

ESG Performance

Company Name : NEXT CAPITAL PUBLIC COMPANY LIMITED Symbol : NCAP

Market : SET Industry Group : Financials Sector : Finance & Securities

Environmental management

Information on environmental policy and guidelines

Environmental policy and guidelines

Environmental policy and guidelines : Yes

Environmental guidelines : Electricity Management, Waste Management, Greenhouse Gas and Climate Change Management

Environmental Policy and Practices

The company strives to find methods for managing the environment in compliance with relevant laws and regulations. It continuously improves, develops, and seeks new measures or methods to enhance the efficiency of its environmental management system. This includes reducing the use of resources and energy, minimizing waste and greenhouse gas emissions, and promoting the reuse of resources. These efforts aim to prevent, control, and reduce the impacts on communities and the environment.

Environmental Goals

1. Raise Awareness Among Employees About Environmental Projects

Organizing training activities and internal communications to increase knowledge and awareness about the importance of environmental conservation, especially regarding the reduction of resource consumption and the impact of the organization's activities on the environment.

2. Develop Greenhouse Gas Reduction Projects

Developing and implementing projects to reduce greenhouse gas emissions from organizational activities, such as improving work processes and using energy more efficiently.

3. Establish Responsible Procurement Guidelines

Setting guidelines for procuring materials and equipment with environmental responsibility, such as selecting suppliers that use sustainable materials and ensuring the production processes of the sourced products are environmentally friendly.

4. Promote the Use of Environmentally Friendly Materials and Equipment

Encouraging employees and the organization to choose recyclable materials or eco-friendly materials, such as using recycled paper, selecting energy-efficient office equipment, and opting for materials that reduce waste generation.

• Long-Term Goal

Study and develop technologies to reduce greenhouse gas emissions by 2030.

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 : Yes
over the past year

Changes in environmental policies, guidelines, and/or goals : Electricity Management, Waste Management, Greenhouse Gas and Climate Change Management

Management to Reduce Greenhouse Gas

Emissions

Our company is committed to conducting business in alignment with sustainable development principles, placing importance on responsible and sustainable environmental management. Our environmental policy is designed to demonstrate our commitment to protecting the environment, reducing negative impacts on nature, and creating a balance between economic, social, and environmental development. Regarding the management of greenhouse gas emissions, in 2024, the company provided education on greenhouse gas management and waste segregation to promote understanding of the methods and procedures for assessing the organization's greenhouse gas emissions. Data collection will begin in 2024, with the expectation that there will be information available for action, though it may not yet be verified by the Office of

Natural Resources and Environmental Policy and Planning (ONEP) or an equivalent agency. Nonetheless, the company is dedicated to and actively participates in reducing greenhouse gas emissions through various activities, as follows:

Greenhouse Gas Management Initiatives

• Vehicle Inspection for Readiness and Pollution Reduction

In 2024, the company conducted inspections of 63 rental vehicles used for operations, in accordance with the scheduled maintenance intervals. This ensures that the vehicles are in good working condition and can operate efficiently. Additionally, it helps reduce pollution from exhaust emissions, thereby minimizing environmental impact by keeping the engines running at optimal performance. As a result, the company is able to reduce emissions and support long-term environmental preservation.

• Procurement of Environmentally Friendly Materials and Equipment

In 2024, the company promoted the procurement and use of office materials and products that are environmentally friendly to help reduce long-term environmental impact. Emphasis was placed on selecting materials that are recyclable or made from natural, environmentally safe resources, such as recycled paper, energy-efficient office supplies, or products designed for long-term use.

• Reduction of Paper Usage within the Organization

In 2024, the company promoted the reduction of paper usage by encouraging all departments to maximize the use of both sides of paper and began transitioning work processes to electronic formats. For instance, the development of a Mobile Application for storing and using information in an e-document platform from 2022 to 2024 significantly reduced paper consumption in each process. Additionally, single-sided used paper was recycled (reused) to increase resource efficiency and reduce paper waste.

• Electronic Document Delivery

The company developed a system for sending receipts/invoices in electronic format starting in September 2023. This change helped reduce paper usage and improved document management efficiency. In 2024, the company was able to reduce the issuance of paper receipts by 3,744,737 copies. This transition not only reduced the costs associated with printing and mailing documents but also supported environmental preservation and the efficient use of resources. Additionally, it enhanced convenience and speed in document management for customers and service recipients.

• Promotion of Environmentally Friendly Behaviors

The company has continuously encouraged employees to use cloth bags instead of plastic bags and to use personal cups to reduce plastic packaging consumption. Employees are made aware of the environmental impact of plastic use and are encouraged to switch to reusable materials to reduce plastic waste that needs to be disposed of.

Information on compliance with environmental management principles and standards

Compliance with environmental management principles and standards

Compliance with energy management principles and standards

Compliance with water management principles and standards

Compliance with waste management principles and standards

Compliance with greenhouse gas or climate change management principles and standards

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

Information on incidents related to legal violations or negative environmental impacts

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

	2022	2023	2024
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	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

Information on energy management

Energy management plan

The company's energy management plan : Yes

Energy Management

The company has established measures for efficient energy use to promote energy conservation and reduce electricity consumption within the organization. The following projects have been implemented:

- "Turn Off Lights During Breaks and After Work" Project

To avoid unnecessary electricity use when employees are not working, lights in areas such as offices, meeting rooms, and common areas are turned off during breaks and after work hours.

- "Turn Off Computer Screens During Lunch Break" Project

To save energy from unused electronic devices, computer screens are turned off during lunch breaks, reducing unnecessary power consumption during that time.

- "Unplug Devices Every Friday and Public Holidays" Project

Electrical devices that are not in use are unplugged every Friday and during public holidays to prevent energy consumption from standby power, where devices continue to use energy even when not actively in use.

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 : No
management

Information on performance and outcomes of energy management

Performance and outcomes of energy management

Performance and outcomes of energy management : No

Energy Management Performance Results

As a result of implementing energy efficiency measures and various projects, such as the "Turn Off Lights During Breaks and After Work" project, "Turn Off Computer Screens During Lunch Break" project, and "Unplug Devices Every Friday and Public Holidays" project, electricity consumption has significantly decreased. The electricity costs in different years are as follows:

2022: Electricity cost at the head office was 1,592,503.79 THB

2023: Electricity cost at the head office was 1,542,729.44 THB

2024: Electricity cost at the head office was 1,510,844.91 THB

Results: In 2024, electricity consumption decreased by 31,884.53 THB, representing a reduction of approximately 2.07% from 2023. This reflects the success of the energy-saving measures and continues to contribute to reducing energy costs while promoting environmental sustainability.

Information on electricity management

Company's electricity consumption (*)

	2022	2023	2024
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	0.00	0.00
Electricity purchased for consumption from non-renewable energy sources (Kilowatt-Hours)	0.00	0.00	0.00
Electricity purchased or generated for consumption from renewable energy sources (Kilowatt-Hours)	0.00	0.00	0.00
Intensity ratio of total electricity consumption within the organization to total number of employees (Kilowatt-Hours / Person / Year)	0.00	0.00	0.00

Additional explanation : ^(*) Exclude electricity consumption outside of the Company

Information on fuel management

Company's fuel consumption

	2022	2023	2024
Jet fuel (Litres)	0.00	0.00	0.00
Diesel (Litres)	0.00	0.00	0.00
Gasoline (Litres)	0.00	0.00	0.00
Fuel oil (Litres)	0.00	0.00	0.00
Crude oil (Barrels)	0.00	0.00	0.00
Natural gas (Standard Cubic Feet)	0.00	0.00	0.00
LPG (Kilograms)	0.00	0.00	0.00
Steam (Metric tonnes)	0.00	0.00	0.00
Coal (Metric tonnes)	0.00	0.00	0.00

Additional explanation : Not include external fuel consumption

Information on total energy management (electricity + fuel)

Energy Consumption

	2022	2023	2024
Total energy consumption within the organization (Megawatt-Hours)	N/A	N/A	0.00

Energy Consumption Intensity

	2022	2023	2024
Intensity ratio of total energy consumption within the organization to total revenues (Megawatt-Hours / Thousand Baht of total revenues) ^(*)	N/A	N/A	0.00000000

Additional explanation : ⁽¹⁾ 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	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

Information on water management plan

Water management plan

The Company's water management plan	:	No
-------------------------------------	---	----

Information on setting goals for water management

Setting goals for water management

Does the company set goals for water management	:	No
---	---	----

Information on performance and outcomes of water management

Performance and outcomes of water management

Performance and outcomes of water management	:	No
--	---	----

Information on water management

Water withdrawal by source

	2022	2023	2024
Total water withdrawal (Cubic meters)	0.00	0.00	0.00
Water withdrawal by third-party water (cubic meters)	0.00	0.00	0.00
Water withdrawal by surface water (cubic meters)	0.00	0.00	0.00
Water withdrawal by groundwater (cubic meters)	0.00	0.00	0.00
Water withdrawal by seawater (cubic meters)	0.00	0.00	0.00
Water withdrawal by produced water (cubic meters)	0.00	0.00	0.00
Intensity ratio of total water withdrawal to total number of employees (Cubic meters / Person / Year)	0.00	0.00	0.00
Intensity ratio of total water withdrawal to total revenues (Cubic meters / Thousand Baht of total revenues) ^(*)	0.00	0.00	0.00

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

Water discharge by destinations

	2022	2023	2024
Percentage of treated wastewater (%)	0.00	0.00	0.00
Total wastewater discharge (cubic meters)	0.00	0.00	0.00
Wastewater discharged to third-party water (cubic meters)	0.00	0.00	0.00
Wastewater discharged to surface water (cubic meters)	0.00	0.00	0.00
Wastewater discharged to groundwater (cubic meters)	0.00	0.00	0.00
Wastewater discharged to seawater (cubic meters)	0.00	0.00	0.00

Water consumption

	2022	2023	2024
Total water consumption (Cubic meters)	0.00	0.00	0.00

Recycled water consumption

	2022	2023	2024
Total recycled water for consumption (Cubic meters)	0.00	0.00	0.00

Water Consumption Intensity

	2022	2023	2024
Intensity ratio of total water consumption to total revenues (Cubic meters / Thousand Baht of total revenues) ^(*)	0.00000000	0.00000000	0.00000000

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

Water withdrawal expenses

	2022	2023	2024
Total water withdrawal expense (Baht)	N/A	N/A	0.00
Percentage of total water withdrawal expense to total expenses (%) ^(*)	N/A	N/A	0.00
Percentage of total water withdrawal expense to total revenues (%) ^(*)	N/A	N/A	0.00
Intensity ratio of total water withdrawal expense to total number of employees (Baht / Person / Year)	N/A	N/A	0.00

Additional explanation : ^(*) 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	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

Information on waste management plan

Waste management plan

The company's waste management plan : Yes

Waste and Waste Management

The company has promoted waste segregation among employees into three categories: general waste, organic waste, and recyclable waste. This segregation facilitates proper disposal and reuse, while also reducing odors and pests that may affect employee health. And the company initiated a waste segregation process at the headquarters as a model for promoting recycling (Recycle) and reuse (Reuse), starting with paper and plastic bottles.

- In 2024, the company participated in the 'Ting To Trash' program organized by the Securities and Exchange Commission (SEC) and the Thai Listed Companies Association, to raise awareness on proper waste segregation and establish an organizational culture focused on reducing greenhouse gas emissions.

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
Increase of waste recovery Waste type: Non-hazardous waste	-	2024 : Increased by 7% or 4,383.90 Kilograms	<ul style="list-style-type: none">• Reuse• Other : Waste is categorized into three types: organic waste, recyclable waste, and general waste.

Information on performance and outcomes of waste management

Performance and outcomes of waste management

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

Participation in the "Ting To Trash" Program for Waste Segregation

The "Ting To Trash" program aims to promote waste segregation and encourage effective waste management to reduce environmental impact and support sustainability in business operations. Throughout 2024, the company carried out various activities to support the program, such as:

- Organizing training sessions to educate employees on waste segregation by category, such as general waste, recyclables, and organic waste, to enhance understanding and skills in proper waste separation. The training also emphasizes the importance of efficient waste management, which plays a key role in reducing environmental impact.
- Establishing designated waste segregation points within the office to facilitate waste sorting for employees. Clearly

labeled bins for recyclables, general waste, and organic waste are provided at various locations throughout the office, allowing employees to dispose of waste correctly and efficiently.

Results of Participation in the "Ting To Trash" Program

- In 2024, the company was able to reduce carbon dioxide (CO₂) emissions by 5,829.96 kilograms, which represents 8.5% of the target, surpassing the goal set at 7%. This achievement reflects the company's commitment to supporting carbon footprint reduction through effective waste management.

Measures and Approaches Implemented

1. Waste Segregation Campaign within the Organization

- Waste bins are placed with clearly defined categories in the office to facilitate waste segregation from the source.
- Continuous campaigns and promotions for recycling are carried out through various activities and employee education to raise awareness of the importance of recycling and reduce the amount of waste that needs to be disposed of.

2. Monitoring and Reporting Results

- Regular reports are prepared on the reduction of waste and the decrease in carbon dioxide (CO₂) emissions to provide clear data and enable performance verification.
- The results are analyzed to improve processes, examining strengths and areas for improvement in order to enhance the effectiveness of waste reduction and CO₂ emissions in the future.

Participation in the "Ting To Trash" Program reflects the company's responsibility towards the environment and society by helping to reduce environmental impact and promoting an organizational culture focused on sustainability. It also raises awareness among employees and the community about the importance of efficient waste management, which plays a crucial role in achieving the company's long-term sustainable development goals. Furthermore, it serves as a model for conducting business responsibly towards the environment and society.

