures transparency and shareholder understanding of the remuneration basis, determined in alignment with directors' duties and responsibilities and in accordance with governance framework approvals.

Remuneration of the board of directors

Details of the remuneration of each director over the past year

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
<b>1. Pol. Gen. Dr. PRAWUT THAVORNSIRI (Director, Independent director)</b>			<b>102,000.00</b>		<b>N/A</b>
Board of Directors (Director)	34,000.00	68,000.00	102,000.00	No	
Audit Committee (Member of the audit committee)	N/A	N/A	N/A	-	
<b>2. Ms. KANYA CHAISARTITPORN (Director)</b>			<b>68,000.00</b>		<b>N/A</b>
Board of Directors (Director)	N/A	68,000.00	68,000.00	No	
<b>3. Mr. CHATCHAVAL JIARAVANON (Chairman of the board of directors, Independent director)</b>			<b>92,968.00</b>		<b>N/A</b>
Board of Directors (Chairman of the board of directors)	N/A	N/A	92,968.00	No	
<b>4. Mr. VICHATE TANTIWANICH (Director)</b>			<b>115,839.00</b>		<b>N/A</b>

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	44,000.00	71,839.00	115,839.00	No	
Executive Committee (The chairman of the executive committee)	N/A	N/A	N/A	-	
Human Resource, Remuneration and Corporate Governance Committee (The chairman of the subcommittee)	N/A	N/A	N/A	-	
<b>5. Mrs. PORNPRING SUKSANTISUWAN (Director, Independent director)</b>			<b>149,839.00</b>		<b>N/A</b>
Board of Directors (Director)	78,000.00	71,839.00	149,839.00	No	
Audit Committee (Chairman of the audit committee)	N/A	N/A	N/A	-	
Human Resource, Remuneration and Corporate Governance Committee (Member of the subcommittee)	N/A	N/A	N/A	-	
<b>6. Mr. NATTAVUDH PUNGCHAROENPONG (Director, Independent director)</b>			<b>105,839.00</b>		<b>N/A</b>

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	34,000.00	71,839.00	105,839.00	No	
Audit Committee (Member of the audit committee)	N/A	N/A	N/A	-	
<b>7. Mr. JASON KIN HOI FANG (Director)</b>			<b>105,839.00</b>		<b>N/A</b>
Board of Directors (Director)	34,000.00	71,839.00	105,839.00	No	
Executive Committee (Member of the executive committee)	N/A	N/A	N/A	-	
Human Resource, Remuneration and Corporate Governance Committee (Member of the subcommittee)	N/A	N/A	N/A	-	
<b>8. Mr. JOHN EDWIN RIGGINS (Director)</b>			<b>105,839.00</b>		<b>N/A</b>
Board of Directors (Director)	34,000.00	71,839.00	105,839.00	No	
Executive Committee (Member of the executive committee)	N/A	N/A	N/A	-	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Human Resource, Remuneration and Corporate Governance Committee (Member of the subcommittee)	N/A	N/A	N/A	-	
<b>9. Mr. THENG WEI TAN (Director)</b>			<b>105,839.00</b>		<b>N/A</b>
Board of Directors (Director)	34,000.00	71,839.00	105,839.00	No	
Executive Committee (Member of the executive committee)	N/A	N/A	N/A	-	
Human Resource, Remuneration and Corporate Governance Committee (Member of the subcommittee)	N/A	N/A	N/A	-	
<b>10. Mr. SAMUEL COYN MATEER (Director)</b>			<b>71,839.00</b>		<b>N/A</b>
Board of Directors (Director)	N/A	71,839.00	71,839.00	No	
<b>11. Mr. KEVIN ZHANG (Director)</b>			<b>71,839.00</b>		<b>N/A</b>
Board of Directors (Director)	N/A	71,839.00	71,839.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
<b>12. Ms. Annie Yangeksakul (Member of the executive committee)</b>			<b>0.00</b>		<b>0.00</b>
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
<b>13. Mr. PRACHUAB UJJIN (Director)</b>			<b>187,000.00</b>		<b>N/A</b>
Board of Directors (Director)	136,000.00	51,000.00	187,000.00	No	
<b>14. Mr. THANARATH THANAVUTWATTHANA (Director)</b>			<b>136,000.00</b>		<b>N/A</b>
Board of Directors (Director)	136,000.00	N/A	136,000.00	No	
Executive Committee (Member of the executive committee)	N/A	N/A	N/A	-	
<b>15. Mr. SORASAK SAENSOMBAT (Director, Independent director)</b>			<b>221,000.00</b>		<b>N/A</b>
Board of Directors (Director)	136,000.00	51,000.00	187,000.00	No	
Audit Committee (Member of the audit committee)	34,000.00	N/A	34,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
<b>16. Mr. POONSUK TOCHANAKARN (Director, Independent director)</b>			<b>180,000.00</b>		<b>N/A</b>
Board of Directors (Director)	136,000.00	N/A	136,000.00	No	
Audit Committee (Chairman of the audit committee)	44,000.00	N/A	44,000.00	No	
<b>17. Mr. PAKORN LEESAKUL (Director)</b>			<b>136,000.00</b>		<b>N/A</b>
Board of Directors (Director)	136,000.00	N/A	136,000.00	No	
Executive Committee (Member of the executive committee)	N/A	N/A	N/A	-	
<b>18. Mr. NATHAPHOL KASAMVILAS (Director)</b>			<b>51,000.00</b>		<b>N/A</b>
Board of Directors (Director)	51,000.00	N/A	51,000.00	No	
Executive Committee (Member of the executive committee)	N/A	N/A	N/A	No	
<b>19. Mr. Narong Chatvorakitpanit (Director)</b>			<b>136,000.00</b>		<b>N/A</b>

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	136,000.00	N/A	136,000.00	No	
<b>20. Mr. WORAWONG RAKHANGTHONG (Director, Independent director)</b>			<b>170,000.00</b>		<b>N/A</b>
Board of Directors (Director)	136,000.00	N/A	136,000.00	No	
Audit Committee (Member of the audit committee)	34,000.00	N/A	34,000.00	No	
<b>21. Mr. Pongpanu Sawetron (Chairman of the board of directors, Independent director)</b>			<b>198,000.00</b>		<b>N/A</b>
Board of Directors (Chairman of the board of directors)	176,000.00	22,000.00	198,000.00	No	
<b>22. Police Major General Prayon Lasue (Vice-chairman of the board of directors)</b>			<b>136,000.00</b>		<b>N/A</b>
Board of Directors (Vice-chairman of the board of directors)	136,000.00	N/A	136,000.00	No	

Summary of the remuneration of each committee over the past year

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
1. Board of Directors	1,607,000.00	834,712.00	2,534,680.00
2. Audit Committee	112,000.00	0.00	112,000.00
3. Executive Committee	0.00	0.00	0.00
4. Human Resource, Remuneration and Corporate Governance Committee	0.00	0.00	0.00

#### Summary of the remuneration of the board of directors

	2023	2024	2025
Meeting allowance (Baht)	2,270,000.00	2,623,000.00	1,719,000.00
Other monetary remuneration (Baht)	0.00	0.00	834,712.00
Total (Baht)	2,270,000.00	2,623,000.00	2,646,680.00

#### Remunerations or benefits pending payment to the board of directors

Remunerations or benefits pending payment to the : 433,688.00  
board of directors over the past year  
(Baht)

#### Information on corporate governance of subsidiaries and associated companies

##### Corporate governance of subsidiaries and associated companies

##### Mechanism for overseeing subsidiaries and associated companies

Does the Company have subsidiaries and associated : Yes  
companies

Mechanism for overseeing subsidiaries and : Yes  
associated companies

Mechanism for overseeing management and taking : The appointment of representatives as directors,  
responsibility for operations in subsidiaries and executives, or controlling persons in proportion to  
associated companies approved by the board of shareholding, The determination of the scope of duties  
directors and responsibilities of directors and executives as company  
representatives in establishing important policies,  
Disclosure of financial condition and operating results,  
Transactions between the company and related parties,  
Other significant transactions, Acquisition or disposal of

assets, Internal control system of the subsidiary operating the core business is appropriate and sufficient in the subsidiary operating the core business

The Company recognizes that effective governance of subsidiaries, associates, and joint ventures is essential to safeguard shareholders' interests, ensure consistent conduct standards, and support reliable consolidated financial reporting. The Company applies a governance mechanism for group entities by appointing suitable representatives directors, executives, or authorized persons to participate in management and oversight of subsidiaries, associates, and joint ventures proportionate to shareholding or contractual rights. These representatives support key operational policy setting, provide ongoing monitoring, and ensure significant matters materially impacting the Company are escalated for timely Board consideration and approval.

To ensure group-wide consistency, the Company promotes good corporate governance principles, ethical standards, and disciplined operational practices within subsidiaries, associates, and joint ventures, including adherence to governance, business ethics, anti-corruption, whistleblowing/complaints, and related party transaction policies. The Company also emphasizes appropriate information management, material record maintenance, and accounting and financial reporting processes aligned with Company standards enabling effective auditability and timely accurate financial information for consolidation and disclosure.

## Information on the monitoring of compliance with corporate governance policy and guidelines

### The monitoring of compliance with corporate governance policy and guidelines

#### Prevention of conflicts of interest

#### Operations for conflict of interest prevention over the past year

Has the company operated in preventing conflicts of interest over the past year : Yes

The Company recognizes that conflicts of interest actual, potential, or perceived can undermine stakeholder confidence and decision-making integrity. The Company maintains a conflict-of-interest prevention framework requiring directors, executives, and employees to act in the Company's best interests, avoid actions compromising impartial judgment, and disclose personal interests, relationships, or circumstances relevant to matters under consideration. Where conflict may exist, the relevant person refrains from deliberation and decision-making, with related deliberations and approvals conducted transparently in compliance with applicable laws and regulations including SEC Thailand and SET requirements.