Information on waste management

Waste Generation^(*)

	2022	2023	2024
Total waste generated (Kilograms)	0.00	0.00	2,653.90
Total non-hazardous waste (kilograms)	0.00	0.00	2,653.90
Non-hazardous waste - Landfilling (Kilograms)	0.00	0.00	2,653.90
Non-hazardous waste - Incineration with energy recovery (Kilograms)	0.00	0.00	0.00
Non-hazardous waste - Incineration without energy recovery (Kilograms)	0.00	0.00	0.00
Non-hazardous waste – Others (kilograms)	0.00	0.00	0.00
Total hazardous waste (kilograms)	0.00	0.00	0.00
Hazardous waste - Landfilling (Kilograms)	0.00	0.00	0.00
Hazardous waste - Incineration with energy recovery (Kilograms)	0.00	0.00	0.00
Hazardous waste - Incineration without energy recovery (Kilograms)	0.00	0.00	0.00
Hazardous waste – Others (kilograms)	0.00	0.00	0.00

	2022	2023	2024
Intensity ratio of total waste generated to total revenues (Kilograms / Thousand Baht of total revenues) ^(**)	0.00	0.00	0.00
Intensity ratio of total non-hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues) ^(**)	0.00	0.00	0.00
Intensity ratio of total hazardous waste to total revenues (Kilograms / Thousand Baht of total revenues) ^(**)	0.00	0.00	0.00

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

^(**) Total revenues and expenses from consolidated financial statement

Waste reuse and recycling

	2022	2023	2024
Total reused/recycled waste (Kilograms)	0.00	0.00	1,730.00
Reused/Recycled non-hazardous waste (Kilograms)	0.00	0.00	1,730.00
Reused non-hazardous waste (Kilograms)	0.00	0.00	865.00
Recycled non-hazardous waste (Kilograms)	0.00	0.00	865.00
Reused/Recycled hazardous waste (Kilograms)	0.00	0.00	0.00
Reused hazardous waste (Kilograms)	0.00	0.00	0.00
Recycled hazardous waste (Kilograms)	0.00	0.00	0.00
Percentage of total reused/recycled waste to total waste generated (%)	N/A	N/A	65.19
Percentage of reused/recycled non-hazardous waste to non-hazardous waste (%)	N/A	N/A	65.19

Additional explanation : Exclude the total weight of reused/recycled waste outside of the Company, which is not responsible for the waste disposal or treatment cost

Greenhouse gas management

Disclosure boundary in greenhouse gas management over the past years

Boundary type	:	Company
Total number of disclosure boundaries	:	-
Actual number of disclosure boundaries	:	-
Data disclosure coverage (%)	:	0.00

Information on greenhouse gas management plan

Greenhouse gas management plan

The company's greenhouse gas management plan : No

Information on setting greenhouse gas emission goals

Setting greenhouse gas emission goals

Does the company set greenhouse gas management goals : No

Information on performance and outcomes of greenhouse gas management

Performance and outcomes of greenhouse gas management : No

Information on greenhouse gas management

The company's greenhouse gas emissions

	2022	2023	2024
Total GHG emissions (Metrics tonne of carbon dioxide equivalents)	0.00	0.00	0.00
Total greenhouse gas emissions - Scope 1 (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	0.00
Total greenhouse gas emissions - Scope 2 (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	0.00
Total greenhouse gas emissions - Scope 3 (Metric tonnes of carbon dioxide equivalent)	0.00	0.00	0.00

Greenhouse Gas Emissions Intensity

	2022	2023	2024
Intensity ratio of total GHG emissions to total revenues (Metric tonnes of carbon dioxide equivalent / Thousand Baht of total revenues) ^(*)	0.000000	0.000000	0.000000
Intensity ratio of total GHG emissions to total number of employees (Metric tonnes of carbon dioxide equivalent / Person)	0.00	0.00	0.00

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 emissions : No

Information on reduction and absorption of greenhouse gas

Reduction of Greenhouse Gas

	2022	2023	2024
Total reduced GHG (Metric kilograms of carbon dioxide equivalent)	N/A	N/A	0.00

Absorption and removal of Greenhouse Gas

	2022	2023	2024
Total absorbed and removal of GHG (Metric kilograms of carbon dioxide equivalent)	N/A	N/A	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 : NEXT CAPITAL PUBLIC COMPANY LIMITED Symbol : NCAP

Market : SET Industry Group : Financials Sector : Finance & Securities

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, Consumer/customer rights, Community and environmental rights, Safety and Occupational Health at Work, Non-discrimination

Social Policy and Practices

The company acknowledges its responsibility to the community and society, aiming to strengthen communities and genuinely give back to society. The objective is to create knowledge, generate employment, and develop individuals. Therefore, the company has a policy of providing assistance and social development, collaborating in various activities with the surrounding communities near the company's operations. Additionally, the company responds quickly and efficiently to events that affect the community, society, and the environment as a result of its operations. Furthermore, the company encourages its employees to develop a sense of awareness and responsibility towards the environment and society.

Social Goals

• Short-term Goals

1. Employees have knowledge and understanding of social and community operations

The company will organize training and communicate information to employees to help them understand the company's approach to social operations, such as participation in community projects, supporting activities that have a positive impact on society, and promoting employees' social responsibility in all activities carried out.

2. Establish a confidential grievance channel for employees

The company will create a secure and confidential channel for employees to report issues or complaints related to the organization's operations, such as information regarding human rights violations or unfair behavior. This will allow employees to file complaints without fear of retaliation.

3. Promote equality and comply with human rights principles

The company will promote equality in the workplace, such as recruitment and employee selection without discrimination based on gender, race, or religion. Fair and equal management will be applied at all levels of the organization, along with compliance with human rights principles in business operations.

• Long-term Goals

1. Support for the employment of local staff in operational areas

The company will set a target for at least 90% of its employees to be from the local area within its operational zone by 2030. This will focus on creating job opportunities within local communities, which will help strengthen the local economy and support the development of local workforce skills.

2. Employee blood donation campaign

The company will promote and encourage blood donation among employees, with a goal of increasing blood donations by at least 5% in 2025 compared to 2024. This initiative will contribute to saving lives and encourage participation in public service activities.

3. Promote participation in social welfare activities

The company will encourage employees to participate in social welfare activities, setting a goal for employees to engage in at least three social welfare projects per year, such as volunteering in communities, supporting educational projects, or helping underprivileged individuals.

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, Child Labor, Consumer/customer rights, Community and environmental rights, Safety and Occupational Health at Work, Non-discrimination

Responsibility to Employees

The company recognizes that employees are valuable resources and a crucial factor in the organization's success. Therefore, the company is committed to treating employees with respect for human rights principles while adhering to relevant laws and regulations. The company places great importance on understanding and meeting employees' needs, fostering skill development, and supporting career growth. It ensures fair and equitable treatment of employees and labor across all aspects of operations, including:

- Employment practices
- Compensation and benefits management
- Promotion considerations and recruitment processes
- Training and workforce development

The company promotes equal employment opportunities without discrimination based on gender identity, religion, beliefs, or political opinions. Additionally, a grievance channel has been established for employees, with management procedures that prioritize confidentiality and the safety of information. This approach aims to build trust and confidence among all employees.

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	: No
---------------------------------------	------

-

Information on other social management

Plans, performance, and outcomes related to other social management

1. Customer Responsibility

The company is committed to delivering high-quality, transparent, and fair services by modernizing its systems to meet customer needs, such as Line Connect, Facebook, and Chatbot. Additionally, it ensures the confidentiality of customer information through secure storage system. In 2024, the company set a goal to address at least 80% of major customer complaints and achieved a customer satisfaction rate of 95%, reflecting its success in effectively responding to customer needs.

2. Employee Capability Development

The company provides employee training through courses related to business and operational processes to enhance their capabilities and improve work efficiency. Moreover, it has established policies for fair and appropriate compensation and benefits, including salary adjustments and performance-based bonuses, to motivate and retain high-quality personnel within the organization.

3. Employee Welfare and Quality of Life

The company prioritizes employees' well-being by offering comprehensive benefits, such as accident insurance, medical expenses coverage, annual health check-ups, and various forms of financial assistance, including marriage and maternity support. Additionally, the company has established a provident fund under the Provident Fund Act B.E. 2530 to promote long-term financial stability for its employees, demonstrating a commitment to sustainable employee care.

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

	2022	2023	2024
Total number of cases or incidents of significant legal or social and human rights violations (cases)	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 partner's 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
Data disclosure coverage (%) : 0.00

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 : Fair employee compensation, Employee training and
by the Company in the past year development, Child labor, Occupational health and safety
in workplace

Development of Personnel Potential

- Employee Training: Organizing training courses related to the business and operations to enhance employee potential and improve efficiency.
- Compensation and Benefits Policy: Establishing fair and appropriate compensation and benefits policies, including salary increases and performance-based bonuses.

Employee Welfare and Quality of Life

- Comprehensive Welfare: Providing benefits such as accident insurance, medical expenses, annual health check-ups, and financial assistance for events like weddings and childbirth.
- Retirement Fund: Establishing a provident fund in accordance with the Provident Fund Act B.E. 2530 to ensure long-term financial security for employees.

Responsibility to Employees

The company recognizes that employees are valuable resources and key factors in the organization's success. Therefore, we are committed to treating our employees according to human rights principles, ensuring that every employee is respected in accordance with the law. We take into account the needs of employees to promote skill development and ensure fair and equal treatment in all aspects, including employment, compensation management, benefits, promotions, recruitment practices, training, and workforce development. We strive to uphold human rights principles in all our operations, ensuring fairness and non-discrimination in all stages of employment.

Information on setting employee and labor management goals

Setting employee and labor management goals

Does the company set employee : No
and labor management goals?

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 : No
management

-

Information on employment

Employment

	2022	2023	2024
Total employees (persons)⁽¹⁾	744	707	726
Male employees (persons)	488	454	475
Percentage of male employees (%)	65.59	64.21	65.43
Female employees (persons)	256	253	251
Percentage of female employees (%)	34.41	35.79	34.57

Remark: ⁽¹⁾ 1. In 2024, the total number of employees consisted of 673 permanent employees (including executives) and 53 contract employees.
2. In 2023, the total number of employees consisted of 693 permanent employees (including executives) and 14 contract employees.
3. In 2022, the total number of employees consisted of 716 permanent employees (including executives) and 28 contract employees.

Number of employees categorized by position

	2022	2023	2024
Total number of employees in operational level (Persons)	697	657	683
Percentage of employees in operational level (%)	93.68	92.93	94.08
Total number of employees in management level (Persons)	42	45	39
Percentage of employees in management level (%)	5.65	6.36	5.37
Total number of employees in executive level (Persons)	5	5	4
Percentage of employees in executive level (%)	0.67	0.71	0.55

Number of male employees categorized by position

	2022	2023	2024
Total number of male employees in operational level (Persons)	462	424	448
Percentage of male employees in operational level (%)	94.67	93.39	94.32
Total number of male employees in management level (Persons)	24	27	25
Percentage of male employees in management level (%)	4.92	5.95	5.26
Total number of male employees in executive level (Persons)	2	3	2
Percentage of male employees in executive level (%)	0.41	0.66	0.42

Number of female employees categorized by position

	2022	2023	2024
Total number of female employees in operational level (Persons)	235	233	235
Percentage of female employees in operational level (%)	91.80	92.09	93.63
Total number of female employees in management level (Persons)	18	18	14
Percentage of female employees in management level (%)	7.03	7.11	5.58
Total number of female employees in executive level (Persons)	3	2	2
Percentage of female employees in executive level (%)	1.17	0.79	0.80

Number of employees categorized by department over the past year⁽²⁾

Department / Line of work / Unit / Business group	Number of employees
Company Secretary	1
Internal Audit	1
Credit Risk	2
Human Resources & General Affairs	12
Operation Support	77
Accounting & Finance	19
Information Technology	18
Corporate Planning	4
Product Development	5
Marketing Analysis Planning and Support	5
Marketing	310
Credit Approval	28
Phone Collection	65
Field Collection	141
Collection Support	22
Outsource Debt Collection & Auction	12
Executives	4
Total number of employees	726

Remark: ⁽²⁾ 1. Employee data, including executives according to the structure as of December 31, 2024

Significant changes in the number of employees

Significant changes in number of employees over the past 3 : No
Years

Employment of workers with disabilities

	2022	2023	2024
Total employment of workers with disabilities (persons)	3	4	6
Total number of employees with disabilities (Persons)	3	4	6
Total male employees with disabilities (persons)	2	2	1
Total female employees with disabilities (persons)	1	2	5
Percentage of disabled employees to total employees (%)	0.40	0.57	0.83
Total number of workers who are not employees with disabilities (persons)	0	0	0
Contributions to empowerment for persons with disabilities fund	Yes	Yes	Yes

Information on compensation of employees

Employee remuneration by gender

	2022	2023	2024
Total employee remuneration (baht)	319,602,640.00	387,471,881.00	375,057,357.00
Average remuneration of employees (Baht / Person)	429,573.44	548,050.75	516,607.93

Provident fund management policy

Provident fund management policy : Have

The company aims to establish a fund in collaboration with employees as a welfare benefit for saving money and as a retirement security for employees. The fund will be managed under the supervision of a professional fund management company. Additionally, employees will receive tax benefits from their contributions to the provident fund.

Provident fund for employees (PVD)

	2022	2023	2024
Number of employees joining in PVD (persons)	650	594	558
Proportion of employees who are PVD members (%)	87.37	83.78	76.86
Total amount of provident fund contributed by the company (baht)	1,093,354.33	1,410,567.15	2,111,376.19
Percentage of total amount of provident fund contributed by the Company to total employee remuneration (%)	0.34	0.36	0.56

Information on employee development

Employee training and development

	2022	2023	2024
Average employee training hours (Hours / Person / Year)	5.00	14.00	8.00
Total amount spent on employee training and development (Baht)	1,870,311.75	2,886,844.72	548,671.77
Percentage of training and development expenses to total expenses (%) ^(*)	0.001204	0.002000	0.000379
Percentage of training and development expenses to total revenue (%) ^(*)	0.000973	0.001455	0.000272

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

Information on safety, occupational health, and work environment

Statistic of accident and injuries of employees from work

	2022	2023	2024
Total number of lost time injury incidents by employees (Cases)	0	0	0

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

	2022	2023	2024
Total number of employee turnover leaving the company voluntarily (persons)	312	199	89
Total number of male employee turnover leaving the company voluntarily (persons)	223	144	61
Total number of female employee turnover leaving the company voluntarily (persons)	89	55	28
Proportion of voluntary resignations (%)	41.94	28.15	12.26
Percentage of male employee turnover leaving the Company voluntarily (%)	29.97	20.37	8.40
Percentage of female employee turnover leaving the Company voluntarily (%)	11.96	7.78	3.86
	2022	2023	2024
Evaluation result of employee engagement	Yes	Yes	Yes

Employee internal groups

Employee internal groups : Yes

Types of employee internal groups : Welfare Committee, Labor Relation Committee

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

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

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, Labeling of goods and products with legally required information, Appropriate marketing communications for vulnerable groups, including children or youth under 12 years old, 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, Development of customer satisfaction and customer relationship, Consumer data privacy and protection

Customer Responsibility

- The company is committed to delivering high-quality, transparent, and fair services. To meet customer needs, the company continuously modernizes its systems, incorporating tools such as Line Connect, Facebook, and Chatbot. Additionally, it ensures the confidentiality of customer information through a secure data storage system.
- In 2024, the company set a goal to address at least 80% of significant customer complaints effectively. As a result, customer satisfaction surveys reported an impressive satisfaction rate of 95%.

Information on setting customer management goals

Setting customer management goals

Does the company set customer management goals	:	No
--	---	----

Details of setting customer management goals

Information on performance and results of customer management

Performance and outcomes of customer management

Performance and outcomes of customer management : Yes

Customer Management Performance and Outcomes Report

1. Overview of Customer Management

The company places great importance on efficient customer management to ensure satisfaction and build sustainable relationships. This is achieved through the use of modern technology and customer-centric service approaches.

2. Key Customer Management Initiatives

- Enhancing Communication Channels:

Establishing platforms such as Line Connect, Facebook, and Chatbot to provide fast and easily accessible customer services.

- Customer Feedback Mechanism:

Utilizing tools to collect, analyze, and continuously improve based on customer feedback.

- Data Security:

Ensuring secure storage and management of customer information to build trust and comply with legal requirements.

3. Performance Indicators (2024)

- Customer Satisfaction Rate:

Achieved a customer satisfaction level of 95%, reflecting the company's commitment to delivering high-quality services.

Customer satisfaction

	2022	2023	2024
Evaluation results of customer satisfaction	Yes	Yes	Yes

Channels for receiving complaints from customers/consumers

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

Telephone : -

Fax : -

Email : -

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

Address : 163 Ocean Insurance Building Fl.15
Surawong Rd, Suriya Wong, Bang Rak, Bangkok 10500

Responsibility to community/ society

Information on community development and engagement policies

Community development and engagement policies

Community development and engagement policies : Yes

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 : Employment and professional skill development, Education, Religion and culture, Forests and natural resources, Occupational health, safety, health, and quality of life, Reducing inequality

Responsibility to the Community and Society

The company prioritizes community safety and takes responsibility for society and the community. It is committed to supporting sustainable development to improve the quality of life and prosperity of communities. The company has established the following guidelines to contribute to the community, society, and the environment:

1. Provide appropriate support to society and the community

- The company is ready to offer necessary and suitable assistance to society and the community.

2. Educate and guide customers

- Provide comprehensive advice and clear information about loan conditions to ensure customers fully understand the terms.

3. Organize activities to benefit society and the community

- Regularly engage in and conduct activities that support and enhance the well-being of society and the community.

4. Foster social responsibility within the organization

- Promote and instill a sense of responsibility for society and the community among employees at all levels.

5. Participate in social responsibility activities

- Organize and take part in community support initiatives in the areas where the company operates to build strong relationships and support community welfare.

These guidelines reflect the company's commitment to balancing business operations with the sustainable development of society and the community over the long term.

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	Indicators	Base year	Target year
• Others : Community and Social Development Goals	Building Knowledge and Understanding of Social and Community Aspects To raise employee awareness and encourage participation in sustainable social and community projects and activities.	2023: -	2024: 1. Social assistance activities of at least 3 projects per year. 2. Continuously disseminating knowledge about the anti-corruption policy to the board of directors, executives, and employees, including campaigns prohibiting the acceptance of gifts and providing channels for reporting corruption or fraudulent activities.
• Employment and professional skill development	1.Building Sustainability in the Community 2.Promoting Equality, Non-Discrimination, and Supporting Equality in the Workplace Developing Employee Potential	-	2024: 1.Hire no less than 90% local employees. 2.Implementing the Talent Management program. 3.Carrying out training plans to increase knowledge and develop employees' potential.

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

Corporate Social Responsibility and Community Development

Implemented a total of six projects

1. Supporting Office Equipment for Education

The company organized a campaign to support office equipment for Ban Thung Sai School in Bang Saphan Noi District, Prachuap Khiri Khan Province. This small school, with 87 students, is located in a remote area and lacks sufficient funds to acquire essential office equipment for students, teachers, and educational staff. The company provided 40 items, including desks, chairs, sofas, round tables, lecture tables, boards, and steel cabinets, to enhance the efficiency of teaching and administrative tasks.

2. Sharing Kindness and Smiles for Clean Beaches

The company organized a community project in Nakhon Si Thammarat Province by donating money and supplies to the Southern Shelter for the Homeless and collaborating in a beach cleanup in Sichon District. This activity reflects the company's commitment to social contribution and environmental responsibility.

3. Blood Donation for the Thai Red Cross Society

Recognizing the importance of helping patients in need of blood, the company encouraged employees to donate blood to the National Blood Center of the Thai Red Cross Society. In 2024, the company donated a total of 14,000 milliliters of blood, marking the fourth consecutive year of this initiative.

4. Planting Elephant Food Crops for Wildlife

The company partnered with the Khao Nam Phu Wildlife and Nature Education Center in Si Sawat District, Kanchanaburi Province, to address the lack of food resources for wildlife and reduce conflicts between communities and wild elephants. Activities held on August 22-23, 2024, included planting 100 wild mango trees, making and shooting 400 seed balls, and improving three mineral salt licks to restore the environment and ensure a stable food supply for wildlife.

5. Temple Cleaning and Offering Ceremony

The company organized a merit-making activity, including offering alms and cleaning the grounds of Chomphu Wet Temple in Nonthaburi Province. Employees volunteered to participate in this initiative, which helped maintain a clean environment and reduce waste in public spaces.

6. Donating Computers to a Flood-Affected School

The company donated a total of 30 unused computers and laptops to Pang Saha Sathart School, which had been severely affected by flooding. The disaster caused significant damage to the school's educational equipment. This donation helped the school resume its educational activities and continue operating according to its curriculum.

Diagram of performance and outcomes in community and social management



Sharing Kindness and Smiles for Clean Beaches



Blood Donation for the Thai Red Cross Society



Planting Elephant Food Crops for Wildlife



Temple Cleaning and Offering Ceremony



Donating Computers to a Flood-Affected School

Benefit from implementing social development project

Financial benefits

Does the company measure the financial benefits from social : No
development?

Non-financial benefits

Does the company measure the non-financial benefits from : No
social development?

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 : NEXT CAPITAL PUBLIC COMPANY LIMITED Symbol : NCAP
Market : SET Industry Group : Financials Sector : Finance & Securities

Corporate Governance Policy

Information on overview of the policy and guidelines

Corporate governance policy and guidelines

Corporate governance policy and guidelines : Yes

Next Capital Public Company Limited and its subsidiaries, “the Company” has established a good corporate governance policy in accordance with the good corporate governance guidelines of the Securities and Exchange Commission (“SEC”) and the Stock Exchange of Thailand (“Stock Exchange”) as a practice for directors, executives, employees, subsidiaries, and all group of stakeholders of the Company, which will help promote the systematic operation of the Company. The Company shall implement clear standards that can be examined. This will promote fairness and transparency, which will create confidence among shareholders, investors, and related parties. The Company will supervise and manage in accordance with the objectives and goals of the Company under the strategy, operating policy, and business conduct under ethics and in accordance with the relevant laws, including respecting of rights and having responsibility to the shareholders and stakeholders. The performance shall be monitored, evaluated, and reported efficiently. The interests of the society and environment shall be considered, including being adaptable to be in line with the constant changes for the Company to be able to compete and conduct business sustainably.

Reference link for the full version of corporate governance policy and guidelines : https://www.irplus.in.th/Listed/NCAP/pdf/corporate_governance.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, Independence of the Board of Directors from the Management, Board Performance Evaluation, Corporate Governance of Subsidiaries and Associated Companies

Nomination of Directors

The company recognizes the importance of the roles, duties, and responsibilities of the board of directors, subcommittees, and the Chief Executive Officer (CEO), who are key individuals in driving the business to achieve its strategies, objectives, or goals and ensuring sustainable and stable growth. The board of directors, subcommittees, and the CEO should possess diverse qualifications, including skills, experience, and expertise that are beneficial to the company, as well as a commitment of time and effort in fulfilling their duties. When the positions of director, subcommittee member, or CEO become vacant, the company mandates the Nomination and Remuneration Committee to undertake the recruitment, selection, and determination of compensation for the new appointees, ensuring that the individuals selected for these roles meet the required qualifications.

Determination of Director Remuneration

The Nomination and Remuneration Committee is responsible for establishing the criteria and policies for the compensation of the board of directors and subcommittees to be proposed to the board of directors and/or submitted for approval by the shareholders' meeting, as applicable. The committee considers appropriate and necessary compensation, both monetary and non-monetary, on an annual basis, taking into account the responsibilities, duties, performance, and a comparison with similar businesses in the industry. The committee then presents the proposal to the board of directors for consideration and submission to the shareholders' meeting for approval. Additionally, the committee reviews and approves the fairness of any proposal for offering new securities to the directors and employees, adhering to the principle of fairness to shareholders and fostering incentives to create long-term value for shareholders.

In addition, the committee considers the criteria for the annual performance evaluation of the Chief Executive Officer (CEO) and determines the CEO's annual compensation for approval by the board of directors. The committee also

reviews the criteria for the payment of bonuses and salary increases for employees, which are then proposed to the board of directors for consideration. Furthermore, the committee carries out any other tasks assigned by the board of directors.

Independence of the Board of Directors from the Management

The company requires that the board of directors must consist of at least one-third independent directors, with no fewer than three independent directors in total, to ensure that the board has independent directors who can provide unbiased opinions on the management's operations. Furthermore, the company has a policy that the Chairman of the Board must not be the same person as the Chief Executive Officer.

Board Performance Evaluation

The Company requires an assessment of the performance of the Board of Directors and the sub-committees on a regular basis at least once a year. The assessments are divided into the performance assessment of the entire Board of Directors, and entire the sub-committees, and the self-assessment of the individual committees, in which the Company Secretary Office sends a self-assessment form of the Board of Directors to all directors in order to assess the performance of the Board and the Sub-Committees in which they serve. After that, the Company Secretariat will summarize the results and present the assessment results to the Board of Directors for acknowledgment. In 2024, the entire committee's self-assessment includes six assessment topics:

1. The structure and qualifications of the committee
2. The roles, duties, and responsibilities of the committee
3. The board meetings
4. The performance of the duties of the Directors
5. Relationship with the Management
6. Directors' Self Development and Management Development.

As for the self-assessment of individual committees, there are three assessment topics:

1. The structure and qualifications of the committee
2. The meetings of the committee
3. The roles, duties, and responsibilities of the committee.

In addition, the self-assessment of the sub-committees consists of the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee, and the Executive Committee.

Corporate Governance of Subsidiaries and Associated Companies

To be comply with good corporate governance principles regarding the establishment of a framework and mechanism to oversee policies and operations in subsidiaries and other businesses in which the Company invests, the company has prepared and reviewed the policies to supervise the operations of subsidiaries and associated companies for the subsidiaries' management. The company will supervise by appointing the Company's representatives to serve as directors or executives in subsidiaries and associated companies in proportion to their investment to oversee the subsidiaries; management to be in accordance with the Company's policies with efficiency and effectiveness. Directors and executives appointed by the resolution of the Board of Director's meeting to hold positions in subsidiaries and associated companies must maintain the scope and responsibilities as follows:

1. Determine the scope of authority in the exercise of clear discretion which may result in the consideration of such directors and executives for voting in the Board of Director's meetings of subsidiaries and associated companies in matters of importance prior the approval from the Board of Directors of subsidiaries and associated companies.
2. Monitor for subsidiaries and associated companies in the disclosure of financial status and operating results, related transactions, and acquisition or disposition of significant assets to be complete and correct.
3. Monitor and supervise the directors and executives of subsidiaries and associated companies to comply with duties and responsibilities as required by laws.
4. Monitor the operating results of subsidiaries or associated companies.

If subsidiaries operate businesses which have significant impacts on the company, they must obtain a resolution from the Board of Directors' meeting or the Company's Shareholder's meeting prior to the transactions, with considerations of the said transactions of subsidiaries and associated companies in the same manners as the transactions of the same nature and sizes as the company, which must receive a resolution from the Board of Director's meeting or the Shareholder's meeting of the company. For subsidiaries, the Company stipulates that persons appointed by the Company must supervise subsidiaries to undertake connected transactions, acquisition or disposition of asset transactions, or any other important transactions of such subsidiaries to be complete and correct in accordance with the rules of the Office

of the Securities and Exchange Commission and/or the Stock Exchange of Thailand, using the rules related to disclosure of information and the above transactions in the same manners as the Company's rules, including to supervise the collection of data and accounting records of subsidiaries for the Company to be able to examine and collect in preparation of financial statements in time as required by the Stock Exchange of Thailand.

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 will operate its business with transparency in order to create sustainable value for the business by striving to create good performance and stable growth for the best interests of shareholders in the long term, as well as to disclose information with transparency and credibility to the shareholders.

Employee

The Company will treat all employees equally, fairly and provide reasonable compensation. In addition, the company also attaches importance to the development of skills, knowledge, abilities, and potential of employees on a regular basis, such as organizing training, seminars and training sessions by providing all employees thorough opportunities for further development of the organization.

Customer

The Company is responsible to its customers by maintaining quality standards and quality services in order to focus on long-term customer satisfaction. It also provides a channel for customers to provide quick and accurate feedback on the service as well as to maintain the confidentiality of the customers, refraining from using such confidential information for personal gains or gains of related person illegally.

Business competitor

The Company behaves within the framework of good competition ethically and within the framework of the law, including supporting and promoting free and fair competition.

Business partner

The Company has a procurement process that is transparent and fair which upholds the best interest of the Company. In addition, the Company has prepared a contract form that is appropriate and fair to all parties in which the Company strictly abides by.

Creditor

The Company will treat creditors fairly and strictly comply with various conditions as agreed with the creditors.

Community and society

The Company gives importance to society and the environment, as well as having an awareness of social and environmental responsibility. In addition, the Company cooperates and supervise strict adherence to the spirit of the law and relevant regulations.

Information on business code of conduct

Business code of conduct

Business code of conduct : Yes

The company encourages directors, executives, and employees to adhere to the principles of ethics and business conduct without neglecting or ignoring when they see the non-compliance with the Code of Ethics and the Code of Conduct in the business of the Company. The Company has set a written code of ethics and business conduct as a framework for conducting business. This is for the directors, executives, employees, and all related parties to acknowledge and observe as a strict guideline. In treating shareholders, the Board of Directors gives importance to and considers the responsibility

to shareholders in relation to the Company's business operations and is responsible for setting up policies and directions for the Company's operations. It also supervises the management to be in line with the goals, objectives, vision, strategies, and business directions in order to strive to be one of the leaders in the financial business and to be the business in the hearts of customers and partners. The Company has adopted a modern technology system to provide quality credit services to its customers and to create sustainable growth, and for the long-term benefit of shareholders within the framework of the law and business ethics while being considerate of the interests of all stakeholders. The company intends to operate its business with transparency, morality, and responsibility to stakeholders, as well as society and the environment. The company requires all directors, executives and employees to strictly follow along with implementing public relations campaign to ensure that the Business Code of Conduct is understood throughout the organization.

Reference link for the full version of business code of conduct : <https://www.irplus.in.th/Listed/NCAP/pdf/ethic.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, Gift giving or receiving, entertainment, or business hospitality, Information and assets usage and protection, Anti-unfair competitiveness, Information and IT system security, Environmental management, Human rights, Other guidelines related to business code of conduct

Prevention of Conflicts of Interest

1. Avoid any actions that may lead to conflicts of interest of the Company, whether they arise from those who involve with the Company's business, such as business partners, clients, and competitors, or from opportunities or information obtained from being directors, management or employees. They are strictly prohibited from seeking benefits for their own and doing business to compete with the Company or performing other works, not the Company's works, which may impact their responsibility and duties to the Company.
2. Directors, management, employees and all stakeholders are prohibited from approving any transactions under the name of the Company in order to prevent conflicts of interest. In case they engage in any transactions under personal names, family names of any juristic persons' names for which directors, management, and employees have power to proceed with such transactions, they are required to reveal details of such transactions to the Company prior to proceeding with the transactions.
3. Directors, management, employees are required to consider conflicts of interest arising from connected transactions between the Company and persons or juristic persons, which may lead to conflicts of interest. In addition, they should consider such matters carefully, honestly, reasonably and independently under the good ethical principles, taking into account maximum benefits of the Company.
4. Directors, management, employees are required to report connected transactions relating to operation and management of the Company and subsidiaries.

Anti-corruption

1. The Company has a written anti-corruption policy and convey the policy to directors, management and employees through the Company's internal communication channel.
2. Provide trainings for employees to educate them on anti-corruption policies and operation guideline.
3. Support and cooperate with state and private sectors and related regulatory bodies as well as all parts of the Thai society so as to reduce corruption and enhance the country's development.
4. Directors, management and employees are strictly prohibited to accept any forms of corruptions both directly and indirectly, e.g., thing receiving, thing or gift giving, entertainment, donation and other benefits for their personal uses from any people who involve in the business with the Company.

Whistleblowing and Protection of Whistleblowers

1. The Company keeps the information and identity of reporters, compliant makers or persons participating in actions against the code of ethics and conduct confidential.
2. The Company discloses information as necessary, taking into account safety and possible damages of informants or related persons.
3. Those who have been damaged will be relieved under the appropriate and fair process.

Prevention of Misuse of Inside Information

1. Directors, management and employees are prohibited from using the Company's undisclosed inside information for their own benefits or other parties' benefits. The inside information can be used only after it is disclosed to public after 24 hours.
2. Directors, management and employees are required to keep clients' information and trade information confidential. They are prohibited from disclosing clients' secrets either to other employees or external parties not related to the matter, except for the case that they are asked by laws for lawsuit prosecution purposes or Board of Directors gives approval for disclosure in a written form.
3. Directors, management, employees and related parties are prohibited from disclosing or transferring the Company's information or secrets to any persons not relating to the Company, including family members, relatives and friends.
4. Information must be disclosed by management or authorized persons. General employees are not in charge of information disclosure and when they are asked to disclose the information, they shall refer to those in charge in order to ensure accurate information disclosure in the same direction.
5. Suggestions or guidance in regard to trading of the Company's securities is prohibited, except for the matters assigned by the Company.
6. Directors, management and employees who are in the department where inside information is known, are prohibited from trading the Company's securities within 30 days before the disclosure of quarterly and annual financial statement or information impacting the price movement of the Company's securities and they are also required to wait at least 24 hours after the aforementioned information is disclosed to related agencies before resuming trading of the Company's securities.
7. Directors, management, those in top positions in the accounting department from the manager positions onward or equivalent are required make reports about their securities holding or about the persons related to the Securities and Securities Market laws within seven days from the date of transactions including purchases, transfers or receipt of transfer of securities or future contracts. Board of Directors reports the names of directors and management by the method specified by the SEC and the SET and submit report copies to the Company's secretary to compile and present them in the AGM.
8. Directors, management, those in top positions in the accounting department from the manager positions onward or equivalent are required make reports about changes in their securities holding or about the persons related to the Securities and Securities Market laws within three days from the date of transactions including purchases, transfers or receipt of transfer of securities or future contracts. Board of Directors reports the names of directors and management by the method specified by the SEC and the SET and submit report copies to the Company's secretary to compile and present them in the AGM.