During the reporting year, the Company continued monitoring and managing potential conflicts of interest through disclosure requirements, review procedures, and governance function oversight.

#### Number of cases or issues related to conflict of interest

	2023	2024	2025
Total number of cases or issues related to conflict of interest (cases)	0	0	0

### Prevention of the use of inside information to seek benefits

#### Operations for prevention of the use of inside information to seek benefits over the past year

Has the company operated in preventing the use of : Yes  
inside information to seek benefits over the past year

The Company strongly emphasizes preventing insider trading and misuse of inside information, recognizing its importance to market integrity and investor confidence. The Company maintains policies and guidelines governing confidential and inside information handling, including controls safeguarding material non-public information, restrictions on use or disclosure, and compliance requirements for directors, executives, employees, and relevant persons under applicable securities laws and regulations.

Compliance measures include trading restrictions/blackout periods around financial reporting and other sensitive disclosures, and reporting obligations for securities holdings and changes by directors and executives as required by law and relevant regulatory announcements. During the reporting year, no insider trading or misuse of inside information cases were identified.

#### Number of cases or issues related to the use of inside information to seek benefits

	2023	2024	2025
Total number of cases or issues related to the use of inside information to seek benefits (cases)	0	0	0

### Anti-corruption action

## Operations in anti-corruption in the past year

Has the company operated in anti-corruption over : Yes  
the past year

Form of operations in anti-corruption : Review of appropriateness in anti-corruption

The Company is committed to conducting business with integrity, transparency, and accountability, tolerating no bribery or corruption in any form. The Company maintains an anti-corruption policy and related guidelines covering directors, executives, employees, and relevant persons, supported by governance processes promoting ethical conduct and compliance with laws, regulations, and internal controls. The Company encourages awareness and adherence to ethical standards across the organization and expects business partners to operate consistently with Company values. During the reporting year, the Company reinforced its anti-corruption framework through policy communication, governance oversight, and compliance-oriented practices designed to prevent and detect improper conduct. No confirmed corruption cases were received or identified during the reporting year.

## Number of cases or issues related to corruption

	2023	2024	2025
Total number of cases or issues related to corruption (cases)	0	0	0

## Whistleblowing

### Operations related to whistleblowing over the past year

Has the company implemented whistleblowing : Yes  
procedures over the past year

The Company maintains whistleblowing and complaint channels to encourage good-faith reporting of concerns including suspected misconduct, unethical behavior, law or regulation breaches, corruption, or other matters impacting the Company or stakeholders. The framework provides accessible reporting channels, supports confidentiality, and offers appropriate retaliation protection for whistleblowers, consistent with good corporate governance practices. Reports received through the mechanism undergo a defined process with appropriate review, fact-finding, escalation, and corrective actions where warranted, with reporting to relevant oversight bodies as appropriate. During the reporting year, no whistleblowing complaints or reportable cases were received through established channels.

**Number of cases or issues related to whistleblowing**

	2023	2024	2025
Total number of cases or issues received through whistleblowing channels (cases)	0	0	0

**Information on report on the results of duty performance of the audit committee in the past year**

**Meeting attendance of audit committee**

Meeting attendance of audit committee (times) : 4

List of Directors	Meeting attendance of audit committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Mrs. PORNPRING SUKSANTISUWAN (Chairman of the audit committee)	2	/	2	2/2 (100.00%)
2 Pol. Gen. Dr. PRAWUT THAVORNSIRI (Member of the audit committee)	2	/	2	2/2 (100.00%)
3 Mr. NATTAVUDH PUNGCHAROENPONG (Member of the audit committee)	2	/	2	2/2 (100.00%)
4 Mr. POONSUK TOCHANAKARN (Chairman of the audit committee)	3	/	3	3/3 (100.00%)
5 Mr. SORASAK SAENSOMBAT (Member of the audit committee)	3	/	3	3/3 (100.00%)

List of Directors	Meeting attendance of audit committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
6 Mr. WORAWONG RAKHANGTHONG (Member of the audit committee)	3	/	3	3/3 (100.00%)
Average meeting attendance rate				(100.00%)

## The results of duty performance of the audit committee

### Composition and Qualifications

The Audit Committee, appointed by the Board of Directors, comprises three independent directors serving terms equal to their director tenure. All members possess the complete qualifications required by the Stock Exchange of Thailand.

The Audit Committee members are:

1. Mrs. Pornpring Suksantisuwan Chairman of the Audit Committee / Independent Director
2. Mr. Prawut Thawornsiri Audit Committee Member / Independent Director
3. Mr. Nattawut Pungcharoenpong Audit Committee Member / Independent Director

### Roles, Duties, and Scope of Work

Throughout 2025, the Audit Committee performed its duties in accordance with the scope of duties and responsibilities specified in the Audit Committee Charter, as approved by the Board of Directors.

### Meetings and Attendance

In 2025, the Audit Committee held a total of 5 meetings to perform its duties. The Audit Committee also held 1 meeting with the external auditor without management present.

### Key Matters Considered During the Year

Key matters considered during the year included (1) financial reporting review, (2) internal control and internal audit oversight, (3) compliance with relevant laws and regulations (including the transition to new business operations), (4) external auditor selection and fee review, (5) review of related party transactions and conflict of interest items, (6) monitoring of the utilization of funds raised, and (7) oversight of emerging risks under the Enterprise Risk Management Framework.

### Oversight of Financial Reporting and External Audit

The Audit Committee reviewed the quarterly financial statements and the annual financial statements for 2025 through discussions with the external auditor, focusing on significant matters and judgments applied in the preparation of financial statements. The Committee considered suggestions regarding internal control and acknowledged explanations from the Chief Financial Officer. The Audit Committee concluded that the Company's financial statements were prepared accurately, completely, reliably, and with adequate disclosure in accordance with Thai Financial Reporting Standards.

### Oversight of Internal Control and Internal Audit

The Audit Committee reviewed the internal control system by considering quarterly internal audit reports and the status of rectification of outstanding issues. The Committee considered suggestions from the external auditor and discussed them with management on an ongoing basis. The Committee also oversaw an annual internal control

adequacy assessment in the format required by the Securities and Exchange Commission (SEC). The Audit Committee concluded that the Company's internal control system was adequate and appropriate for the current business context, and that management remained committed to continuous improvement.

In 2025, the Audit Committee appointed Proud Advisory Company Limited as the Company's internal auditor, with Ms. Phakkaraval Dhiravanijakula as the main coordinator. The Committee approved the annual audit plan covering key operational systems aligned with the Company's business plan, monitored progress and performance, and assessed the adequacy, scope, and independence of the internal auditor. The Audit Committee concluded that the internal audit function was appropriate, independent, and effective.

#### **Oversight of Compliance and Whistleblowing**

The Audit Committee reviewed the Company's operations to ensure compliance with laws, rules, and regulations of the Stock Exchange of Thailand and other laws relevant to the Company's business, including the transition to new business operations. The Committee considered significant compliance issues and provided opinions and recommendations to prevent non-compliance that could adversely affect business operations or stakeholders.

#### **Review of Related Party Transactions and Conflict of Interest Matters**

The Audit Committee reviewed and provided opinions on related party transactions and items that may give rise to conflicts of interest to ensure that such transactions were fair and most beneficial to the Company. The Company complied with its corporate governance policy, upholding transparency and adequate disclosure in accordance with SEC and SET requirements. In 2025, no significant conflict-of-interest transactions were identified. The Audit Committee concluded that relevant transactions were disclosed in the financial statements and notes accurately and completely.

#### **Opinions / Recommendations to the Board**

The Audit Committee reported its performance results to the Board of Directors on a quarterly basis and provided opinions and suggestions beneficial to management's operations. Management considered and addressed such suggestions appropriately.

#### **Summary of Performance and Key Outcomes**

The Company evaluated the Audit Committee's performance through self-evaluation and overall evaluation by the Board of Directors. Based on its activities during the year, the Audit Committee is of the view that the Board of Directors and executives place importance on corporate governance and business ethics, and are committed to operating professionally to achieve the Company's goals, with due regard to compliance with policies, operating regulations, and applicable laws, as well as continuously improving operational systems to remain appropriate for the evolving business context.

Mrs. Pornpring Suksantisuwan  
Chairman of the Audit Committee

### **Information on summary of the results of duty performance of subcommittees**

#### **Meeting attendance and the results of duty performance of subcommittees**

#### **Meeting attendance of Executive Committee**

Meeting Executive Committee (times) : 4

List of Directors	Meeting attendance of Executive Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Mr. VICHATE TANTIWANICH (The chairman of the executive committee)	2	/	2	2/2 (100.00%)
2 Mr. JOHN EDWIN RIGGINS (Member of the executive committee)	2	/	2	2/2 (100.00%)
3 Mr. JASON KIN HOI FANG (Member of the executive committee)	2	/	2	2/2 (100.00%)
4 Mr. THENG WEI TAN (Member of the executive committee)	2	/	2	2/2 (100.00%)
5 Ms. Annie Yangeksakul (Member of the executive committee)	0	/	0	N/A
6 Mr. THANARATH THANAVUTWATTHANA (Member of the executive committee)	2	/	2	2/2 (100.00%)
7 Mr. PAKORN LEESAKUL (Member of the executive committee)	2	/	2	2/2 (100.00%)
8 Mr. NATHAPHOL KASAMVILAS (Member of the executive committee)	1	/	1	1/1 (100.00%)
<b>Average meeting attendance rate</b>				<b>(100.00%)</b>

## The results of duty performance of Executive Committee

### Executive Committee Purpose and Scope

The Executive Committee plays a key role in supporting the operations of the Board of Directors. Its responsibilities include formulating the Company's policies, vision, mission, values, goals, business objectives, business strategies, annual business plans, and budgets, as well as overseeing delegated authority to manage various business operations with comprehensive and appropriate consideration of business factors. The Executive Committee is also responsible for assessing the feasibility of new investment projects, approving capital expenditures within the framework approved by the Board of Directors, monitoring key operational results and project progress, and reporting outcomes, challenges, and corrective measures to the Board of Directors for further consideration and approval.