Gift giving or receiving, entertainment, or business hospitality

1. Directors, management and employees shall neither request nor accept money, things or any forms of benefits from any of the Company's business-related parties.
2. Directors, management and employees may receive or offer gifts, provided that such presents do not have any impact on the receivers' decision making related to business matters.
3. In case any directors, management or employees necessarily receive any presents or property worth higher than 3,000 baht, they are required to report it to their supervisors and have such gifts registered with the Company.
4. Offer or receipt of gifts is doable provided that directors, management and employees do it with transparency or in an open area or provided that the action of such give giving or receiving can be disclosed.
5. Directors, management and employees can receive business entertainment offered for the benefit of the Company's business, under the scope of authority given by the Company; avoid unreasonable entertainment from unusual relation with any persons related to the Company or potential business partners.

Information and assets usage and protection

1. Directors, management and employees hold duties and responsibility to take care of the Company's assets, both tangible and intangible ones, preventing them from deterioration or losses. They are required to use property effectively. They should study and understand how to use the property and safety guidance and utilize the Company's property with the highest benefits. They are prohibited from using the Company's assets for their own benefits or other people's benefits.
2. Directors, management and employees have duties to keep the Company's secret confidential, not disclosing such secret to outsiders and they are strictly prohibited from taking benefits from such secret.
3. Directors, management and employees are required to appropriately use the Company's confidential information property.

Anti-unfair competitiveness

1. Directors, management and employees behave well within a good competition rule framework.
2. Do not seek to obtain confidential information of competitors by any unethical or improper method.
3. Do not perform any act that will tarnish competitors' reputations through any allegation without any reasonable grounds.

Information and IT system security

1. Allow the use of only equipment and programs with copyrights; any computer programs with no copyrights or false copyrights are strictly prohibited.
2. Directors, management and employees are prohibited from any actions that interfere other people's computer or internet system in the office. They are not allowed to use the Company's computer system to release any illegal information or any content that is unethical or against Thai customs and traditions and laws, such as any actions to destroy reputation or property, possession of photography, sending of junk emails and etc.
3. Directors, management and employees are required to keep their passcodes confidential. They shall not disclose such personal information to other people. They are prohibited from accessing unfamiliar websites from the company's internet, which may endanger the Company's computer system.
4. In case directors, management and employees ask for a permission from supervisor to allow outsiders to use the Company's ICT system, those who request such permission are responsible for overseeing or controlling the operation of such outsiders and for any damages that may occur from the outsiders' use of the Company's ICT.
5. Directors, management and employees must comply with and not take any action that is against the Company's information security policy.
6. The Company has the right to examine, search, follow, investigate and control the use of the ICT system by directors, management and employees so as to protect and maintain the security of the Company's ICT system.

Environmental management

1. Operates business lawfully; do not involve or support, directly or indirectly, or operate business with organizations and/or persons that act against laws or act as threats to the society.
2. Provide cooperate regarding disclosure of information that can be revealed so as to prevent possible damages to the country's economic system.
3. Provide cooperation and support of government's policies.
4. Promote social activities and social events as appropriate; support and encourage employees to participate in social activities; disclose such information in the Company's One Report.
5. Complete corporate social responsibility reports and include them in the Company's One Report.
6. Stimulate the country's human resource development; promote creation of intellectual capital, jobs, knowledge for communities, and high-valued works in the community; help diversify income; help enhance the people's living quality for sustainable development of the society and the country.
7. Support useful activities, e.g., reduction of energy and natural resource use and etc.
8. Implant the awareness on social and environmental responsibilities in the Company and employees at all levels; do not do anything that will damage the natural resources and environment.
9. Neither support any activities, which could become threats to the society or against ethics; nor promote any vice.
10. Provide cooperation; ensure that related laws and regulations are strictly followed.

Human rights

1. Respect and strictly follow universal human rights.
2. Promote universal human right principles; educate employees on universal human rights; and encourage them to strictly follow and practice as part of their work operating.
3. Do not support any businesses or activities that may infringe laws and universal human rights

Best Practices for Shareholders

1. Perform duties with honesty and fairness. All actions are taken with great caution to bring maximum benefits to overall shareholders.
2. Respects the shareholders' and treat all shareholders equally.
3. Manage the Company's business, driving growth, sustainability and bringing decent returns to shareholders.
4. Be committed to disclosure of accurate, complete, precise, and adequate information to shareholders in a timely manner, enabling shareholders to equally access this information.
5. Publish news and information on the Company's website, <http://www.nextcapital.co.th>.
6. Report current status and outlook of the Company to shareholders in an equal, regular, accurate and complete manner.

7. Not seek personal benefits or benefits for related person by using the Company's undisclosed information; not disclose any confidential information to external parties, which may lead to bad
8. Present accurate, complete and adequate financial reports, operating results and additional information.

Best Practices for Employees

1. Treats all employees equally and politely, respecting their basic human rights and dignity.
2. Recruit suitable personnel through a fair process, based on required qualification for each position, such as scholastic requirement, work experience and other requirements essential for such job, without discrimination on the grounds of gender, age, race, religion, disability or other disadvantaged groups.
3. Offer fair remuneration, based on knowledge, competency, responsibilities, and performance of each employee.
4. Appoint, transfer, reward and punish employees with fairness, quality and honesty, based on the grounds of knowledge, competency, appropriateness and the actions of practice of such employee.
5. Emphasize knowledge development and transfer and competency of employees, with trainings aimed at enhancing employees' competency being conducted broadly, continuously and regularly.
6. Strictly conform to laws and regulations related to the employees.
7. Maintain pleasant working environment, life safety, good sanitation and property security.
8. Allow employees make inquiries, convey their opinions and lodge complaints, provide suggestions and questions to problems, which should be seriously taken into consideration and solved by the best solutions, to bring maximum benefits to all parties and create good relation in workplace.

Best practice for clients

1. Provide quality services and always maintain good service quality
2. Disclose complete and accurate information about services, without any misleading information.
3. Offer guarantee services under appropriate terms and conduction; arrange service compensation during specified time as appropriate with each service.
4. Refrain from delivering any services with detached defects.
5. Provide channels for clients to make suggestions about services and ensure prompt response with accurate information.
6. Keep clients' personal data and secrets strictly confidential; not use clients' personal information and secrets improperly to seek benefits for the Company or related parties.
7. Strictly follows any terms and conditions agreed with clients; in case of inability to do so, clients shall be immediately informed in advance so that all parties can help seek solutions.

Best practice for business partners

1. Ensure fair and transparent purchasing process that maximize benefits to the Company.
2. The Company's employees must procure goods and services, taking into account demand, reasonable price and goods and service quality. Accurate information is disclosed to business partners equally, with bias or special favor given to particular partners.
3. In contacting business partners, the person in charge shall keep related documents, contract drafts, contract signing and documents about compliance with the contracts for certain duration as specified by laws.
4. Not request, receive or offer any benefits in an unfaithful manner with business partners.
5. Strictly follow content in the contracts. In case the Company cannot comply with conditions under the contracts or the business partners cannot follow the contracts or any matters that prevent some parties from following the contract, such matters shall be reported to the supervisor so as to seek solutions.

Best practice for business competitors

1. Treat creditors with fairness; do not request and receive any benefits or offer any benefits dishonestly to creditors.
2. Comply with all conditions under agreements made with creditors. In case the Company cannot comply with the contracts, the creditor shall be informed immediately so that the two parties can work together to seek solutions.

Policies against infringement of intellectual property

1. Any work outcome from directors, management and employees' operation is deemed as the Company's intellectual property.
2. The Company has a policy against any actions that may infringe intellectual property, e.g., in terms of copyrights, patent, trademarks, trade secret and other intellectual property as stated by laws.

Management and maintenance of ethics

1. Directors, management and employees are required to strictly follow this code of ethics and conduct. If they violate any point stated in this code of ethics and conduct, the Company will consider penalty based on the case as appropriate.
2. Management and supervisors are required to act as good models in following this code of ethics and conduct and they should monitor and support subordinates to follow the code of ethics and conduct.
3. In case directors, management and employees are exempt from any points in this code of ethics and conduct, they must gain written approval from Board of Directors in advance.
4. All employees are required to sign their names to acknowledge this code of ethics and conducts when they first join the Company and when they change the positions in the Company.

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 conduct : No

Participation in anti-corruption networks

Participation or declaration of intent to join anti-corruption networks : Yes

Anti-corruption networks or projects the company has joined or declared intent to join : Thai Private Sector Collective Action Against Corruption (CAC)
CAC membership certification status : Certified
Certification document of CAC membership status : CAC cer_NCAP.pdf

Diagram of participation in anti-corruption networks



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 : No

The Company conducts a review of policies, practices, corporate governance principles and the Board of Directors' Charter, Sub-Committee Charter, and other charters, to review the suitability and to increase the efficiency of corporate governance in accordance with the good corporate governance principles for listed companies in 2017 (CG Code) at least once a year. In addition, at the Board of Directors' Meeting No. 2/2024 held on February 20, 2024, the Company reviewed all policies, guidelines, principles of corporate governance, including all charters, all of which the Company did not amended any material details. In 2024, the Company has reviewed the policies, guidelines, corporate governance principles, including all charter, which the company has not changed any material details. In the same year, the Company also participated in the "Opportunity Day," organized by the Stock Exchange of Thailand. The objective is to clarify information about the business and operations of the Company to shareholders, securities analysts, investors, media, and interested parties, as well as disclose information that shareholders and investors have access to on the company's website at www.nextcapital.co.th under the "Investor Relations" category and "Multimedia Presentation" and the website of the Stock Exchange of Thailand.

Implementation of the CG Code for listed companies

Implementation of the CG Code as prescribed by the SEC : Fully implement

The Company has established a good corporate governance policy in accordance with the good corporate governance guidelines of the Securities and Exchange Commission ("SEC") and the Stock Exchange of Thailand ("Stock Exchange") as a practice for directors, executives, employees, subsidiaries, and all group of stakeholders of the Company, which will help promote the systematic operation of the Company. The Company shall implement clear standards that can be examined. This will promote fairness and transparency, which will create confidence among shareholders, investors, and related parties. The Company will supervise and manage in accordance with the objectives and goals of the Company under the strategy, operating policy, and business conduct under ethics and in accordance with the relevant laws, including respecting of rights and having responsibility to the shareholders and stakeholders. The performance shall be monitored, evaluated, and reported efficiently. The interests of the society and environment shall be considered, including being adaptable to be in line with the constant changes for the Company to be able to compete and conduct business sustainably.

Other corporate governance performance and outcomes

Quality Assessment of the Annual General Meeting of Shareholders

Thai Investors Association has organized the project, "Quality Assessment of the Annual General Meeting of Shareholders" since 2006. It aims to encourage listed companies for a focus on the Annual General Meeting of Shareholders and maintain the same standards of the Annual General Meeting of Shareholders, with international recognition and good image for Thai capital market, in terms of participation, rights of shareholders, and good corporate governance. In addition, it also encourages shareholders to realize the benefits of attending the meeting of shareholders and enhance good cooperation and relationships among related units in the capital market. Following the quality assessment of the Annual General Meeting of Shareholders in 2024, the company received "Good" from the Thai Investors Association.

Assessment of the Corporate Governance Survey of Listed Companies for the Year 2024 (CGR 2024)

The Company is committed to continuously improving the "Good Corporate Governance" and "Business Ethics" of the Company as well as of its subsidiaries. Based on the assessment of the Corporate Governance Survey of Listed Companies for the year 2023 by the Thai Institute of Directors, in collaboration with the Stock Exchange of Thailand and the Securities and Exchange Commission, the Company received a "Very Good" rating.

Corporate Governance Structure

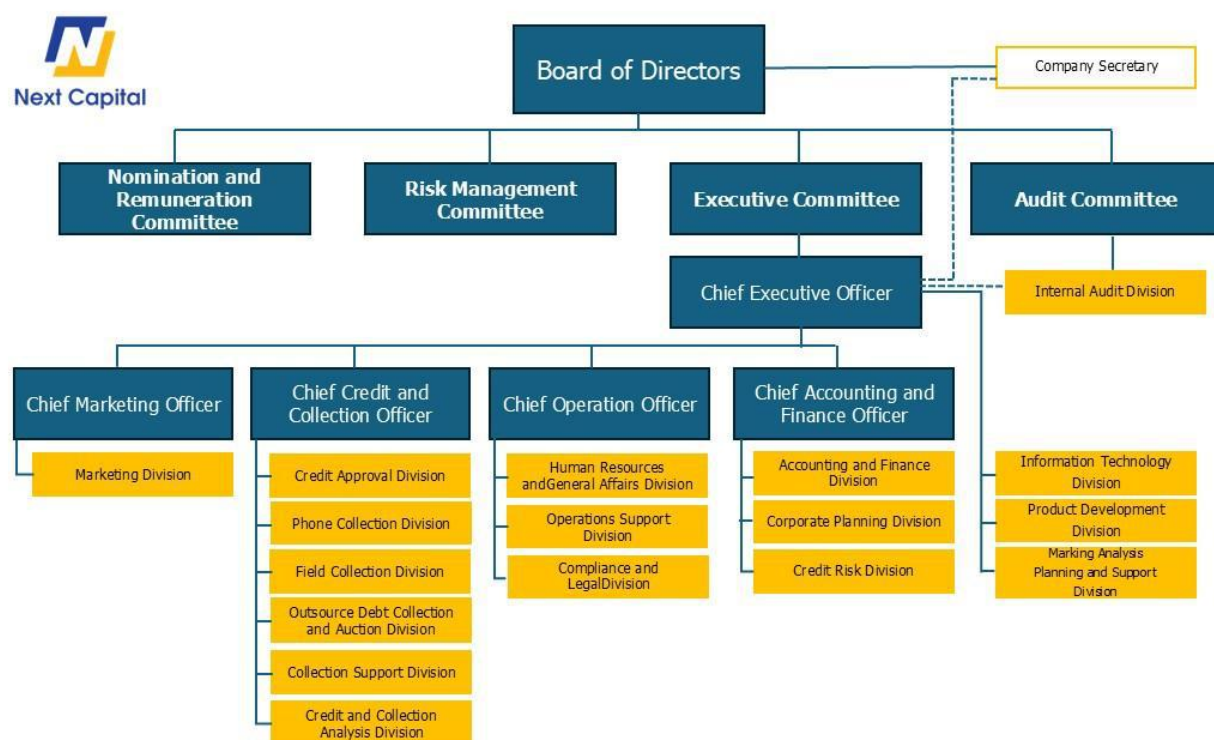
Information on corporate governance structure

Corporate governance structure

Corporate governance structure diagram

Corporate governance structure as of date : 31 Dec 2024

Corporate governance structure diagram



Information on the board of directors

Information on the board of directors

Composition of the board of directors

	2024	
	Male (persons)	Female (persons)
Total directors	10	
	7	3
Executive directors	1	
	1	0
Non-executive directors	9	
	6	3

	2024	
	Male (persons)	Female (persons)
Independent directors	4	
	3	1
Non-executive directors who have no position in independent directors	5	
	3	2

	2024	
	Male (%)	Female (%)
Total directors	100.00	
	70.00	30.00
Executive directors	10.00	
	10.00	0.00
Non-executive directors	90.00	
	60.00	30.00
Independent directors	40.00	
	30.00	10.00
Non-executive directors who have no position in independent directors	50.00	
	30.00	20.00