### Executive Committee Composition

As at December 31, 2025, the Executive Committee comprised the following members:

1. Mr. Vichate Tantiwanich Chairman of the Executive Committee / Director
2. Mr. Jason Kin Hoi Fang Member of the Executive Committee / Director
3. Mr. John Edwin Riggins Member of the Executive Committee / Director
4. Mr. Theng Wei Tan Member of the Executive Committee / Director
5. Ms. Annie Yangeksakul Member of the Executive Committee

### Executive Committee Meetings and Key Matters

Throughout 2025, the Executive Committee performed its duties within the scope of authority and responsibility as specified in the Executive Committee Charter approved by the Board of Directors. The Executive Committee convened a total of 4 meetings during the year, with key activities summarized as follows:

**1. Consideration of investment in new projects**

The Executive Committee assessed the feasibility of investing in new projects and exercised its authority to approve investments or joint ventures by the Company, subsidiaries, associates, or joint ventures with individuals or legal entities, in any form deemed appropriate to achieve the Company's business objectives. This includes approving related expenditures, executing contracts, and undertaking other necessary actions within the investment framework approved by the Board of Directors.

**2. Monitoring operational performance**

The Executive Committee consistently monitored key performance metrics and the progress of investment projects and regularly reported the results, challenges, and corrective actions to the Board of Directors.

**3. Performance evaluation** The Executive Committee conducted a self-assessment of its performance for 2025 and reviewed the evaluation results to ensure efficiency in its operations. The outcomes were used to establish appropriate frameworks for continuous improvement and development.

**Executive Committee Summary of Performance and Key Outcomes**

During 2025, the Executive Committee supported the Board of Directors by driving timely management decision-making within delegated authority, strengthening investment screening and project governance, and ensuring regular performance monitoring and reporting to the Board, with continuous improvement through annual self-assessment.

Mr. Vichate Tantiwanich, Chairman of the Executive Committee

**Meeting attendance of Human Resource, Remuneration and Corporate Governance Committee**

Meeting Human Resource, Remuneration and Corporate Governance Committee (times) : 5

List of Directors	Meeting attendance of Human Resource, Remuneration and Corporate Governance Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
1 Mr. VICHATE TANTIWANICH (The chairman of the subcommittee)	2	/	2	2/2 (100.00%)

List of Directors	Meeting attendance of Human Resource, Remuneration and Corporate Governance Committee			Average meeting attendance
	Meeting attendance (times)	/	Meeting attendance rights (times)	
2 Mrs. PORNPRING SUKSANTISUWAN (Member of the subcommittee, Independent director)	2	/	2	2/2 (100.00%)
3 Mr. JOHN EDWIN RIGGINS (Member of the subcommittee)	2	/	2	2/2 (100.00%)
4 Mr. JASON KIN HOI FANG (Member of the subcommittee)	2	/	2	2/2 (100.00%)
5 Mr. THENG WEI TAN (Member of the subcommittee)	2	/	2	2/2 (100.00%)
<b>Average meeting attendance rate</b>				<b>(100.00%)</b>

## The results of duty performance of Human Resource, Remuneration and Corporate Governance Committee

### Composition and Qualifications

During 2025, the Human Resource, Remuneration and Corporate Governance Committee (HRG Committee) comprised the following members:

1. Mr. Vichate Tantiwanich Chairman
2. Mrs. Pornpring Suksantisuwan Member
3. Mr. Jason Kin Hoi Fang Member
4. Mr. John Edwin Riggins Member
5. Mr. Theng Wei Tan Member

### Roles, Duties, and Scope of Work

The HRG Committee plays a key role in supporting the Board of Directors in establishing corporate governance policies and overseeing the Company's operations to ensure alignment with good corporate governance principles. The Committee also supports, develops, and supervises business-driving processes to promote sustainable growth. The Committee performed its duties in accordance with its Charter/Articles approved by the Board of Directors.

### Meetings and Attendance

In 2025, the HRG Committee held 5 meetings to perform its duties within the scope approved by the Board of Directors.

### Nomination Process and Criteria

The HRG Committee's nomination-related duties during the year included:

1. Nominating qualified individuals to replace directors retiring by rotation and proposing nominees to the Board of Directors and/or the shareholders meeting for approval (as applicable).
2. Facilitating opportunities for minority shareholders to propose meeting agenda items and director nominees in advance of the Annual General Meeting of Shareholders, in line with good corporate governance practices; in the reporting year, there were **no** shareholder proposals of director nominees.
3. Considering and proposing suitable directors to serve on subcommittees for the Board's appointment, as deemed appropriate.

### Board Composition Planning and Skills Matrix Review

The HRG Committee supported the Boards composition planning by considering qualified candidates for directorship and subcommittee roles and ensuring that the Board and committees remain appropriately structured to discharge their duties effectively, consistent with the Companys governance framework.

#### **Director and Executive Performance Evaluation Approach**

During FY2568 (2025), the HRG Committee reviewed and improved the Board of Directors performance evaluation forms (both board-level and individual evaluations) to enhance completeness and alignment with good practices of the Stock Exchange of Thailand. The Committee also arranged the HRG Committees self-evaluation and reported the results to the Board of Directors for performance development, with disclosure in the Form 56-1 One Report.

#### **Remuneration Policy and Determination Process**

The HRG Committee considered and proposed remuneration for directors, subcommittees, and Chief Executive Officers. The consideration criteria included benchmarking against peer companies in the same industry to ensure remuneration appropriateness relative to duties and responsibilities and alignment with the Companys overall performance. The Committee proposed remuneration matters to the Board of Directors for approval prior to submission to the Annual General Meeting of Shareholders for approval, as applicable.

#### **Succession Planning (Board and Key Executives)**

The HRG Committee oversaw the Companys succession planning and management continuity planning for senior executives and key positions to support organizational continuity and readiness.

#### **Director Development and Training Oversight**

The HRG Committee supported governance and capability development through improvements to evaluation frameworks and by maintaining guidelines that promote director effectiveness and appropriate qualifications for discharging duties, consistent with the Companys governance practices.

#### **Summary of Performance and Key Outcomes**

In FY2568 (2025), the HRG Committee discharged its duties in accordance with its Charter and supported the Board in key areas of nomination, remuneration governance, performance evaluation enhancement, and governance policy development. During the year, the Company revised corporate governance-related policies and guidelines in line with good practices, including the corporate governance policy, business ethics handbook, anti-corruption policy and guidelines, and whistleblowing and complaint policy and guidelines. The Committee also considered and approved the Fit and Proper Policy for the Board of Directors to promote appropriate qualifications and capabilities of directors and to support good corporate governance within the organization, and implemented this policy as a guideline for evaluating Board performance at both board and individual levels.

Mr. Vichate Tantiwanich Chairman of the Human Resource, Remuneration and Corporate Governance Committee

## Corporate Sustainability Policy

### Information on policy and goals of sustainable management

#### Sustainability Policy

Sustainability Policy : Yes

#### Driving Business for Sustainability

##### Sustainability Management Policy and Goals

DV8 recognizes the importance of conducting business responsibly under principles of good corporate governance, integrity, and transparency, while considering impacts on stakeholders throughout the value chain. The Company integrates sustainability management into business operations comprehensively and in alignment with short- and long-term strategy. Sustainability management supports business continuity, protects stakeholder trust, and enhances long-term value creation as DV8 continues its transformation.

In 2025, DV8 strengthened its sustainability management approach by reinforcing governance oversight, clarifying sustainability priorities linked to the business model, and embedding sustainability considerations into risk management, investment discipline, and operational execution. Sustainability goals emphasize (i) responsible and ethical business conduct, (ii) customer and data protection, (iii) workforce capability and wellbeing, (iv) efficient resource use and waste reduction, and (v) transparent performance monitoring.

#### ESG Vision and Strategy

##### Sustainability Vision

DV8's sustainability vision is to build a resilient, trusted, and future-ready business that creates sustainable value for shareholders and stakeholders by operating with strong governance, responsible innovation, and disciplined risk management while delivering services that support customers and partners and maintaining accountability for social and environmental impacts across the value chain.

##### Strategic ESG Pillars

DV8's ESG strategy is structured around three pillars reflecting both the existing operating base and transformation toward digital asset initiatives:

1. Environmental Stewardship: DV8 manages environmental impacts relevant to operations by promoting efficient resource use, reducing waste, and encouraging responsible environmental behavior. The Company seeks practical improvements in operational processes, such as digital delivery to reduce physical materials.
2. Social Responsibility: DV8 practices responsible business conduct that protects and develops people and communities. Key focus areas include fair labor practices and respect for human rights, employee wellbeing and workplace safety, capability building and reskilling, customer responsibility, and protection of customer information.
3. Governance Excellence: Governance is the foundation of DV8's sustainability approach. The Company emphasizes integrity, transparency, fair competition, and ethical conduct through compliance with its Code of Conduct. DV8 applies disciplined risk management and internal controls to support business continuity and protect stakeholder trust.

#### Integration with Business Strategy

DV8 integrates ESG into strategic planning and execution across two primary streams: (1) Digital Asset Strategic Investment and (2) Media Business.

##### (1) Digital Asset Strategic Investment

DV8's digital asset direction centers on strategic investment governance, notably its indirect investment in Bitplanet the first listed firm in South Korea to adopt a Bitcoin Treasury Plan. ESG integration focuses on:

1. Governance and Risk Discipline: Board/committee oversight, defined approval gates, clear accountability, and investment policy alignment to manage market volatility and valuation risks.

2. Transparency and Stakeholder Confidence: Clear disclosure principles regarding fair value of digital asset investments and disciplined communication.
3. Responsible Operations: Risk-based vendor selection and service-level governance for critical third parties supporting future custody and security processes.

## (2) Media Business

For the core media platform including in-store audio media and brand activation services for major retail partners such as Big C, Lotus's, and 7-Eleven ESG integration focuses on:

1. Operational Excellence and Customer Satisfaction: Maintaining reliable service delivery and responsible content handling across the nationwide retail footprint.
2. Resource Efficiency: Expanding digital workflows and online distribution to reduce physical materials (e.g., reducing CD usage) and related logistics.
3. People and Capability: Training and reskilling the core workforce for technology-enabled operations and maintaining a safe, respectful workplace following recent restructuring.
4. Cyber and Data Protection: Continuous improvement of security controls to safeguard customer and stakeholder information in compliance with PDPA.

**Table: ESG Pillars and Strategic Alignment**

ESG Pillar	Strategic Focus	Key Commitments and Focus Areas in 2025
Environmental Stewardship	Media Business Operations	Resource efficiency (e.g., digital delivery), waste reduction (e.g., CD reduction), employee awareness
Social Responsibility	All business streams	Fair labor, human rights, reskilling workforce, customer responsibility, data privacy
Governance Excellence	Investment & Media Governance	Strong oversight, ethical conduct, investment discipline, risk management, transparency

**Table: ESG Integration by Strategic Stream**

Strategic Stream	Key ESG Risks / Considerations	Governance and Control Approach	Implementation Status
Digital Asset Strategic Investment	Market volatility, liquidity, investment valuation, stakeholder trust	Board/committee approval gates; investment discipline; monitoring and reporting	Ongoing operations and modernization
Media Business	Service continuity, resource efficiency, workforce capability/retention, cyber risks	Operational controls; PDPA compliance; training and awareness	Ongoing operations and modernization

## Materiality Assessment (GRI 3)

DV8 applies materiality to identify and prioritize sustainability topics reflecting (i) DV8's significant impacts on the economy, environment, and people (including human rights impacts), and (ii) sustainability matters that could influence

value creation over time. In 2025, as part of transformation and governance strengthening, DV8 established a roadmap to implement a formal materiality assessment process aligned with GRI 3: Material Topics. The assessment will define sustainability priorities, enhance ESG governance, improve data management and disclosure quality, and align sustainability initiatives with business strategy and risk management.

**Process and Governance**

DV8's materiality process is overseen at the governance level and implemented by management through cross-functional coordination. Oversight and guidance are provided through the governance structure, including the Human Resource, Remuneration and Corporate Governance Committee ("HRG Committee"), which monitors corporate governance and sustainability-related policies and provides recommendations to the Board of Directors. A responsible management working team coordinates materiality assessment activities, including stakeholder engagement, impact and financial materiality screening, prioritization, and reporting.

**Table: Materiality Assessment Governance and Responsibilities**

Governance / Function	Key Responsibilities in Materiality Assessment	Frequency
<b>Board of Directors</b>	Approve ESG direction and material topics for disclosure and strategy alignment	At least annually
<b>HRG Committee</b>	Provide guidance and recommendations; monitor sustainability policy and implementation progress; oversee governance and sustainability alignment	At least annually
<b>Management / ESG Working Team</b>	Conduct stakeholder engagement; collect data; assess impacts; prioritize topics; propose targets and action plans	Annually / As required
<b>Risk Management Function</b>	Align material topics with enterprise risk management and emerging risk monitoring	Ongoing
<b>Internal Audit / Compliance</b>	Review process controls and disclosure readiness; support assurance approach	As required

**Stakeholder Engagement in the Materiality Process**

DV8 engages key stakeholders across its value chain to understand expectations, concerns, and potential impacts. Stakeholder input is collected through appropriate channels such as interviews, surveys, meetings, and management dialogues, and informs prioritization of material topics. Engagement outcomes are documented and reviewed to ensure completeness and traceability for disclosure.

**Table: Stakeholders and Engagement Approach for Materiality Assessment**

Stakeholder Group	Key Engagement Channels	Key Topics Considered
Shareholders and Investors	AGM, analyst/IR meetings, investor communications	Governance, transparency, risk oversight, financial resilience, strategy execution
Employees	Town halls, surveys, training sessions, grievance channels	Wellbeing, capability development, fair labor practices, ethics culture
Customers (Media Business)	Customer meetings, service reviews, complaints handling	Service quality, campaign performance, responsible marketing, data privacy
Retail Partners / Concession Partners	Contract governance, operational coordination meetings	Service continuity, compliance with agreements, operational reliability
Regulators and Relevant Authorities	Compliance reporting, regulatory consultations (as applicable)	Compliance readiness, disclosure discipline, customer protection expectations
Suppliers and Technology Partners	Vendor assessment, performance reviews, contract management	Service continuity, cybersecurity, responsible procurement
Communities / Society	CSR activities, community engagement	Social contribution, responsible conduct, community impacts

### Material Topics and Prioritization

DV8 prioritizes sustainability topics using a structured approach considering:

1. Significance of impacts: Assessing severity, scale, scope, and likelihood of DV8's impacts on people and the environment.
2. Relevance to business value and stakeholder decisions: Including alignment with strategy, risk profile, and governance priorities.

In 2025, DV8 identified a preliminary set of sustainability topics for disclosure readiness and management focus during the transformation phase. These topics will be validated and refined through the formal materiality process.

### Table: Preliminary Material Topics

Topic Cluster	Preliminary Material Topic	Relevance to DV8 Operations	Management Focus in 2025
<b>Governance &amp; Integrity</b>	Corporate governance, ethics, anti-corruption	Critical for trust during transformation and investment discipline	Strengthen policy framework and oversight
<b>Compliance &amp; Responsible Conduct</b>	Regulatory compliance and disclosure discipline	SET-listed obligations; transaction/investment governance	Improve controls and review processes
<b>Cybersecurity &amp; Data Privacy</b>	Cyber security and data protection	Technology-enabled operations and stakeholder trust	Enhance controls, monitoring, and awareness
<b>Customer Responsibility</b>	Service quality, customer satisfaction, complaint handling	Core to media services and brand activation credibility	Improve service delivery and responsiveness
<b>Human Capital</b>	Talent development, reskilling, wellbeing	Required for transformation and operational continuity following restructuring	Training and workforce development roadmap
<b>Responsible Procurement</b>	Supplier and vendor management	Reliance on technology and service partners	Vendor governance and performance management
<b>Environment</b>	Resource efficiency and waste reduction	Operational relevance (office, devices, logistics)	Practical efficiency initiatives and baseline planning

### Measurable Targets

DV8 recognizes that measurable targets drive accountability, enable performance tracking, and support transparent sustainability disclosure. In 2025, the Company is strengthening ESG data readiness and establishing baseline information. DV8 will implement a phased approach to target-setting, beginning with baseline establishment and governance strengthening, followed by measurable improvements and longer-term commitments aligned with business strategy in 2026 onward.

Reference link for sustainability policy : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

### Sustainability management goals

Does the company set sustainability management goals : Yes

**Sustainability Management Framework** The Company is committed to conducting its business in alignment with sustainable development principles, encompassing economic, social, and environmental dimensions. The following objectives guide the Company's sustainability strategy:

**Economic Dimension** The Company aims to strengthen long-term economic resilience and value creation through:

- 1) Innovation and Service Excellence: Continuously developing innovative solutions to deliver high-quality, efficient services that meet evolving customer needs while maximizing sustainable returns.
- 2) Data Security and Privacy Protection: Enhancing information systems to safeguard customer data against cyber threats and ensure strict protection of personal information.
- 3) Enterprise Risk Management: Implementing comprehensive risk management practices by identifying, assessing, and mitigating risks and opportunities across the entire business value chain.
- 4) Good Corporate Governance: Upholding transparency, accountability, fair competition, and ethical conduct in all business operations.
- 5) Customer Relationship Management: Maintaining high levels of customer satisfaction through effective engagement, as well as establishing accessible channels for feedback and complaint resolution.

**Social Dimension** The Company is dedicated to contributing positively to society through:

- 1) Corporate Social Responsibility: Supporting community development initiatives that enhance quality of life and promote social well-being and human rights.
- 2) Human Capital Development: Investing in employee development by equipping personnel with essential skills, fostering career progression, and implementing structured development plans.
- 3) Occupational Health and Safety: Ensuring a safe and healthy work environment by adhering to occupational health and safety standards and continuously improving workplace conditions.
- 4) Stakeholder Engagement: Building collaborative relationships with public and private sector organizations to advance sustainable social and community development.

**Environmental Dimension** The Company strives to minimize environmental impact and promote resource efficiency through:

- 1) Resource Efficiency and Climate Action: Encouraging efficient use of resources and raising awareness to reduce greenhouse gas emissions from business operations.
- 2) Waste Management: Reducing waste generation and promoting proper waste management practices, including waste segregation, reduction, and recycling, supported by employee awareness and participation.