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

	2024	
	Male (years)	Female (years)
Average age of board of directors	56	
	58	52

The information on each director and controlling person

List of the board of directors⁽³⁾

List of directors	Position	First appointment date of director	Skills and expertise
<p>1. Mr. CHAIWAT UTAIWAN Gender: Male Age : 71 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 : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : Yes DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Chairman of the Board of Directors (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	21 Jun 2019	Governance/ Compliance, Business Administration, Automotive, Sustainability, Risk Management
<p>2. Mrs. LADAWAN CHAROEN-RAJAPARK Gender: Female Age : 60 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 : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : No DCP course : No</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	3 May 2022	Finance, Audit, Internal Control, Accounting, Risk Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>3. Mr. AMORNYOT PANICH</p> <p>Gender: Male</p> <p>Age : 50 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Law</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 170,049 Shares (0.012596 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	21 Jun 2019	<p>Law, Internal Control, Governance/ Compliance, Business Administration, Human Resource Management</p>
<p>4. Ph.D PATIPAN SAE-LIM</p> <p>Gender: Male</p> <p>Age : 39 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 : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors, Independent director)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	7 Jan 2020	<p>Statistics, Risk Management, Sustainability, Internal Control, Business Administration</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>5. Mr. SURA KHANITTAWEKUL</p> <p>Gender: Male</p> <p>Age : 55 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 : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	26 Jun 2017	Finance, Marketing, Business Administration, Governance/ Compliance, IT Management
<p>6. Ms. SUTIDA MONGKOLSUTHREE</p> <p>Gender: Female</p> <p>Age : 43 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> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 21,696,841 Shares (1.607173 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Continuing director (Full term of directorship and being re-appointed as a director)</p>	14 Aug 2020	Accounting, Business Administration, Governance/ Compliance, Finance, Corporate Management

List of directors	Position	First appointment date of director	Skills and expertise
<p>7. Mr. PRUTTIPANG TAYARACHKUL</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 : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 300,000 Shares (0.022222 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Existing director</p>	5 Oct 2018	<p>Business Administration, Governance/ Compliance, Accounting, Finance, Sustainability</p>
<p>8. Mrs. WASSANA PONGSANGLUK</p> <p>Gender: Female</p> <p>Age : 54 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> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : Yes</p> <p>Type of director : Existing director</p>	26 Mar 2019	<p>Accounting, Budgeting, Finance, Statistics, Business Administration</p>

List of directors	Position	First appointment date of director	Skills and expertise
<p>9. Mr. DECHBOON MARPRASERT</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 : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : No</p> <p>DCP course : Yes</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Newly appointed director to replace the ex-director</p>	9 Aug 2024	Business Administration, Leadership, Audit, Corporate Management, Governance/ Compliance
<p>10. Mr. APHICHAJ UEMSATHIENPORN</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 : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residence in Thailand : Yes</p> <p>Family relationship between directors and executives : Doesn't Have</p> <p>Legal offenses in the past 5 years : Doesn't Have</p> <p>DAP course : Yes</p> <p>DCP course : No</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Executive Directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p> <p>Type of director : Existing director</p>	13 Feb 2024	Banking, Automotive, Finance, Business Administration

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.

Remark: ⁽³⁾ Data as of December 31, 2024.

Diagram of list of the board of directors



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

List of directors	Position	Date of resignation / termination	Replacement director
<p>1. Mrs. HARUTHAIKARN PHANSUWAN Gender: Female Age : 62 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 : Doesn't Have Legal offenses in the past 5 years : Doesn't Have DAP course : No DCP course : No</p> <p>Shareholding in the company</p> <ul style="list-style-type: none"> Direct shareholding : 0 Shares (0.000000 %) Shareholding by persons related to the directors, executives according to Section 59 (shares) : 0 Shares (0.000000 %) 	<p>Director (Non-executive directors)</p> <p>Authorized directors as per the company's certificate of registration : No</p>	<p>8 Aug 2024</p>	<p>Mr. DECHBOON MARPRASERT</p> <p>Appointment date of replacement director : 9 Aug 2024</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 company's certificate of registration
1. Mr. CHAIWAT UTAIWAN	Chairman of the Board of Directors		✓	✓		
2. Mrs. LADAWAN CHAROEN-RAJAPARK	Director		✓	✓		
3. Mr. AMORNYOT PANICH	Director		✓	✓		
4. Ph.D PATIPAN SAE-LIM	Director		✓	✓		
5. Mr. SUR A KHANITTAWEKUL	Director		✓		✓	✓
6. Ms. SUTIDA MONGKOLSUTHREE	Director		✓		✓	✓
7. Mr. PRUTTIPANG TAYARACHKUL	Director		✓		✓	✓
8. Mrs. WASSANA PONGSANGLUK	Director		✓		✓	✓
9. Mr. DECHBOON MARPRASERT	Director		✓		✓	
10. Mr. APHICHAJ UEMSATHIENPORN	Director	✓				
Total (persons)		1	9	4	5	4

Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Banking	1	10.00
2. Automotive	2	20.00
3. Law	1	10.00
4. Marketing	1	10.00
5. Accounting	4	40.00
6. Finance	6	60.00
7. Human Resource Management	1	10.00
8. Sustainability	3	30.00
9. IT Management	1	10.00
10. Statistics	2	20.00
11. Corporate Management	2	20.00
12. Leadership	1	10.00
13. Risk Management	3	30.00
14. Audit	2	20.00
15. Internal Control	3	30.00
16. Budgeting	1	10.00
17. Governance/ Compliance	6	60.00
18. Business Administration	9	90.00

Information about the other directors

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

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

In cases where the roles of the Chairman of the Board and the Chief Executive Officer (CEO) are not clearly separated, such as when the Chairman and the CEO are the same individual, the Chairman is not an independent director, the Chairman and the CEO are members of the same family, or the Chairman is a member of the executive committee or task force, or has been assigned management responsibilities, the Board encourages a balance of power between the Board and management. This is to be achieved by considering the following: (1) the composition of the Board includes more than half independent directors, or (2) an independent director is appointed to jointly consider and set the agenda for Board meetings.

Information on the roles and duties of the board of directors

Board charter : Have

The Board of Directors of Nex Capital Public Company Limited ("the Company") is a group of individuals appointed by the shareholders of the Company to represent the Company in carrying out its various activities. Therefore, the Company has established a written Board of Directors Charter to serve as a guideline for all relevant parties to ensure that operations are conducted correctly and in accordance with the objectives of the Company.

The Board of Directors is responsible for setting the objectives, main goals of the business, vision, mission, policies, targets, strategies, business plans, management structure, approval authority, and the Company's budget. Additionally, the Board reviews and approves the policies and operational directions proposed by the management and oversees the Company's operations for the utmost benefit of the shareholders. The Board of Directors must perform its duties with care and caution (Duty of Care), loyalty (Duty of Loyalty), and avoid conflicts of interest with the Company. The Board must also comply with laws, objectives, regulations, and resolutions from shareholder meetings (Duty of Obedience), and disclose information to shareholders accurately, completely, and transparently (Duty of Disclosure). The details of the Board's powers, duties, and responsibilities are outlined in the attached document.

Information on subcommittees

Information on subcommittees

Information on roles of subcommittees

Roles of subcommittees

Board of Directors

Role

- Corporate governance
- Sustainability development
- Others
 - Determine missions, visions, policies, objectives and business strategies, management structure.
 - Oversee the Company's operation to bring maximum benefits to the shareholders.

Scope of authorities, role, and duties

1. Define the objectives, the main goals of the business, vision, mission, policies, objectives, strategies, business operation plans, management structure, approval authority, and the company's and its subsidiaries' budgets, including overseeing the allocation of important resources and reviewing and approving the policies and directions proposed by the management.
2. Oversee the company's operations for the benefit of the shareholders, ensuring that the board performs its duties with care (Duty of Care), loyalty (Duty of Loyalty), and avoids conflicts of interest with the company, and complies with laws, objectives, regulations, and shareholders' meeting resolutions (Duty of Obedience), while providing accurate, complete, and transparent disclosures to the shareholders (Duty of Disclosure).
3. Oversee the management to ensure that operations are carried out according to the established policies, strategies, and plans effectively and efficiently, and regularly monitor and evaluate management performance.
4. Ensure clear and appropriate operating procedures and establish a transparent and efficient internal control system.
5. Oversee business operations to ensure ethical practices, respect for rights, and responsibility towards shareholders and stakeholders, as well as conducting business that benefits society and the environment, while adapting to changes in

factors in line with good corporate governance principles.

6. Continuously monitor the company's performance to ensure alignment with the operational plan and company budget.
7. Review and establish risk management policies (Risk Management) to cover the entire organization, overseeing systems or processes to manage risks with appropriate measures and control methods to mitigate the impact on the company and its subsidiaries.
8. Review and establish management structures, with the authority to appoint sub-committees, CEOs, and other sub-committees as appropriate, including defining their duties and responsibilities. The delegation of authority should not enable these bodies to approve matters that may involve conflicts of interest with the company or its subsidiaries (if any), except when approving items in accordance with the policies and criteria already considered and approved by the board.
9. Approve the budget within the defined authority limits in the company's operation manual, including important matters such as large investment projects, high-level executive authority, related transactions, acquisition or disposal of assets, and other matters as stipulated by law.
10. Ensure the establishment of reliable accounting systems, financial reporting, and auditing processes, and ensure that there is a process for evaluating the appropriateness of internal controls, internal audits, risk management, financial reporting, and performance monitoring within the company.
11. Ensure the preparation of the company's financial statements as of the end of the accounting period, which have been audited by auditors, and submit them to the shareholders' meeting for approval.
12. Ensure that the company provides general information, annual reports, and financial information to shareholders, stakeholders, or general investors accurately, promptly, and in compliance with legal requirements.
13. Approve the selection and appointment of auditors and determine appropriate remuneration as proposed by the audit committee, for presentation to the shareholders' meeting for approval.
14. Implement policies on corporate governance in writing and apply them effectively to ensure ethical business practices, respect for rights, and responsibility toward shareholders and stakeholders, as well as conducting business beneficial to society and the environment, while adapting to changing factors in line with good corporate governance principles.
15. Oversee and ensure that no conflicts of interest arise between the directors, shareholders, and stakeholders with the company.
16. Evaluate the performance of the board as a whole, including the performance of individual directors, to review their work, problems, and obstacles annually, and use the evaluation results to improve operations in various areas.
17. Oversee and ensure that the company and its subsidiaries operate according to company policies, securities laws, and related announcements, regulations, and guidelines from the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand, such as related party transactions, acquisitions or disposals of significant assets, as long as they do not conflict with other laws, and ensure sufficient and appropriate internal controls and audits.
18. Review and appoint individuals to hold director or executive positions in subsidiaries at least according to the shareholding proportion in the subsidiaries and define the scope of duties and responsibilities of appointed directors and executives. This includes defining authority for decisions in the subsidiary's board meetings on important matters, which must be approved by the main board before proceeding, and ensuring subsidiary operations comply with the company's policies and legal requirements, including disclosures regarding financial status, performance, intercompany transactions, and significant acquisitions or disposals of assets.
19. Report the board's responsibility for the preparation of financial statements, alongside the auditor's report in the annual report, covering other important matters according to good corporate governance practices for listed companies on the Stock Exchange of Thailand.
20. Prepare and submit reports of securities holdings by the company, its spouse, and minor children to the Securities and Exchange Commission (SEC) in the prescribed format and within the specified time.
21. The board may delegate authority to one or more board members or other individuals to perform specific actions on behalf of the board, under the board's supervision, or may delegate authority as deemed appropriate within the time frame deemed appropriate by the board. The board may revoke, change, or modify such delegation of authority as necessary. The delegation should not enable the individual to approve transactions that may involve conflicts of interest with the company or subsidiaries (if any), unless they follow the policies and criteria already approved by the board.
22. Be responsible for establishing policies and ensuring systems that support an effective anti-corruption framework and serve as a role model to ensure that the management is aware and committed to proper governance practices.

Reference link for the charter

-

Executive Committee

Role

• Others

- Setting up policies, strategies, and business plans, including management structure and authorization powers of the company for submission to the Board of Directors.
- Consider the annual budget to propose to the Board of Directors and control the budget disbursement in accordance with the Board's approval.

Scope of authorities, role, and duties

1. Consider establishing policies, strategies, and business operation plans, including the management structure and approval authority of the company, to be presented to the Board of Directors.
2. Review the annual budget for submission to the Board of Directors and control budget disbursements in accordance with the approval granted by the Board of Directors.
3. Control, oversee, and monitor the company's performance to ensure it aligns with the policies, objectives, business operation plans, business strategies, and budget set, and with the various management authorities as approved by the Board of Directors, ensuring effectiveness and adaptability to the business environment, while reporting performance results to the Board of Directors.
4. Approve the operation of regular business transactions, such as investments, according to the approved investment budget or budget approved by the Board of Directors, with spending limits for each item in accordance with the approval authority table approved by the Board of Directors.
5. Present an appropriate organizational structure that aligns with the company's operations for approval by the Board of Directors.
6. Have the authority to delegate powers to one or more individuals to perform specific actions, under the supervision of the management committee, or to delegate powers as deemed appropriate by the management committee within a time frame deemed appropriate. The management committee may cancel, withdraw, change, or modify the authorized persons or delegated powers as it sees fit.
7. Establish systems and promote measures that the company has set, including anti-corruption measures, and ensure their implementation.
8. Perform other duties as assigned by the Board of Directors.

The delegation of powers and responsibilities by the management committee shall not be such that it enables the delegated person to approve transactions in which they or related parties (as defined in the Capital Market Supervisory Board's announcements, the Stock Exchange of Thailand, and/or relevant authorities) may have a conflict of interest or potential conflict of interest with the company, its subsidiaries, or related companies. The management committee does not have the authority to approve such actions. These matters must be presented to the Board of Directors and/or the shareholders' meeting (as appropriate) for approval, except in cases of approval for regular business transactions and standard commercial terms that comply with the announcements from the Capital Market Supervisory Board, the Stock Exchange of Thailand, and/or relevant authorities.

Reference link for the charter

-

Risk Management Committee

Role

- Risk management

Scope of authorities, role, and duties

1. Present to the Board of Directors the formulation of risk management policies and acceptable risk levels.
2. Define the overall Risk Management Policy, covering various key risks such as financial risks, investment risks, risks impacting the company's reputation, and risks related to fraud and corruption, among others, for the Board's approval.
3. Develop the company's risk management plan, framework, and processes to align with the risk management policy, ensuring implementation and reviewing the effectiveness of the risk management framework.
4. Review the risk management reports and ensure that the risk management process is adequate and appropriate, keeping risks within an acceptable level, and that risk management practices are continuously followed.
5. Develop and review the adequacy of the company's risk management policy and system to ensure ongoing effectiveness and efficiency, evaluating and monitoring risk management processes and compliance with established policies on a regular basis.
6. Establish a risk management task force as necessary, providing support in terms of personnel, budget, and other resources to ensure alignment with the scope of responsibilities.
7. Coordinate regularly with the Audit Committee by exchanging knowledge and information related to risks and internal controls that may have an impact or potential impact on the company.
8. Make decisions and provide recommendations regarding significant issues arising in the risk management process.
9. Present the risk management committee's performance report to the Audit Committee for acknowledgment and/or review on a quarterly basis.
10. Perform other duties as assigned by the Board of Directors.