United Nations SDGs that align with the organization's sustainability management goals	:	Goal 3 Good Health and Well-being, Goal 4 Quality Education, Goal 7 Affordable and Clean Energy, Goal 9 Industry, Innovation and Infrastructure, Goal 11 Sustainable Cities and Communities, Goal 13 Climate Action
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## Information on review of policy and/or goals of sustainable management over the past year

### Review of policy and/or goals of sustainable management over the past year

Has the company reviewed the policy and/or goals of sustainable management over the past year : No

Has the company changed and developed the policy and/or goals of sustainable management over the past year : No

## Information on impacts on stakeholder management in business value chain

### Business value chain

### 3.2 Management of Impact on Stakeholders in the Value Chain

DV8 manages stakeholder impacts across its value chain to maintain business continuity, safeguard stakeholder trust, and support long-term value creation. In 2025, the Company continued operating its established media business comprising in-store audio media and brand activations as its principal cash-generating base while progressing transformation toward digital asset initiatives. DV8's stakeholder management framework covers both existing stakeholders connected to the media business and stakeholders relevant to future digital asset initiatives, emphasizing responsible conduct, customer and consumer protection, data protection, ethical business practices, and transparent communication.

**3.2.1 Value Chain Overview**

DV8's value chain reflects its role as an intermediary connecting advertisers and brand owners with consumers through media inventory and content delivered via retail concession channels. The Company focuses on developing access to concession sources, managing campaigns, and providing channels for feedback to support service quality.

**Upstream Stakeholders**

Key upstream stakeholders include retail concession partners (such as Big C, Lotus's, and 7-Eleven), technology vendors, and advertising agencies. Engagement focuses on reliability, service continuity, and compliance with contractual obligations.

**Internal Operations**

1. Media Business Operations: In-store audio media, brand activation services, content production, and service delivery across the retail footprint.
2. Innovation and Investment Direction: Activities related to investment governance for digital asset initiatives, including policy development and risk management.
3. Shared Functions: Finance, legal/compliance, human resources, corporate governance, and investor relations.

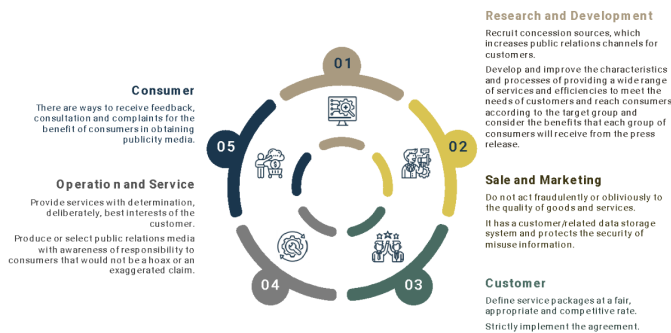
**Downstream Stakeholders**

Downstream stakeholders include media customers, consumers exposed to media content in retail locations, and future participants in digital asset activities. DV8 emphasizes fair service, consumer protection, and confidentiality of information.

**Employees as Enablers**

Employees are central to delivering service quality and executing transformation. Following 2025 restructuring, the Company focuses on supporting the remaining core workforce through fair practices and capability development.

**Business value chain diagram**



DV8 Value Chain and Key Stakeholders

**Analysis of stakeholders in the business value chain**

**Details of stakeholder analysis in the business value chain**

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<b><u>Internal stakeholders</u></b>			
<ul style="list-style-type: none"> <li>• Employees</li> </ul>	<ul style="list-style-type: none"> <li>- Compensation, Benefits, and Welfare</li> <li>- Job Security and Income</li> <li>- Career Advancement Opportunities</li> <li>- Workplace Safety and Occupational Health</li> <li>- Knowledge Development</li> <li>- Job Satisfaction</li> </ul>	<ul style="list-style-type: none"> <li>- Establish fair and appropriate compensation and benefits management aligned with roles and responsibilities, through regular job evaluation and analysis to ensure current relevance.</li> <li>- Respect and protect the personal freedom and rights of all employees, including the right to express opinions fairly.</li> <li>- Support and promote the development of employee potential at all levels.</li> <li>- Maintain a safe and secure work environment for the well-being and property of all employees.</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> <li>• Internal Meeting</li> <li>• Complaint Reception</li> <li>• Employee Engagement Survey</li> <li>• Satisfaction Survey</li> <li>• Training / Seminar</li> </ul>
<b><u>External stakeholders</u></b>			

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Shareholders</li> </ul>	<ul style="list-style-type: none"> <li>- Enhance competitiveness, profitability, and dividend payout ability.</li> <li>- Manage and mitigate risks that may impact the Company's business operations in both the short and long term.</li> <li>- Ensure access to governance information and transparent disclosure.</li> <li>- Disclose information and the Company's operating results accurately and in a timely manner.</li> </ul>	<ul style="list-style-type: none"> <li>- Enhance the quality and management strategies to ensure effective competitiveness, including the development of management systems using modern technology.</li> <li>- Analyze, monitor, inspect, and prepare risk management measures for the entire organization in the short term, long term, and emerging risks.</li> <li>- Provide opportunities for shareholders to directly submit feedback and complaints to the company.</li> <li>- Disclose information accurately in accordance with the guidelines on information disclosure for listed companies.</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> <li>• Annual General Meeting (AGM)</li> <li>• Complaint Reception</li> </ul>

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Consumers</li> <li>• Customers</li> </ul>	<ul style="list-style-type: none"> <li>- Receiving quality service and impressive experience</li> <li>- Easy accessibility when customers or consumers encounter problems</li> <li>- Treating customers or consumers with equality</li> <li>- Respecting human rights, not taking advantage of customers and consumers</li> <li>- Maintaining good confidentiality of trade secrets</li> </ul>	<ul style="list-style-type: none"> <li>- Committed to developing and creating innovations to provide up-to-date services that meet the needs of customers and consumers.</li> <li>- Refrain from any deceptive or misleading practices regarding the quality of products and services.</li> <li>- Provide accessible complaint channels through various platforms.</li> <li>- Adhere to the principles of treating customers fairly and equally, without taking advantage of customers and consumers.</li> <li>- Implement a system for customer and consumer data storage and protection against unauthorized use.</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> <li>• Complaint Reception</li> </ul>
<ul style="list-style-type: none"> <li>• Community</li> <li>• Society</li> </ul>	<ul style="list-style-type: none"> <li>- The Company's business operations must not have a negative impact on society, communities, and the environment.</li> <li>- Receiving beneficial public relations coverage in appropriate amounts.</li> </ul>	<ul style="list-style-type: none"> <li>- Conduct business with prudence and caution to prevent impacts on society, communities, and the environment.</li> <li>- Respect human rights and promote social equality.</li> <li>- Comply with laws, regulations, and other relevant international standards or practices.</li> </ul>	<ul style="list-style-type: none"> <li>• Social Event</li> <li>• Online Communication</li> </ul>

Group of stakeholders	Stakeholders expectations	Responses to stakeholder expectations	Channels for engagement and communication
<ul style="list-style-type: none"> <li>• Others</li> <li>• Environment</li> </ul>	<ul style="list-style-type: none"> <li>- Efficient Use of Natural Resources</li> <li>- Environmental Impact Reduction</li> </ul>	<ul style="list-style-type: none"> <li>- Support social and environmental activities or projects in line with the business.</li> <li>- Promote and raise awareness on efficient resource utilization to reduce carbon footprint from the company's operations.</li> <li>- Proper waste management within the company.</li> </ul>	<ul style="list-style-type: none"> <li>• Social Event</li> <li>• Online Communication</li> </ul>
<ul style="list-style-type: none"> <li>• Creditor</li> </ul>	<ul style="list-style-type: none"> <li>- Received debt repayment accurately, on time, and in accordance with the agreed terms.</li> <li>- Financial reporting is accurate, transparent, and auditable.</li> </ul>	<ul style="list-style-type: none"> <li>- Strictly comply with the conditions, requirements, and/or agreements.</li> <li>- Refrain from engaging in any fraudulent activities or concealing any material information or facts that may cause damage to the creditor.</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> <li>• Complaint Reception</li> </ul>
<ul style="list-style-type: none"> <li>• Competitors</li> </ul>	<p>Act with honesty and integrity within the framework of the competition rules.</p>	<ul style="list-style-type: none"> <li>- Operate within the framework of fair competition and relevant laws, including not taking advantage of competitors through unlawful means.</li> <li>- Do not damage the reputation of competitors by making false accusations or attacking them without factual information.</li> </ul>	<ul style="list-style-type: none"> <li>• Online Communication</li> <li>• Complaint Reception</li> </ul>

## Information on organization's material sustainability topics

### Organization's material sustainability topics

The company has identified its sustainability materiality topics : Yes

Over the past year, the company has reviewed its sustainability materiality topics : No

### Details of organization's material sustainability topics

The names of the sustainability materiality topics	Subjects related to the sustainability materiality topics
Resource efficiency and waste reduction	<ul style="list-style-type: none"><li>• Environmental Management Standards Policy and Compliance</li></ul>
Corporate Governance, Ethics, Anti-Corruption	<ul style="list-style-type: none"><li>• Good Governance</li></ul>

## Information on sustainability report

### Corporate sustainability report

Corporate sustainability report : Doesn't Have data

### Company sustainability disclosure aligned with standards

## Sustainability risk management

### Information on risk management policy and plan

#### Risk management policy and plan

DV8 Public Company Limited ("the Company") recognizes that systematic risk management, aligned with international standards, is essential to executing strategy and achieving business objectives. The Company applies enterprise-wide risk management to identify risks and opportunities promptly, reduce uncertainty in operating outcomes, and support value creation while safeguarding shareholder and stakeholder interests in accordance with good corporate governance principles.

#### Risk Management Framework

The Company's risk management framework follows the COSO Enterprise Risk Management-Integrated Framework (COSO-ERM) and Stock Exchange of Thailand (SET) guidelines. The policy establishes four core objectives:

1. **Strategic Objectives:** High-level goals linked to the mission and value creation.
2. **Operations Objectives:** Focus on the efficient and effective use of resources.
3. **Reporting Objectives:** Ensure accurate, reliable, and timely financial and non-financial reporting.
4. **Compliance Objectives:** Ensure strict adherence to relevant laws and regulations.

#### Risk Management Governance

To embed risk management into daily operations, the Company maintains a defined governance structure:

Level	Key Roles and Responsibilities
Board of Directors	Approves the risk management policy and plans; acknowledges quarterly performance reports.
Audit Committee	Monitors, advises, and evaluates the overall effectiveness of the risk system.
Risk Management Working Team	Proposes guidelines; coordinates, monitors, and compiles quarterly reports for the Committee.
Department Risk Coordinators	Responsible for department-level risk plans and reporting operational results to the Working Team quarterly.
Executives and Employees	Comply with processes; identify and analyze risks within their respective areas.

The Company reviews the Risk Management Policy at least annually, or when material changes occur. The current revised policy is effective from February 26, 2026.

#### 1) Risk Identification and Assessment

DV8 applies a structured enterprise risk management process aligned with COSO-ERM and the Company's internal seven-step procedure. This ensures risks affecting corporate and functional objectives are identified, assessed, prioritized, and managed consistently. Risk management is embedded into planning and operations to enable timely decision-making and effective internal control.

#### Risk Identification

Risk identification focuses on internal and external events that may hinder objective achievement. Risk owners identify these factors by considering annual plans, projects, and KPIs. The Company utilizes several systematic methods:

1. **Experience-Based Analysis:** Reviewing past data and recorded errors.
2. **Work Procedure Manuals:** Analyzing operational steps for potential disruptions.
3. **Brainstorming:** Group sessions with relevant internal and external stakeholders.

4. **Questionnaires and Checklists:** Direct inquiries and standardized periodic self-assessments.

Identified risks are analyzed by their key drivers and expected impacts both direct (immediate) and indirect (subsequent) and are consolidated into the corporate risk register.

**Risk Assessment:** Inherent Risk and Residual Risk

The Company assesses risks using two dimensions: Likelihood (the probability of occurrence) and Impact (the severity of damage). This assessment is performed at two levels:

1. **Inherent Risk:** The risk level existing naturally in business operations before any controls are applied.
2. **Residual Risk:** The remaining risk level after implementing internal controls and mitigation measures.

## 2) Risk Mitigation

DV8 manages risks through a structured mitigation framework designed to reduce residual risk to acceptable levels within the Company's risk appetite. Mitigation measures are determined based on assessed risk level and implemented through appropriate risk responses, internal controls, action plans, assigned risk ownership, and ongoing monitoring.

### Risk Response Strategies (4T's)

For each material risk, DV8 selects an appropriate response strategy considering the nature of the risk, cost-benefit, operational feasibility, and potential impact on business objectives. Risk responses may be applied individually or in combination:

1. **Terminate (Avoid):** Discontinue or not undertake the activity that creates the risk to eliminate exposure.
2. **Treat (Reduce/Mitigate):** Implement additional activities or controls to lower likelihood or impact to acceptable levels.
3. **Transfer (Share):** Shift or share risk exposure with a third party through insurance or outsourcing.
4. **Take (Accept):** Accept the risk within defined appetite when existing controls are sufficient or further mitigation cost outweighs benefits.

### Risk Mitigation Planning and Action Plans

Where inherent risk is assessed as high or residual risk remains above the Company's appetite (above Moderate), DV8 requires additional mitigation measures through formal action plans. These plans specify control improvements and operational measures required to reduce residual risk, along with accountable owners, timelines, resources, and measurable outcomes. Upon completion, the Company mandates re-assessment of Expected Residual Risk to confirm return to acceptable levels.

**Table 2.1.2-1: Risk Response Strategies (4T's)**

Risk Response Strategy	Description	Typical Applications / Examples
<b>Terminate (Avoid)</b>	Discontinue or do not undertake the activity that creates the risk.	Stop or redesign a process, decline a transaction, or halt a project with unacceptable exposure.
<b>Treat (Reduce / Mitigate)</b>	Implement controls or actions to lower likelihood and/or impact.	Strengthen process controls, implement preventive/detective controls, system hardening, and training.
<b>Transfer (Share)</b>	Shift risk exposure or responsibility to a third party.	Insurance, outsourcing with service-level agreements, and contractual indemnities.
<b>Take (Accept / Tolerate)</b>	Accept the risk within appetite with monitoring.	Low/Moderate risks with effective existing controls; monitor via KRIs and periodic review.

Table 2.1.2-2: Action Plan Elements and Requirements

Action Plan Element	Requirement
Risk Description	Clear statement of risk event, drivers, and affected objectives.
Current Controls	Summary of existing preventive, detective, or corrective controls.
Inherent Risk Rating	Likelihood, Impact, and Risk Score prior to controls.
Residual Risk Rating	Likelihood, Impact, and Risk Score after existing controls.
Gap / Weakness	Control gaps or root causes requiring mitigation.
Mitigation Actions	Specific actions to reduce likelihood and/or impact (Reduce Likelihood/Impact).
Owner and Responsible Unit	Named risk owner and supporting functions.
Timeline / Milestones	Target dates with intermediate checkpoints.
Resources / Budget	Required resources, tools, and funding (if applicable).
Key Risk Indicators (KRIs)	Metrics and thresholds to monitor risk movement.
Expected Residual Risk	Target residual risk level upon completion of actions.
Status Tracking	Progress, issues, dependencies, and completion evidence.

### Control Framework and Mitigation Measures

Risk mitigation is implemented through internal controls and management actions integrated into normal business operations, designed to provide reasonable assurance regarding objective achievement. The Company classifies control activities into four types:

1. **Preventive Controls:** Deter or prevent undesirable events from occurring.
2. **Detective Controls:** Identify and expose issues or errors promptly after occurrence.
3. **Corrective Controls:** Remedy errors, restore operations, and prevent recurrence through root-cause analysis.
4. **Directive/Compensating Controls:** Guide behavior toward desired outcomes or reduce exposure when primary controls are constrained.

### Monitoring, Review, and Continuous Improvement

DV8 monitors risk mitigation effectiveness through periodic reviews of risk status, control performance, and mitigation action plan progress. Monitoring is systematic and continuous, considering risk trends, operational changes, incident/near-miss data, and Key Risk Indicator (KRI) movement against defined thresholds. This enables timely response to changes and ensures risks remain at acceptable levels.

Risk registers and assessments are updated regularly to reflect the evolving business environment, new risk drivers, and verified effectiveness of implemented controls. This continuous improvement cycle includes root-cause analyses of incidents to strengthen organizational resilience and prevent recurrence.

### Reporting and Accountability

Risk owners are directly accountable for implementing mitigation measures and maintaining effective controls within their areas of responsibility. The Company maintains a structured reporting cadence:

1. **Department Level:** Risk coordinators report operational results and action plan status to the Working Team quarterly.
2. **Working Team:** Compiles and analyzes significant risk movements and incidents for the Risk Management Committee.

**Committee and Board:** Review quarterly reports to ensure effective policy implementation and support strategic decision-making.

Reference link to risk management policy and plan : [https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E\\_ONE\\_REPORT\\_DV8E.pdf](https://dv8.co.th/wp-content/uploads/2025/11/4.2%20E_ONE_REPORT_DV8E.pdf)

## Information on ESG risk factors management standards

### ESG risk factors management standards

Standards on ESG risk management : Yes  
Standards on ESG risk management : COSO - Enterprise risk management framework (ERM)

## Information on ESG risk factors

### Risk factors on business operation

### Operational risk associated with the Company or the group of companies

#### Risk 1 Strategic Risk

Related risk factors : Strategic Risk

- Behavior or needs of customers / consumers
- Reliance on large partners / distributors or few partners / distributors
- Economic risk

ESG risk factors : No

#### Risk characteristics

Strategic risks may materially impact the Company's ability to achieve high-level objectives, long-term competitiveness, and sustainable growth.

#### Risk 1: Macroeconomic and Market Volatility Risk

Revenue from in-store media and marketing activation is highly sensitive to Thailand's macroeconomic climate. Inflationary pressures, elevated household debt, and geopolitical uncertainties may reduce advertiser marketing budgets and weaken consumer spending. The Company addresses this exposure by strengthening sales capabilities, refining sales strategies, and expanding online content production services.

#### Risk 2: Concession and Retail Partner Concentration Risk

Related Risk Topics: Strategic and Business Risk

#### Risk Description

The Company's in-store media infrastructure relies on concessions and access rights from major retail partners. Concession terms and renewal outcomes vary, and non-renewal of key agreements represents significant risk to advertising inventory and revenue capacity. The Company manages this risk by maintaining strong partner relationships, offering competitive revenue-sharing arrangements, and continuously improving service quality.

#### Risk 3: Shifting Consumer Behavior and Channel Migration Risk

Consumer purchasing patterns are shifting toward online channels and faster in-store shopping, reducing dwell time in retail environments. This trend may diminish the effectiveness of in-store audio advertisements. If advertisers reallocate budgets to digital channels faster than the Company can adapt, revenue pressure may increase. The Company addresses this by developing digital audio platforms and expanding online content production capabilities.