Reference link for the charter

-

Nomination and Remuneration Committee

Role

- Director and executive nomination
- Remuneration

Scope of authorities, role, and duties

Recruitment

1. Define the criteria and policies for the selection of the company's directors and sub-committees, considering the appropriateness of the number, structure, and composition of the board, as well as the qualifications of the directors to be proposed to the Board of Directors and/or presented for shareholder approval, as the case may be.
2. Consider the recruitment, selection, and proposal of suitable candidates for director positions that are vacant due to the expiration of term and/or new positions created.
3. Review the list of proposed candidates and select individuals who meet the required qualifications according to the established criteria.
4. Approach candidates who meet the established criteria to ensure their willingness to accept a directorship if appointed by the shareholders.
5. Recruit and select the Chief Executive Officer (CEO), including determining both monetary and non-monetary compensation, to be proposed for approval by the Board of Directors.
6. Carry out any other recruitment-related tasks as delegated by the Board of Directors.

Consideration of Determining Compensation

1. Establish criteria and policies for determining the compensation of the Board of Directors and sub-committees, to be proposed to the Board of Directors and/or submitted for shareholder approval, as the case may be.
2. Determine the necessary and appropriate compensation, both monetary and non-monetary, for each director annually, considering the duties, responsibilities, performance, and a comparison with similar companies in the industry, as well as the expected benefits to the company. This should be presented to the Board of Directors for review and proposed to the shareholders for approval.
3. Report on the policy, principles, and rationale for determining the compensation of directors and executives, in compliance with the Stock Exchange regulations, disclosed in the Annual Registration Statement (56-1) and the company's Annual Report.
4. Determine the annual compensation for directors based on the established criteria and present it to the Board of Directors for approval and to the shareholders for final approval.
5. Review and approve proposals for the issuance of new securities to directors and employees, ensuring fairness to shareholders, and creating incentives for directors and employees to perform in a way that generates long-term value for shareholders and retains high-quality personnel.
6. Review the criteria for evaluating the performance of the Chief Executive Officer (CEO) and evaluate the CEO's annual performance.
7. Determine the annual compensation for the CEO based on the reviewed criteria and present it to the Board of Directors for approval.
8. Review the criteria for annual bonuses and salary increases for employees, to be proposed to the Board of Directors for approval.
9. Carry out any other tasks related to compensation as assigned by the Board of Directors.

Reference link for the charter

-

Information on each subcommittee

List of audit committee

List of directors	Position	Appointment date of audit committee member	Skills and expertise
<p>1. Mrs. LADAWAN CHAROEN-RAJAPARK^(*)</p> <p>Gender: Female</p> <p>Age : 60 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> <p>Expertise in accounting information review : Yes</p>	<p>Chairman of the audit committee</p> <p>(Non-executive directors, Independent director)</p> <p>Director type : Continuing director (Full term of directorship and being re-appointed as a director)</p>	3 May 2022	Finance, Audit, Internal Control, Accounting, Risk Management
<p>2. Mr. AMORNYOT PANICH</p> <p>Gender: Male</p> <p>Age : 50 years</p> <p>Highest level of education : Master's degree</p> <p>Study field of the highest level of education : Law</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>	21 Jun 2019	Law, Internal Control, Governance/ Compliance, Business Administration, Human Resource Management
<p>3. Ph.D PATIPAN SAE-LIM</p> <p>Gender: Male</p> <p>Age : 39 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>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>	7 Jan 2020	Statistics, Risk Management, Sustainability, Internal Control, Business Administration

Additional explanation :

(*) Directors with expertise in accounting information review

List of executive committee members⁽⁴⁾

List of committee members	Position	Appointment date of executive committee member
1. Mr. APICHAI UEMSATHIENPORN Gender: Male Age : 64 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	The chairman of the executive committee	13 Feb 2024
2. Ms. Kruakao Yerabut Gender: Female Age : 48 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	Member of the executive committee	18 Jul 2019
3. Mr. Wipas Raiyawa Gender: Male Age : 52 years Highest level of education : Bachelor's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	1 Apr 2022
4. Ms. Ubolwan Piyachinda Gender: Female Age : 53 years Highest level of education : Bachelor's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	21 Feb 2023

Remark: ⁽⁴⁾ Data as of December 31, 2024.

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

List of directors	Position	Date of resignation / termination	Replacement committee member
1. Mr. Praphan Rangsiyopas Gender: Male Age : 46 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	Member of the executive committee	5 Apr 2024	-

Other Subcommittees

Subcommittee name	Name list	Position
Risk Management Committee	Mrs. LADAWAN CHAROEN-RAJAPARK	The chairman of the subcommittee (Independent director)
	Ph.D PATIPAN SAE-LIM	Member of the subcommittee (Independent director)
	Mr. PRUTTIPANG TAYARACHKUL	Member of the subcommittee
	Ms. Kruakao Yerabut	Member of the subcommittee
	Mr. Wipas Raiyawa	Member of the subcommittee
	Ms. Ubolwan Piyachinda	Member of the subcommittee
	Mr. APICHAI UEMSATHIENPORN	Member of the subcommittee
Nomination and Remuneration Committee	Mr. AMORNYOT PANICH	The chairman of the subcommittee (Independent director)
	Mr. SURAKHANITAWEEKUL	Member of the subcommittee
	Ms. SUTIDA MONGKOLSUTHREE	Member of the subcommittee

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
<p>1. Mr. APHICHAJ UEMSATHIENPORN</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 : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Chief Executive Officer (The highest-ranking executive)	13 Feb 2024	Banking, Automotive, Finance, Business Administration
<p>2. Ms. Kruakao Yerabut^(*)</p> <p>Gender: Female</p> <p>Age : 48 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>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : Yes</p> <p>Accounting supervisor : No</p>	Chief Financial Officer	1 Feb 2018	Business Administration, Accounting, Finance, Budgeting
<p>3. Mr. Wipaw Raiyawa</p> <p>Gender: Male</p> <p>Age : 52 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Chief Operating Officer	1 Apr 2022	Business Administration
<p>4. Ms. Ubolwan Piyachinda</p> <p>Gender: Female</p> <p>Age : 53 years</p> <p>Highest level of education : Bachelor's degree</p> <p>Study field of the highest level of education : Business Administration</p> <p>Thai nationality : Yes</p> <p>Residing in Thailand : Yes</p> <p>Highest responsibility in corporate accounting and finance : No</p> <p>Accounting supervisor : No</p>	Chief Credit and Collection Officer	1 May 2023	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 : 31 Dec 2024
next four executives as of date

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 has established a remuneration policy for executives that is consistent with their knowledge, abilities, work experience, and responsibilities. It also includes performance-based compensation such as salary, bonuses, social security funds, provident funds, other income, and other long-term benefits.

Does the board of directors or the remuneration committee : Doesn't Have
have an opinion on the remuneration policy for executive
directors and executives

Remuneration of executive directors and executives

Monetary remuneration of executive directors and executives

	2022	2023	2024
Total remuneration of executive directors and executives (baht)	32,278,288.00	15,350,142.00	18,977,069.00
Total remuneration of executive directors (baht)	0.00	0.00	0.00
Total remuneration of executives (baht)	32,278,288.00	15,350,142.00	18,977,069.00

Other remunerations of executive directors and executives

	2022	2023	2024
Company's contribution to provident fund for executive directors and executives (Baht)	138,780.00	196,940.00	165,545.00

	2022	2023	2024
Employee Stock Ownership Plan (ESOP)	Yes	Yes	Yes
Employee Joint Investment Program (EJIP)	No	No	No

Warrants to purchase ordinary shares of Next Capital Public Company Limited (“Warrants” or “NCAP ESOP-W1”) allocated to executives (including executives who are directors of the Company and/or subsidiaries) and/or employees of Next Capital Public Company Limited and/or subsidiaries, issued by Next Capital Public Company Limited (“Issuer” or “Company”) according to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2021 held on July 15, 2021, which approved the offering of warrants to purchase ordinary shares to executives and employees (ESOP) in the amount of 38,000,000 units.

The allocation criteria and methods are as follows: Allocated to executives (including executives who are directors of the Company and/or subsidiaries) and/or employees of the Company and/or subsidiaries, not through underwriters. The Nomination and Remuneration Committee, the Executive Committee of the Company, or a person assigned by the Nomination and Remuneration Committee or the Executive Committee of the Company shall have the power to determine the list of executives and/or employees eligible to receive the allocation of warrants and the number of warrants that each such executive and/or employee will receive. This is in accordance with the criteria and methods for allocating warrants to purchase ordinary shares of the Company as approved by the shareholders' meeting and within the scope of authority as prescribed by law or relevant regulations.

These warrants to purchase ordinary shares have an exercise ratio of 1: 1.3028 shares and an exercise price of 12.281 Baht. 5 executives (including executives who are directors of the Company and/or subsidiaries) and/or employees of the Company and/or subsidiaries have been allocated warrants to purchase the Company's shares, representing 3.13% of the total warrants to purchase the Company's shares of the project.

Outstanding remuneration or benefits of executive directors and executives

Outstanding remuneration or benefits of executive directors : 0.00
and executives in the past year

Other significant information

Other significant information

Assigned person

List of persons assigned for accounting oversight

General information	Email	Telephone number
1. Mr. Yuttapol Muangsrichan	Yuttapol.M@Nextcapital.co.th	-

List of the company secretary

General information	Email	Telephone number
1. Ms. Kwanchanok Tansopaluck	Comsec@nextcapital.co.th	-

List of the head of internal audit or outsourced internal auditor

General information	Email	Telephone number
1. Ms. Patchira Mingkwan	patchira@dir.co.th	-

List of the head of the compliance unit

General information	Email	Telephone number
1. Ms. Kwanchanok Tansopaluck	Compliance@nextcapital.co.th	-

Head of investor relations

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

List of the head of investor relations

General information	Email	Telephone number
1. Ms. Kwanchanok Tansopaluck	ir@nextcapital.co.th	-

Company's auditor

Details of the company's auditor

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
PRICEWATERHOUSECOOPERS ABAS COMPANY LIMITED 15TH FLOOR, BANGKOK CITY TOWER, 179/74-80 SOUTH SATHORN ROAD THUNG MAHA MEK SATHON Bangkok 10120 Telephone number +66 2844 1000	3,400,000.00	-	1. Ms. SAKUNA YAMSAKUL Email: sakuna.yamsakul@pwc.com License number: 4906

Assigned personnel in case of a foreign company

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

Performance Report on Corporate Governance

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

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

The Board of Directors consists of 10 directors, 4 of which are independent directors, 5 are non-executive directors and 1 executive director. 1 independent director is the chairman of the Board of Directors. The Board of Directors has performed the duty to supervise the management in accordance with the policies, guidelines, and goals for the best interests of the shareholders under the framework of good ethics and taking into account the interests of the stakeholders. In 2024, the Board of Directors held 6 meetings covering the following matters:

1. Supervise the operations of the Company for the best interest of shareholders by performing duties with the duty of care, duty of loyalty and avoid conflicts of interest with the Company, as well as comply with the law, objectives, regulations and resolutions of the shareholders meeting (Duty of Obedience), and disclose information to shareholders in a correct, complete, and transparent manner (Duty of Disclosure).
2. Supervise the management to operate in accordance with the established policies, strategies and plans with efficiency and effectiveness, as well as regularly monitor and evaluate the performance of the management.
3. Establish clear and appropriate operating procedures and implement a transparent and efficient internal control system.
4. To supervise the operation to conduct business ethically, respecting rights, and be responsible for shareholders, and stakeholders, conduct business that are beneficial to society and the environment, including being able to adapt under factors of change according to good corporate governance principles.
5. To continuously monitor the performance of the Company to be in accordance with the operating plan.
6. Consider setting up a risk management policy to cover the entire organization and supervise the establishment of a risk management system or process with appropriate measures to support and control methods in order to reduce the impact on the Company's business.
7. To determine the management structure, appoint sub-committees, Chief Executive Officer, including the determination of the scope of authority of such persons.
8. Consider and approve the budget according to the credit limit as specified in the Company's authority manual.
9. Provide reliable accounting, financial reporting, and auditing systems, ensuring that there is a process for assessing the suitability of internal controls and internal audits, risk management, financial reporting and internal audit.
10. Responsible for establishing a governance policy that has a system which supports effective anti-corruption and is a good role model in order to ensure that the executive committee is aware of and prioritizes anti-corruption and fostering it as a corporate culture.

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 directors	Position	First appointment date of director	Skills and expertise
Mrs. LADAWAN CHAROEN-RAJAPARK	Director	3 May 2022	Finance, Audit, Internal Control, Accounting, Risk Management
Mr. SURA KHANITTAWEKUL	Director	26 Jun 2017	Finance, Marketing, Business Administration, Governance/ Compliance, IT Management

List of directors	Position	First appointment date of director	Skills and expertise
Ms. SUTIDA MONGKOLSUTHREE	Director	14 Aug 2020	Accounting, Business Administration, Governance/ Compliance, Finance, Corporate Management

List of newly appointed director to replace the ex-director

List of directors	Position	First appointment date of director	Skills and expertise
Mr. DECHBOON MARPRASERT	Director	9 Aug 2024	Business Administration, Leadership, Audit, Corporate Management, Governance/ Compliance

Selection of independent directors

Criteria for selecting independent directors

In the selection and appointment of independent directors, the Nomination and Remuneration Committee will jointly consider the qualifications of persons to be appointed as independent directors, considering the qualifications as stipulated by law and regulations, including considering the prohibited characteristics of the directors under the Public Limited Company Act, the Securities and Exchange Law, the relevant announcements, rules, and / or regulations. In addition, the Nomination and Remuneration Committee will select independent directors from experts with work experience and other suitability. It will then be presented to the Board of Directors and / or the shareholders' meeting. In this regard, the Nomination and Remuneration Committee will consider the appropriateness of the number, structure and composition of the Board of Directors. At least one third of the total number of directors of the Company is required to be independent directors to ensure transparency in the corporate governance of the Company and to be able to provide independent opinions on the work of the management.

Business or professional relationships of independent directors over the past year

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

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 : Yes
through the nomination committee

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

Number of directors from major shareholders

Number of directors from each group of major shareholders : 4
over the past year (persons)

Rights of minority shareholders on director appointment

The Company provides shareholders with the opportunity to propose qualified individuals for election as directors of the Company at the Annual General Meeting of Shareholders, via the Company's website, on an annual basis. This process is in line with the principles of good corporate governance.

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

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. Mr. CHAIWAT UTAIWAN (Chairman of the Board of Directors)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2021: Director Leadership Certification Program (DLCP) • 2018: Advanced Audit Committee Program (AACP) • 2018: Board Nomination and Compensation Program (BNCP) • 2012: Role of the Chairman Program (RCP) • 2002: Director Certification Program (DCP) Other <ul style="list-style-type: none"> • 2018: Boards that Make a Difference (BMD)
2. Mrs. LADAWAN CHAROEN-RAJAPARK (Director)	Participating	Other <ul style="list-style-type: none"> • 2012: National Defense Course for the Joint Public-Private Sectors, National Defense College, National Defense Institute • 2011: Executive Program, Capital Market Academy (CMA), Class 3 • 2007: Financial Planning Program, Professional Qualification, CFP, Thai Financial Planners Association
3. Mr. AMORNYOT PANICH (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2019: Board Nomination and Compensation Program (BNCP) • 2019: Director Accreditation Program (DAP) Other <ul style="list-style-type: none"> • 2016: Independent Observer Program
4. Ph.D PATIPAN SAE-LIM (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2020: Director Accreditation Program (DAP)
5. Mr. SURA KHANITTAWEKUL (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2013: Director Accreditation Program (DAP) • 2013: Director Certification Program (DCP)
6. Ms. SUTIDA MONGKOLSUTHREE (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2016: Director Certification Program (DCP)
7. Mr. PRUTTIPANG TAYARACHKUL (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2007: Director Accreditation Program (DAP) Other <ul style="list-style-type: none"> • 2008: TLCA Executive Development Program • 2008: Corporate Secretary Development Program • 2007: Corporate Governance and Social Responsibility
8. Mrs. WASSANA PONGSANGLUK (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2019: Director Accreditation Program (DAP)
9. Mr. DECHBOON MARPRASERT (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2008: Director Certification Program (DCP) Other <ul style="list-style-type: none"> • 2012: Audit Committee Program
10. Mr. APHICHAJ UEMSATHIENPORN (Director)	Participating	Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • 2020: Director Accreditation Program (DAP) • 2018: Risk Management Program for Corporate Leaders (RCL) Other <ul style="list-style-type: none"> • 2018: Company Secretary program • 2018: How to Develop a Risk Management Plan • 2018: Risk Management and Internal Control Program

List of directors	Participation in training in the past financial year	History of training participation
11. Mrs. HARUTHAIKARN PHANSUWAN (Director)	Participating	Other • 2018: TLCA Executive Development Program (EDP)

Information on the evaluation of duty performance of directors

Criteria for evaluating the duty performance of the board of directors

Evaluation of Board of Directors' Performance

The company has created a self-assessment form for directors to ensure that the evaluation is based on appropriate criteria which are in line with best practices and the new Corporate Governance Code (CG Code) issued by the Securities and Exchange Commission.

Self-assessment by Directors

The Board of Directors and the Executive Directors conduct self-assessments (Board Self-Assessment) both as a group and individually on an annual basis. This allows the board to jointly consider their performance and make improvements. The assessments are done both as a group and individually.

The criteria for self-assessment is divided into 5 levels as follows:

- 4 = Strongly agree, or implementation in that area is excellent
- 3 = Quite strongly agree, or implementation in that area is good
- 2 = Agree, or implementation in that area is adequate
- 1 = Disagree, or implementation in that area is minor
- 0 = Strongly disagree, or no implementation in that area

The criteria divide the assessment levels into percentages of the total score for each of the 5 levels as follows:

- Equal to or greater than 90% = Excellent
- Equal to or greater than 80% = Very Good
- Equal to or greater than 70% = Good
- Equal to or greater than 60% = Fair
- Less than 60% = Needs Improvement

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

In 2024, the Board of Directors and its sub-committees carried out their duties and responsibilities in accordance with the assigned scope of authority and charters, and in line with good practices of regulatory bodies. The secretary summarized the performance assessment results of the Board of Directors and its sub-committees and presented them to the Board of Directors at the 1/2025 Board of Directors' meeting on February 21, 2025.

Details of the evaluation of the duty performance of the board of directors

List of directors	Assessment form	Grade / Average score received	Grade / Full score
Board of Directors	Group assessment	97.33% / Excellent	100%
	Self-assessment	None	None
	Cross-assessment (assessment of another director)	None	None

List of directors	Assessment form	Grade / Average score received	Grade / Full score
Risk Management Committee	Group assessment	95.58% / Excellent	100%
	Self-assessment	96.10 / Excellent	100%
	Cross-assessment (assessment of another director)	None	None
Nomination and Remuneration Committee	Group assessment	92.98% / Excellent	100%
	Self-assessment	93.18% / Excellent	100%
	Cross-assessment (assessment of another director)	None	None
Executive Committee	Group assessment	93.40% / Excellent	100%
	Self-assessment	93.75% / Excellent	100%
	Cross-assessment (assessment of another director)	None	None

Performance evaluation criteria for the executives

Performance evaluation criteria for the executives : Yes

Performance Evaluation of the Chief Executive Officer (CEO)

The Board of Directors has assigned the Nomination and Remuneration Committee to conduct an annual performance evaluation of the Chief Executive Officer (CEO) and present the evaluation results to the Board of Directors for acknowledgment.

Evaluation Criteria:

1. Leadership
2. Strategic Planning
3. Strategy Execution
4. Financial Planning and Performance
5. Succession Planning
6. Management and Employee Relations
7. Personal Attributes

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 past year : 6
(times)

Date of AGM meeting : 22 Apr 2024

EGM meeting : No

Details of the board of directors' meeting attendance

List of directors	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. Mr. CHAIWAT UTAIWAN (Chairman of the Board of Directors, Independent director)	6	/	6	1	/	1	N/A	/	N/A
2. Mrs. LADAWAN CHAROEN-RAJAPARK (Director, Independent director)	6	/	6	1	/	1	N/A	/	N/A
3. Mr. AMORNYOT PANICH (Director, Independent director)	6	/	6	1	/	1	N/A	/	N/A
4. Ph.D PATIPAN SAE-LIM (Director, Independent director)	6	/	6	1	/	1	N/A	/	N/A
5. Mr. SURAKHANTAWEEKUL (Director)	5	/	6	1	/	1	N/A	/	N/A
6. Ms. SUTIDA MONGKOLSUTHREE (Director)	6	/	6	1	/	1	N/A	/	N/A
7. Mr. PRUTTIPANG TAYARACHKUL (Director)	6	/	6	1	/	1	N/A	/	N/A
8. Mrs. WASSANA PONGSANGLUK (Director)	6	/	6	1	/	1	N/A	/	N/A
9. Mr. DECHBOON MARPRASERT (Director)	2	/	2	0	/	0	N/A	/	N/A
10. Mr. APHICHAJ UEMSATHIENPORN (Director)	6	/	6	1	/	1	N/A	/	N/A
11. Mrs. HARUTHAIKARN PHANSUWAN (Director)	3	/	3	1	/	1	N/A	/	N/A

Remuneration of the board of directors

Types of remuneration of the board of directors

1. Monetary compensation

In 2024, the Company paid remuneration to 4 committees, namely, the Board of Directors, the Audit Committee, the Risk Management Committee and the Nomination and Remuneration Committee. The remuneration for directors consists of meeting

allowances paid according to the

Note: The directors who hold executive positions will not receive remuneration as directors.

2. Non-monetary compensation

-None-

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	
1. Mr. CHAIWAT UTAIWAN (Chairman of the Board of Directors)			180,000.00		0.00
Board of Directors	180,000.00	0.00	180,000.00	No	
2. Mrs. LADAWAN CHAROEN-RAJAPARK (Director)			170,000.00		0.00
Board of Directors	90,000.00	0.00	90,000.00	No	
Risk Management Committee	80,000.00	0.00	80,000.00	No	
3. Mr. AMORNYOT PANICH (Director)			170,000.00		0.00
Board of Directors	90,000.00	0.00	90,000.00	No	
Nomination and Remuneration Committee	80,000.00	0.00	80,000.00	No	
4. Ph.D PATIPAN SAE-LIM (Director)			150,000.00		0.00
Board of Directors	90,000.00	0.00	90,000.00	No	
Risk Management Committee	60,000.00	0.00	60,000.00	No	
5. Mr. SURA KHANITTAWEKUL (Director)			135,000.00		0.00
Board of Directors	75,000.00	0.00	75,000.00	No	
Nomination and Remuneration Committee	60,000.00	0.00	60,000.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
6. Ms. SUTIDA MONGKOLSUTHREE (Director)			150,000.00		0.00
Board of Directors	90,000.00	0.00	90,000.00	No	
Nomination and Remuneration Committee	60,000.00	0.00	60,000.00	No	
7. Mr. PRUTIPANG TAYARACHKUL (Director)			135,000.00		0.00
Board of Directors	75,000.00	0.00	75,000.00	No	
Risk Management Committee	60,000.00	0.00	60,000.00	No	
8. Mrs. WASSANA PONGSANGLUK (Director)			90,000.00		0.00
Board of Directors	90,000.00	0.00	90,000.00	No	
9. Mr. DECHBOON MARPRASERT (Director)			30,000.00		0.00
Board of Directors	30,000.00	0.00	30,000.00	No	
10. Mr. APICHAI UEMSATHIENPORN (Director)			0.00		0.00
Board of Directors	0.00	0.00	0.00	No	
Executive Committee	0.00	0.00	0.00	No	
Risk Management Committee	0.00	0.00	0.00	No	
11. Ms. Kruakao Yerabut (Member of the executive committee)			0.00		0.00
Executive Committee	0.00	0.00	0.00	No	
Risk Management Committee	0.00	0.00	0.00	No	

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
12. Mr. Wipas Raiyawa (Member of the executive committee)			0.00		0.00
Executive Committee	0.00	0.00	0.00	No	
Risk Management Committee	0.00	0.00	0.00	No	
13. Ms. Ubolwan Piyachinda (Member of the executive committee)			0.00		0.00
Executive Committee	0.00	0.00	0.00	No	
Risk Management Committee	0.00	0.00	0.00	No	
14. Mrs. HARUTHAIKARN PHANSUWAN (Director)			45,000.00		0.00
Board of Directors	45,000.00	0.00	45,000.00	No	
15. Mr. Praphan Rangsiyopas (Member of the executive committee)			0.00		0.00
Executive Committee	0.00	0.00	0.00	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	855,000.00	0.00	855,000.00
2. Executive Committee	0.00	0.00	0.00
3. Risk Management Committee	200,000.00	0.00	200,000.00
4. Nomination and Remuneration Committee	200,000.00	0.00	200,000.00

Summary of the remuneration of the board of directors

	2024
Meeting allowance (Baht)	1,255,000.00
Other monetary remuneration (Baht)	0.00
Total (Baht)	1,255,000.00

Remunerations or benefits pending payment to the board of directors

Remunerations or benefits pending payment to the board of directors over the past year : 0.00
(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 companies	: Yes
Mechanism for overseeing subsidiaries and associated companies	: Yes
Mechanism for overseeing management and taking responsibility for operations in subsidiaries and associated companies approved by the board of directors	: The appointment of representatives as directors, executives, or controlling persons in proportion to shareholding, The determination of the scope of duties 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

To be comply with good corporate governance principles regarding the establishment of a framework and mechanism to oversee policies and operations in subsidiaries and other businesses in which the Company invests, the company has prepared and reviewed the policies to supervise the operations of subsidiaries and associated companies for the subsidiaries' management. The company will supervise by appointing the Company's representatives to serve as directors or executives in subsidiaries and associated companies in proportion to their investment to oversee the subsidiaries; management to be in accordance with the Company's policies with efficiency and effectiveness. Directors and executives appointed by the resolution of the Board of Director's meeting to hold positions in subsidiaries and associated companies must maintain the scope and responsibilities as follows:

1. Determine the scope of authority in the exercise of clear discretion which may result in the consideration of such directors and executives for voting in the Board of Director's meetings of subsidiaries and associated companies in matters of importance prior the approval from the Board of Directors of subsidiaries and associated companies.
2. Monitor for subsidiaries and associated companies in the disclosure of financial status and operating results, related transactions, and acquisition or disposition of significant assets to be complete and correct.
3. Monitor and supervise the directors and executives of subsidiaries and associated companies to comply with duties and responsibilities as required by laws.
4. Monitor the operating results of subsidiaries or associated companies.

If subsidiaries operate businesses which have significant impacts on the company, they must obtain a resolution from the Board of Directors' meeting or the Company's Shareholder's meeting prior to the transactions, with considerations of the said transactions of subsidiaries and associated companies in the same manners as the transactions of the same nature and sizes as the company, which must receive a resolution from the Board of Director's meeting or the Shareholder's meeting of the company. For subsidiaries, the Company stipulates that persons appointed by the Company must supervise subsidiaries to undertake connected transactions, acquisition or disposition of asset transactions, or any other important transactions of such subsidiaries to be complete and correct in accordance with the rules of the Office

of the Securities and Exchange Commission and/or the Stock Exchange of Thailand, using the rules related to disclosure of information and the above transactions in the same manners as the Company's rules, including to supervise the collection of data and accounting records of subsidiaries for the Company to be able to examine and collect in preparation of financial statements in time as required by the Stock Exchange of Thailand.

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 : Yes
over the past year

The Company realizes the importance of conducting its business with honesty, transparency, and accountability for the best interests of the Company, shareholders, stakeholders and related parties with fairness and caution in the operation to avoid causing a conflict of interest and avoid taking any actions that may cause a conflict of interest according to the principles of good corporate governance. The Board of Directors has established a policy of conflict of interest for directors, executives, and employees to strictly adhere to the guidelines in order to avoid any action that may be contrary to the interests of the Company. If it is necessary, cannot be avoided and must be done, the Company will ensure that such transactions are done with transparency and fairness, the same level as transactions with outsiders, taking into account the best interests of the Company and fairness to all stakeholders. In addition, directors and executives must prepare a report on the disclosure of conflicts of interest every year or when it occurs.

Number of cases or issues related to conflict of interest

	2022	2023	2024
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 inside : Yes
information to seek benefits over the past year

The Company supervises the use of inside information of the Company to ensure equality and fairness. The directors, executives, and employees involved with inside information are required to acknowledge guidelines and precautions on the use of inside information of the Company in compliance with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission by requiring directors, executives, including persons holding executive positions in accounting or finance at the department manager level or above or equivalent, spouse, and underage children to report changes in their securities holding to the Securities and Exchange Commission under Section 59, including the penalties under Section 275 of the Securities and Exchange Act 1992 (including amendments) within 3 business days from the date of purchase, sale, transfer, or accept transfer of securities. Before the Company will present for approval the statement of financial position and statement of comprehensive income to the Board of Directors, the Company Secretary will notify directors, executives, including those holding executive positions in accounting or finance at the department manager level or above or equivalent, and the relevant practitioners who have received material inside information, to refrain from trading the Company's securities for at least 30 days in advance of the public disclosure and at least 24 hours after the disclosure of information to the public.

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

	2022	2023	2024

	2022	2023	2024
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 the past : Yes
year

Form of operations in anti-corruption : Review of appropriateness in anti-corruption, The participation in anti-corruption projects, Communication and training for employees on anti-corruption policy and guidelines, The monitoring of the evaluation of compliance with the anti-corruption policy

The Company intends to conduct its business with transparency and auditability according to good corporate governance principles by requiring that there be a control and audit that proves to reduce and prevent risks of corruption within the organization as well as all forms of corruption, both directly and indirectly. The Company has demonstrated its commitment to fight against corruption, including announcing its intention to join the Private Sector Collective Action Coalition Against Corruption (CAC) and was certified as a member of the Private Sector Collective Action Coalition against Corruption in Thailand (CAC). The Company realizes the importance of conducting business carefully in the area of corruption by establishing an anti-corruption policy for directors, executives, and employees to abide by the principles of good corporate governance and for the best interests of the shareholders, stakeholders, and related parties. The Company has set up the organizational structure in order to clearly divide the duties, responsibilities, work processes, and lines of command in each department so that there is a balance of power and tightness in the checks between them appropriately. In addition, the Company also provides a communication channel for employees and stakeholders to report clues, complaints, suggestions to the Company in order to investigate the facts according to the process and improve accordingly.

Number of cases or issues related to corruption

	2022	2023	2024
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 procedures : Yes
over the past year

The Company has set up a whistleblowing policy and complaints policy to ensure that the anti-corruption participant has a channel and process for whistleblowing reporting complaints that are transparent, safe, and fair to whistleblowers or complainants. The information and details of the whistleblowers or complainants and the respondent notified to the Company will be kept confidential. Any disclosure of information will be considered by the Company by taking into account the safety and damage of the whistleblower, or the complainant, the source of the information, or the person concerned.

The channels of contact with the Company are as follows:

(1) By mail

Send to Director or Audit Committee

Next Capital Public Company Limited.

No 163, Thai Samut Building, the 15th Floor, Surawongse Road, Suriyawongse, Bangrak Bangkok 10500

(2) By email

Company's directors: Directors@Nextcapital.co.th or

Audit Committee: Auditcommittee@Nextcapital.co.th or
 Company's secretary: Comsec@nextcapital.co.th
 (3) Website: www.nextcapital.co.th

Number of cases or issues related to whistleblowing

	2022	2023	2024
Total number of cases or issues received through whistleblowing channels (cases)	0	0	0

The monitoring of compliance with other corporate governance policy and guidelines

The Company realizes the importance of good corporate governance by establishing a good corporate governance policy in accordance with the good corporate governance guidelines of the Securities and Exchange Commission (hereinafter referred to as "SEC") and the Stock Exchange of Thailand (hereinafter referred to as the "Stock Exchange") as a practice for directors, executives, and employees of the Company at all levels. This will help promote the operations of the Company to be systematic, orderly and with clear standards that can be examined, which will foster fairness and transparency, and create confidence among shareholders, investors, and other related persons. The Company will supervise and manage in accordance with the objectives and goals of the Company under the strategy, operating policy, and conducting business ethically and in accordance with the relevant laws. The Company shall implement effective monitoring, evaluation and reporting of performance. This includes respecting rights and being responsible for shareholders and stakeholders, taking into account the benefits of society and the environment, as well as adapting to the constant changes that have occurred in order to enable the Company to compete and conduct business in a sustainable manner. In 2024, the Company has followed up on the following issues to ensure compliance with good corporate governance.