**Risk-related consequences**

1. Significant economic downturns would materially reduce sales volume and profitability in the core media platform. Advertisers typically cut marketing budgets disproportionately even during modest slowdowns. The Company is pursuing investment opportunities in complementary business areas to diversify income sources.
2. Loss of key concessions would directly reduce advertising inventory and revenue. It may also affect market credibility with advertisers and limit business expansion plans dependent on retail presence. Competitors with secured concessions could capture market share.
3. Reduced in-store traffic and dwell time may lower advertiser demand for point-of-sale media, directly impacting revenue. Failure to adapt may result in loss of market relevance. Transition to digital platforms requires investment in technology, infrastructure, and specialized personnel, potentially increasing costs in the short term.

**Risk management measures**

1. Expand sales team and refine commercial strategies. Diversify customer base and product offerings. Pursue strategic investments in adjacent business areas.
2. Maintain strong retail partner relationships. Ensure competitive commercial terms and service quality. Continuously expand retail partner network.
3. Develop new digital products and audio streaming channels. Expand content production capabilities. Accelerate innovation in online advertising platforms.

**Risk 2 Operating Risk**

Related risk factors : Strategic Risk

- Reliance on large partners / distributors or few partners / distributors

Operational Risk

- Human error in business operations

ESG risk factors : No

**Risk characteristics**

Operating risks arise from internal processes, human resources, systems, suppliers, and execution capabilities that may disrupt operations or degrade service quality.

**Risk 1: Critical Supplier and Single-Source Dependency Risk**

The Company's in-store broadcasting infrastructure relies on specialized equipment and software from a key vendor. Disruption in the vendor's ability to deliver equipment, maintenance support, or software enhancements may delay installations, disrupt service continuity, and limit revenue generation capacity. The Company maintains ongoing communication with its key supplier to manage the relationship, ensure service continuity, and enhance equipment capabilities.

**Risk 2: Dependence on Advertising and Marketing Agencies Risk**

Related Risk Topics: Operating Risk

**Risk Description**

Significant advertising revenue is sourced through agencies managing budgets for large brand customers. If agency relationships weaken, rebate terms become less competitive, or spending allocations shift to other channels, the

Company may experience reduced sales volume. Over-reliance on a limited number of agencies increases counterparty and concentration risks. The Company manages this by maintaining strong agency relationships, offering competitive trade rebates, and expanding direct sales capabilities to non-agency clients.

### **Risk 3: Service Continuity and Delivery Quality Risk**

The Company's value proposition depends on consistent broadcast quality, operational uptime, and timely campaign execution across a large retail footprint. Failures in scheduling, content delivery, equipment reliability, or customer service may lead to client dissatisfaction, revenue loss, and reputational impacts. The Company implements preventive maintenance programs, operational controls, and service performance monitoring to ensure service continuity.

#### **Risk-related consequences**

1. Supply disruption would create obstacles in installing and maintaining broadcasting systems in retail locations, directly affecting revenue from those points of sale. Revenue loss may occur if the Company cannot procure necessary equipment. Switching to alternative suppliers may increase procurement and operating costs due to integration complexity. Service interruptions may damage the Company's reputation with retail partners, advertisers, and customers.
2. Over 50 percent of the Company's revenue currently flows through advertising agencies. Weakened agency relationships or budget reallocations could result in significant sales volatility and pricing pressure. The Company is actively expanding its direct client base across agency sizes to reduce dependence on any single agency partner.
3. System downtime, delivery errors, or operational issues may result in client dissatisfaction, contract disputes, and revenue loss. Reputational damage may affect the Company's ability to retain existing clients and attract new advertisers. Missed campaign deadlines or broadcast failures may lead to financial claims or loss of future business opportunities.

#### **Risk management measures**

1. Maintain strong vendor relationships and ongoing communication. Enhance equipment capabilities through collaborative development. Assess alternative sourcing options for contingency planning.
2. Strengthen agency relationships through competitive rebates and service quality. Develop direct sales capability to diversify revenue sources. Broaden agency partner base across large, medium, and small agencies.
3. Implement preventive maintenance and equipment reliability programs. Establish operational controls and quality assurance processes. Monitor service performance metrics and address issues promptly.

### **Risk 3 Financial Risk**

Related risk factors :

#### Financial Risk

- Liquidity risk
- Income volatility

ESG risk factors : No

#### **Risk characteristics**

Financial risks may affect earnings quality, cash flow stability, asset values, and the Company's ability to fund operations and strategic initiatives.

### **Risk 1: Investment Loss and Valuation Risk**

As the Company pursues diversification and strategic investments, it may face investment losses, impairment, or fair value volatility depending on investment nature and market conditions. Uncertainty in new business performance may result in slower returns, capital losses, or volatility in reported results. The Company applies rigorous investment screening and governance processes, defines clear success KPIs, and conducts periodic performance reviews to manage this exposure.

### **Risk 2: Liquidity and Cash Flow Management Risk**

Execution of new initiatives and business expansion may require capital and time before generating stable cash flows. If operating performance weakens or investment cash outflows exceed projections, the Company may face liquidity pressure. Effective cash flow forecasting, prioritization of investment phases, and maintaining adequate funding flexibility are critical to managing this risk.

**Risk 3: Revenue Concentration and Margin Pressure Risk**

Revenue concentration in specific customer segments, retailers, or agencies, as well as competitive pricing pressure, may lead to volatility in revenue and margins. Changes in concession revenue-sharing terms, rebates, or operating costs may further impact profitability. The Company addresses this by broadening its customer base, optimizing pricing and product mix, and maintaining cost discipline.

**Risk-related consequences**

1. New investments that fail to meet performance expectations could result in capital losses and earnings volatility. Impairment charges may affect reported financial results and reduce shareholder confidence. Extended payback periods may strain cash resources and limit capacity for future investments.
2. Liquidity constraints may limit the Company's ability to fund operations, pursue growth initiatives, or respond to unexpected expenses. Insufficient cash reserves could force unfavorable financing terms or delay strategic projects. Prolonged cash flow pressure may reduce financial flexibility and affect creditworthiness.
3. Heavy reliance on a limited number of customers, partners, or agencies increases vulnerability to revenue fluctuations if any key relationship weakens. Competitive pricing pressure may compress margins and reduce profitability. Unfavorable changes in concession terms or rebate structures could erode earnings.

**Risk management measures**

1. Apply rigorous investment screening and board-level governance. Define clear success KPIs and performance milestones. Conduct periodic investment performance reviews and reassessments.
2. Maintain robust cash flow planning and forecasting processes. Execute investments in phases aligned with cash generation capacity. Ensure adequate funding readiness and access to financing facilities.
3. Broaden customer base across segments and channels. Optimize pricing strategies and product mix to protect margins. Maintain cost discipline and operational efficiency.

**Risk 4 Compliance Risk**

Related risk factors :

Compliance Risk

- Change in laws and regulations
- Laws and regulations is not favorable for doing business
- Violations of laws and regulations
- Corporate Governance

ESG risk factors : Yes

**Risk characteristics**

Compliance risks involve legal, regulatory, and governance non-compliance that may result in penalties, reputational damage, operational disruption, and disclosure issues.

**Risk 1: Compliance with SET/SEC Requirements and Disclosure Obligations Risk**

As a SET-listed company, DV8 must comply with SEC Thailand and SET rules, including timely and accurate disclosures and governance requirements. The regulatory environment continues to evolve, requiring ongoing attention to new requirements and interpretation guidance. The Company maintains governance oversight, disclosure controls, and periodic compliance reviews to ensure adherence to all applicable regulations.

**Risk 2: Compliance Risk from Investments, Acquisitions, and Disposals**

Strategic investments and expansion activities may trigger additional compliance obligations, including requirements relating to acquisition or disposal of assets, connected transactions, and disclosure thresholds. Failure to comply with applicable rules, internal approval processes, or disclosure timing may lead to regulatory exposure and governance concerns. The Company applies board-level screening, clear approval gates, and strict adherence to SET/SEC transaction rules.

### **Risk 3: Contractual and Partner Compliance Risk**

The Company operates through contractual arrangements with retail partners, agencies, and suppliers. Non-compliance with contractual terms, service-level obligations, or concession conditions may result in disputes, loss of rights, or financial claims. The Company manages this through contract management processes, performance monitoring, and relationship governance to ensure obligations are met.

#### **Risk-related consequences**

1. Non-compliance with disclosure obligations or governance requirements may result in regulatory sanctions, fines, or enforcement actions. Reputational damage from compliance failures may reduce investor confidence and affect the Company's standing with stakeholders. Repeated or material violations could trigger heightened regulatory scrutiny or trading restrictions.
2. Non-compliance with asset acquisition or disposal rules may result in regulatory sanctions, transaction delays, or voided transactions. Connected transaction violations could expose the Company to legal challenges and shareholder disputes. Governance failures in investment processes may damage credibility with regulators and investors.
3. Breach of contractual obligations may lead to disputes, financial penalties, or termination of key agreements. Loss of concession rights due to non-compliance would directly impact revenue capacity. Supplier or partner disputes may disrupt operations and damage business relationships.

#### **Risk management measures**

1. Maintain robust governance oversight and board-level compliance monitoring. Implement disclosure controls and review processes. Conduct periodic compliance reviews and stay current with regulatory developments.
2. Apply board-level investment screening and approval processes. Define clear KPIs and approval gates for all significant transactions. Maintain strict compliance with SET/SEC rules on acquisitions, disposals, and connected transactions.
3. Implement contract management and obligation tracking systems. Monitor performance against service-level agreements and concession terms. Maintain proactive relationship governance with key partners and suppliers.

### **Risk 5 Emerging Risk**

Related risk factors : Strategic Risk  
• Changes in technologies

Operational Risk  
• Information security and cyber-attack  
• System disruption risk

ESG risk factors : Yes

#### **Risk characteristics**

DV8 monitors and manages emerging risks that may materially affect long-term business sustainability and strategic execution. These risks are particularly relevant given evolving stakeholder expectations regarding ESG performance and rapid technological developments. Emerging risks are identified through periodic reviews, management discussions, and environmental scanning, and assessed using standard Likelihood and Impact criteria.

### **Risk 1: ESG Risk**

ESG risks arise from environmental, social, and governance factors that may impact business continuity, reputation, cost of capital, and long-term competitiveness.

- Regulatory and Disclosure Expectations Risk
- Climate-Related and Environmental Impact Risk
- Governance and Stakeholder Trust Risk

### **Risk 2: Technology Risk**

Technology risks relate to pace of technology change, platform reliability, integration complexity, and technology obsolescence that may affect business performance, service delivery, and strategic execution. These factors are managed within the Company's broader operational risk framework.

- Technology Obsolescence and Platform Modernization Risk
- Integration and Implementation Risk for New Initiatives
- Third-Party Technology and Vendor Dependency Risk

### **Risk 3: Cyber Security Risk**

Cyber security risks involve unauthorized access, cyberattacks, system compromise, or data loss that may affect operations, customers, partners, and reputation. The Company manages these as a high-priority subset of operating risks to ensure integrity of digital transformation initiatives.

- Cyberattack and Service Disruption Risk
- Data Protection and Privacy Risk
- Incident Response and Recovery Readiness Risk

### **Risk-related consequences**

#### **1. ESG Risk Impact**

- Failure to meet evolving ESG disclosure standards may result in reputational damage and reduced investor confidence. Inadequate ESG data quality could lead to inaccurate reporting and regulatory scrutiny. Companies lagging in ESG transparency may face higher cost of capital and reduced access to sustainability-linked financing.
- Severe weather events may disrupt service delivery and damage equipment, leading to revenue loss and repair costs. Increasing stakeholder expectations for energy efficiency may require capital expenditure for equipment upgrades. Failure to address environmental concerns may affect relationships with ESG-conscious retail partners and advertisers.
- Governance weaknesses may lead to increased regulatory and investor scrutiny. Lack of transparency in strategic decisions may erode shareholder trust and affect stock valuation. Poor stakeholder engagement may damage relationships with key partners and reduce business opportunities.

#### **2. Technology Risk Impact**

- Aging infrastructure may lead to increased system downtime and higher maintenance costs. Outdated technology may limit the Company's ability to develop new products or meet evolving client requirements. Delayed modernization may reduce competitiveness and affect service quality.
- Project delays or cost overruns may strain resources and delay expected benefits. Operational disruption during implementation may affect service delivery and client satisfaction. Data inconsistency from poor integration may impair decision-making and reporting accuracy.
- Vendor service interruptions may disrupt operations and affect revenue. Product discontinuation or unfavorable terms may increase costs or require unplanned system changes. Over-reliance on a single vendor increases vulnerability to supply chain disruptions.

#### **3. Cyber Security Risk Impact**

- Successful cyberattacks may cause system downtime, disrupting service delivery and resulting in revenue loss. Reputational damage from publicized security incidents may affect client confidence and business relationships. Recovery from attacks may require significant time and resources, delaying normal operations.
- Data breaches may result in legal liability, regulatory penalties, and significant remediation costs. Loss of sensitive business or customer data may damage trust and affect business relationships. Privacy violations may trigger regulatory investigations and reputation harm.

- Delayed incident detection may allow attacks to escalate and cause greater damage. Inadequate backup and recovery capabilities may prolong system downtime and business disruption. Poor crisis communication may worsen reputational impact and stakeholder concerns.

## **Risk management measures**

### **1. ESG Risk Mitigation Measures**

- Strengthen ESG governance framework and board oversight. Improve ESG data collection, quality, and assurance processes. Monitor regulatory developments and align disclosure practices with evolving standards.
- Develop and maintain business continuity plans for climate-related disruptions. Plan equipment lifecycle and modernization aligned with efficiency requirements. Monitor physical and transition risks as part of ongoing risk assessment.
- Maintain robust board oversight and governance controls. Ensure transparent communication with shareholders and stakeholders. Establish clear decision gates and approval processes for strategic initiatives.

### **2. Technology Risk Mitigation Measures**

- Develop and maintain technology roadmap aligned with business strategy. Implement equipment lifecycle management and preventive maintenance programs. Execute phased upgrades to balance cost and operational continuity.
- Apply governance frameworks for project approval and oversight. Implement rigorous testing and change management processes. Define clear performance KPIs and monitor project milestones.
- Establish vendor governance frameworks and service level agreements. Develop contingency plans for critical vendor dependencies. Assess alternative sourcing options to reduce concentration risk.

### **3. Cyber Security Risk Mitigation Measures**

- Implement continuous security monitoring and threat detection. Maintain system hardening and timely patching protocols. Enforce strict access controls and deploy resilience measures.
- Establish data governance policies and classification standards. Implement least-privilege access controls and encryption for sensitive data. Conduct regular awareness training for employees on data handling practices.
- Develop and maintain incident response plans with clear escalation procedures. Conduct regular backup testing and recovery drills. Execute tabletop exercises and establish crisis communication protocols.

## **Information on business continuity plan (BCP)**

### **Business Continuity Plan (BCP)**

Business Continuity Plan (BCP) : Yes

DV8 Public Company Limited has integrated Business Continuity Planning (BCP) as a key strategic pillar within its enterprise-wide risk management framework to enhance organizational resilience against unforeseen disruptions. This approach aligns with COSO-ERM principles, emphasizing service continuity and operational uptime across its core businesses, including in-store media platforms and digital asset platforms.

The primary objective is to safeguard media assets, maintain strong relationships with partners and stakeholders, and mitigate emerging risks such as extreme climate events and technical disruptions arising from reliance on third-party service providers.

Currently, BCP is managed through the Company's standard risk management cycle, including quarterly monitoring of Key Risk Indicators (KRIs) and periodic reviews by the risk management committee. While the Company applies the 4Ts risk response strategy, it recognizes the need to further develop scenario-based recovery protocols.

The Company is therefore in the process of developing a Technology Roadmap and enhancing its BCP framework to ensure greater depth, robustness, and alignment with evolving technological and regulatory landscapes.

## Sustainable supply chain management

### Information on sustainable supply chain management policy and guidelines

#### Sustainable supply chain management policy and guidelines

Company's sustainable supply chain management : Yes  
policy and guidelines

### Information on sustainable supply chain management plan

#### Sustainable supply chain management plan

Company's sustainable supply chain management : Yes  
plan

Supply chain management is a key driver of the Company's operational efficiency and competitiveness.

The Company operates in media, innovation, and technology businesses, with a focus on business development for sustainable growth. Currently, in-store radio advertising remains the Company's core business and primary revenue stream. The Company serves as an intermediary between clients/product owners or service providers and consumers, enabling effective communication to support marketing and sales objectives.

The Company is committed to delivering responsible and high-quality media, while ensuring efficient service delivery to maximize value for clients and stakeholders.

Reference link to sustainable supply chain : [https://dv8.co.th/?page\\_id=5046&lang=en](https://dv8.co.th/?page_id=5046&lang=en)  
management plan

### Information on new suppliers undergoing sustainability screening criteria

#### New suppliers undergoing sustainability screening criteria

Does the company use sustainability screening : Yes  
criteria with new suppliers?

	2023	2024	2025
Percentage of new suppliers undergoing sustainability screening criteria over the past year (%)	0.00	0.00	2.00

### Information on supplier code of conduct

#### Supplier code of conduct

Supplier code of conduct : Yes

Reference link to supplier code of conduct : <https://dv8.co.th/wp-content/uploads/2019/04/4.Policies-and-guidelines-for-customers.pdf>

Page number of the reference link : 1

## **Information on key suppliers acknowledging compliance with the supplier code of conduct**

### **Key suppliers acknowledging compliance with the supplier code of conduct**

Does the company require key suppliers to : No  
acknowledge compliance with the supplier code of  
conduct?

## Innovation development

### Information on innovation development policy and guidelines in an organizational level

#### Research and development policy (R&D)

Company's research and development (R&D) policy : Yes

#### Research and development (R&D) expenses over the past 3 years

	2023	2024	2025
Research and development (R&D) expenses over the past 3 years (Million Baht)	0.00	0.00	0.00

#### Additional explanation for research and development (R&D) expenses over the past 3 years

**R&D Policy:** The company maintains a lean operating model without reported R&D expenses during the period 2022-2025.

### Information on organizations innovation culture development and promotion process

#### Process of developing and promoting the company's innovation culture

Process of developing and promoting the company's : Yes  
innovation culture

The company places strong emphasis on fostering an innovation-driven culture as a key mechanism for sustainable growth. It is committed to creating an open environment that encourages new ideas, experimentation, and learning from failure. Employees are empowered to propose innovative ideas directly to management, who actively consider and implement promising concepts. Ideas that are successfully adopted within the organization are recognized and celebrated through Town Hall sessions.

### Information on innovation development benefits and research and development (R&D) expenses

#### Benefits of innovation development

##### Financial benefits

Does the company measure the financial benefits : No  
from innovation development?

##### Non-financial benefits

Does the company measure the non-financial : Yes  
benefits from innovation development?

	2023	2024	2025
Number of people benefiting from innovation development (Persons)	0.00	0.00	21.00

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