1. Review the roles and duties between the Board of Directors, the sub-committees and the management to ensure consistency in the business operations of the organization and that the Company achieve its objectives.
2. Operations are supervised to ensure that the Company's operations and strategies are in line with the Company's objectives and main goals, as well as proper and safe application of innovation and technology, taking into account all stakeholders of the Company.
3. The board has appropriate balance of power.
4. Support training and education in order to continuously improve the performance of duties.
5. Ensure that information technology is used to increase business opportunities and improve operations.
6. Supervise the risk management system and internal controls to be in an appropriate manner, as well as to supervise the operations in accordance with the relevant laws and standards.
7. Disseminate important information in a correct, adequate and timely manner according to the specified criteria. All shareholders are provided with equal opportunities.

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		
	Meeting attendance (times)	/	Meeting attendance rights (times)
1 Mrs. LADAWAN CHAROEN-RAJAPARK (Chairman of the audit committee)	4	/	4
2 Mr. AMORNYOT PANICH (Member of the audit committee)	4	/	4
3 Ph.D PATIPAN SAE-LIM (Member of the audit committee)	4	/	4

The results of duty performance of the audit committee

In 2024, the results of the performance of the Audit Committee were as follows:

1. Review the quarterly financial statements and all financial statements of 2024 of the Company both in terms of the accuracy and the sufficiency of the information disclosed. The Audit Committee has had a meeting with the auditor without the presence of a director in order to be confident that the Company's financial reports have been prepared correctly and completely as appropriate in the essence of the report and that they are accountable according to the generally accepted accounting standards, including containing sufficient supporting information for the financial reports, prior to presenting to the Board of Directors for approval.
2. Make a consideration to ensure that there is an effective and efficient internal audit procedure by reviewing the annual internal audit plan and the internal audit report of the internal auditor, including monitoring the results and progress of any corrective actions (if any) with the management closely. In this regard, the independence of the internal audit unit has been considered with the approval of the appointment, transfer, and dismissal of the head of the internal audit unit.
3. Make a consideration regarding the audit results of the Company's operation to be in accordance with the Civil and Commercial Code, Public Limited Company Law, Laws on Securities and Exchange, Stock Exchange's requirements, and laws related to the Company's business.
4. Review the Company's risk management that has been assessed on both internal and external factors, management of risks, and monitoring the progress from related agencies to be confident that the Company is able to operate according to the set goals and to ensure that the Company can manage the risks to be at the acceptable level in a timely manner should any incidents occur that may affect the Company's operation in achieving its objectives.
5. Review and comment on entering into the connected transactions or transactions that may have a conflict of interests on a quarterly and annual basis.
6. Make a consideration regarding the selection and proposal for the appointment of the company's auditor by reviewing the tasks of the accounts auditor and the remuneration of the accounts auditor based on their knowledge of the business, experiences, suitability of the remuneration, and the independency of the auditor and propose to the Board of Directors for consideration on the appointment of the Company's auditor and compensation for the audit, to be further proposed for approval at the shareholders' general meeting.

In conclusion, the Audit Committee has performed their tasks completely as per the requirements on the Charter of the Audit Committee approved by the Board of Directors and sees that the Company has reported its financial information accurately and completely and has a proper operation with internal audit and risks management that are appropriate and effective. The Company complies with the law, regulations and various obligations, as well as having a correct practice regarding connected transactions. The Company's operation is in compliance with the good corporate governance system, which is sufficient and reliable, including having a consideration on the independence of the auditor to appoint and propose the remuneration of the auditing service.

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⁽⁵⁾

Meeting Executive Committee (times) : 12

List of Directors	Meeting attendance of Executive Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
1 Mr. APICHAI UEMSATHIENPORN (The chairman of the executive committee)	11	/	11
2 Ms. Kruakao Yerabut (Member of the executive committee)	12	/	12

List of Directors	Meeting attendance of Executive Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
3 Mr. Wipas Raiyawa (Member of the executive committee)	12	/	12
4 Ms. Ubolwan Piyachinda (Member of the executive committee)	12	/	12
5 Mr. Praphan Rangsiyopas (Member of the executive committee)	3	/	3

The results of duty performance of Executive Committee

In 2024, The Executive Committee consists of 4 Executive whereby the Executive Committee has performed the duty of supervising operations in accordance with the objectives and goals set by the Board of Directors. In the year 2024, the Executive Committee had a total of 12 meetings covering the following matters:

1. Consider setting up policies, strategies, and business plans, including management structure and authorization powers of the company for submission to the Board of Directors.
2. Consider the annual budget to propose to the Board of Directors and control the budget disbursement in accordance with the Board's approval.
3. To control, supervise, and monitor the Company's performance in accordance with the policies, goals, business plans, business strategies, and the specified budget and administrative powers as approved by the board of directors to be efficient and conducive to business conditions and report operations to the board of directors.
4. Consider and approve operations that are normal business transactions of the Company, with the amount for each transaction in accordance with the approval power schedule approved by the board of directors.
5. Consider the organizational structure that is suitable for the Company's operations for approval by the board of directors.

Remark: ⁽⁵⁾ 1. Mr. Prapan Rangsiyopas resigned from the Executive Committee and the Risk Management Committee on April 5, 2024.

Meeting attendance of Risk Management Committee⁽⁶⁾

Meeting Risk Management Committee (times) : 4

List of Directors	Meeting attendance of Risk Management Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
1 Mrs. LADAWAN CHAROEN-RAJAPARK (The chairman of the subcommittee)	4	/	4
2 Ph.D PATIPAN SAE-LIM (Member of the subcommittee)	4	/	4
3 Mr. PRUTTIPIANG TAYARACHKUL (Member of the subcommittee)	4	/	4
4 Ms. Kruakao Yerabut (Member of the subcommittee)	4	/	4
5 Mr. Wipas Raiyawa (Member of the subcommittee)	4	/	4
6 Ms. Ubolwan Piyachinda (Member of the subcommittee)	4	/	4

List of Directors	Meeting attendance of Risk Management Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
7 Mr. APICHAI UEMSATHIENPORN (Member of the subcommittee)	4	/	4

The results of duty performance of Risk Management Committee

In 2024, the Risk Management Committee consisted of 7 members, including 2 independent directors, 1 non-executive director, and 4 executive directors. The Risk Management Committee carried out its duties in accordance with the expected practices and principles of good corporate governance. In 2024, the Risk Management Committee held a total of 4 meetings, covering the following matters.

1. Follow up on the risk management results of 2024 in every quarter and has provided recommendations to the risk management working group in order to improve the Company's risk management of the Company to be appropriate and efficient. Furthermore, the Committee has reviewed the risk management practices to ensure consistency with the risk management policy to present to the audit committee for their acknowledgement.
2. Assess the performance of risk management to ensure consistency with the set policies to achieve efficiency and effectiveness.
3. Improve risk management practices to ensure that there is sufficient and appropriate implementation of risk management with the ability to manage the risk to be at the accepted level and that risk management is being practiced on a regular basis.

Remark: ⁽⁶⁾ 1. Mr. Prapan Rangsiyaphat resigned from the Executive Committee and the Risk Management Committee on April 5, 2024.

Meeting attendance of Nomination and Remuneration Committee

Meeting Nomination and Remuneration : 4
Committee (times)

List of Directors	Meeting attendance of Nomination and Remuneration Committee		
	Meeting attendance (times)	/	Meeting attendance right (times)
1 Mr. AMORNYOT PANICH (The chairman of the subcommittee)	4	/	4
2 Mr. SURA KHANITTAWEKUL (Member of the subcommittee)	4	/	4
3 Ms. SUTIDA MONGKOLSUTHREE (Member of the subcommittee)	4	/	4

The results of duty performance of Nomination and Remuneration Committee

In 2024, The nomination and remuneration committee comprises 3 directors of which the chair is an independent director and 2 non-executive directors. The nomination and remuneration committee has performed their duties as assigned by the board of directors with prudence, transparency, and fairness, taking into account the best interest of the stakeholders.

In 2024, the nomination and remuneration committee held a total of 4 meetings covering issues as follows:

1. Considered the appointment of directors to replace the ones who have completed their terms by considering persons with appropriate qualifications in line with the specified qualifications criteria to propose to the board of directors for their consideration and approval to propose the suitable candidate to the shareholders general meeting to be appointed as directors.
2. Considered the appointment of directors to replace the directors who have resigned. The nomination and remuneration committee has been thorough in the consideration of persons with knowledge, abilities, and suitable qualifications to

propose to the board of directors to consider and appoint as a director.

3. Considered and determine the remuneration rate for the board of directors and the sub-committees of the year 2024 by reviewing the ensure that the remuneration is in line with their burden, responsibilities, and work performance to propose to the board of directors and the shareholders general meeting of 2024.
4. Considered to define the KPI to measure the performance results of the chief executive officer and proposed to the board of directors for approval.
5. Consider and evaluate the 2024 performance of the chief executive officer and present to the Board of Directors for approval.
6. Considered to set the criteria for the 2024 bonus and salary payment for the board of directors' approval.
7. Review the completeness of the Nomination and Remuneration Committee Charter to be in compliance with the corporate governance policy.
8. Consider appointing an Acting Chief Executive Officer to replace the resigned person.

In addition, in 2024, the Board of Directors has provided an opportunity for shareholders to nominate persons they deem appropriate to be elected as directors, which appears that no shareholders nominate persons to enter the nomination process at the annual general meeting of 2025.

Corporate Sustainability Policy

Information on policy and goals of sustainable management

Sustainability Policy

Sustainability Policy : Yes

The company has established a corporate governance policy in accordance with good corporate governance principles. This serves as a framework for directors, executives, and employees at all levels, promoting systematic operations with clear and auditable standards. This approach enhances fairness and transparency, fostering confidence among shareholders, investors, and stakeholders. The company is committed to overseeing and managing its operations to align with its objectives and goals, adhering to strategies, policies, and ethical business practices in compliance with applicable laws. It ensures effective monitoring, evaluation, and reporting of performance while respecting the rights and responsibilities of shareholders and stakeholders. The company also prioritizes social and environmental benefits and adapts to ongoing changes to remain competitive and sustainable in its business operations.

Sustainability management goals

Does the company set sustainability management goals : Yes

1. Sustainable Value Chain Management The company prioritizes the maximum benefit of all stakeholders by adhering to corporate governance policies and anti-corruption measures. It has established an effective and transparent corporate governance structure that can be audited. Additionally, it promotes understanding and communicates these principles to employees, focusing on corporate governance and sustainability development.
2. Environmental Impact Reduction The company seeks to manage environmental issues in compliance with legal and regulatory standards. It continually improves, develops, and explores new measures and methods to prevent, control, and mitigate impacts on communities and the environment.
3. Sustainable Development of Human Resources The company places great importance on human resource development by fostering and promoting a learning culture within the organization. It also recognizes its responsibility to the community and society.

United Nations SDGs that align with the organization's sustainability management goals	: Goal 4 Quality Education, Goal 5 Gender Equality, Goal 8 Decent Work and Economic Growth, Goal 11 Sustainable Cities and Communities, Goal 13 Climate Action, Goal 15 Life on Land, Goal 16 Peace, Justice and Strong Institutions, Goal 17 Partnerships for the Goals
--	--

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 : Yes

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

Sustainability Practices: 7 Key Principles

1. Promoting Environmental Responsibility The company is committed to fostering awareness and cultivating a culture of environmental protection, climate change management, and minimizing environmental impacts through the following actions:
 - Encouraging a corporate culture where all employees are aware and actively involved in finding methods to reduce resource and energy consumption, as well as minimizing waste and greenhouse gas emissions, to prevent, control, and reduce environmental, community, and societal impacts to the minimum.
 - Continuously implementing projects or maintaining processes aimed at reducing environmental impacts resulting from the company's operations.
 - Promoting environmental sustainability within the supply chain by selecting partners, contractors, and business allies based on their environmental management capabilities and alignment with the company's environmental policies.
2. Fostering Awareness and Developing Human Resources The company promotes ethics, integrity, and social and environmental responsibility as part of its corporate culture. It manages risks and maintains accountability toward society and the environment by:

- Communicating and supporting training to raise awareness, providing knowledge, and enhancing employee well-being.
 - Creating a work environment that fosters happiness and improves work efficiency while developing employees' potential to meet organizational goals.
3. **Respecting Human Rights and Labor Practices** The company treats employees and contractors with equality, offering equal opportunities, assigning tasks based on capability, and providing fair compensation. The company respects and honors the rights and dignity of its employees and partners by:
- Ensuring equal treatment, protecting safety and security of employees, contractors, and the company's assets without compromising others' rights and safety.
 - Safeguarding personal data with strict adherence to data protection laws, ensuring confidentiality and proper use of personal information.
4. **Ensuring Safety, Occupational Health, and Work Environment** The company places high importance on managing safety, occupational health, and work conditions for employees by:
- Setting rules, operational procedures, and standards to ensure safety, prevent work-related illnesses, and minimize environmental impacts in operational areas.
 - Providing proper healthcare for employees and maintaining a safe and healthy work environment.
5. **Good Corporate Governance** The company operates transparently, fairly, and responsibly toward all stakeholders, adhering to laws, regulations, policies, and company guidelines. This includes maintaining good governance, risk management, business continuity, accounting policies, and anti-corruption measures.
6. **Sustainable Economic Growth** The company emphasizes the importance of all stakeholders and promotes sustainable development by encouraging and supporting business partners, suppliers, and stakeholders throughout the value chain to operate in alignment with sustainable development principles.
7. **Anti-Corruption Practices** The company recognizes the importance of combating bribery and corruption, with a strong commitment to eliminating any form of bribery and corruption. It has joined the Thai Private Sector Collective Action Against Corruption initiative and established clear anti-corruption policies and practices.

Information on impacts on stakeholder management in business value chain

Business value chain

Business Value Chain Management

The company emphasizes efficient management of its business value chain, paying attention to every step to respect and address the interests of all stakeholders. This process begins with securing funding from financial institutions and investors, selecting partners with high standards of customer service, and managing the loan application process. The company collects customer information and documentation for analysis and loan Approval the payment due date approaches, the company sends reminders to customers to facilitate timely payments. Once payments are fully settled, the company transfers ownership to the customer. Additionally, the company integrates technology into its operations to develop new innovations, ensuring convenience, speed, and efficiency in its services. This approach also aims to expand the concept of value chain management to enhance sustainability in business operations.

Value Chain

The Comprises primary and supporting activities that create value for products and services. The company prioritizes managing impacts on stakeholders at each stage of the value chain, as follows:

• Customers:

The company treats customers equitably and fairly, providing appropriate advice and maintaining strict confidentiality of customer information.

• Partners/Allies:

The company ensures accurate and timely information is shared with partners, adheres to agreements and fair payment terms, and promotes the development of partners' capabilities and service quality.

• Employees:

The company offers fair and appropriate compensation, benefits, and welfare, while fostering job security and opportunities for career advancement. It also supports training and professional development programs to enhance employees' skills and knowledge.

• Shareholders/Investors:

The company upholds good corporate governance, ensuring stability and continuous growth. It manages risks effectively, discloses accurate and timely information, and allows shareholders to voice opinions or file complaints directly. Dividends are distributed appropriately, with well-structured business strategies and robust governance in place.

• Competitors:

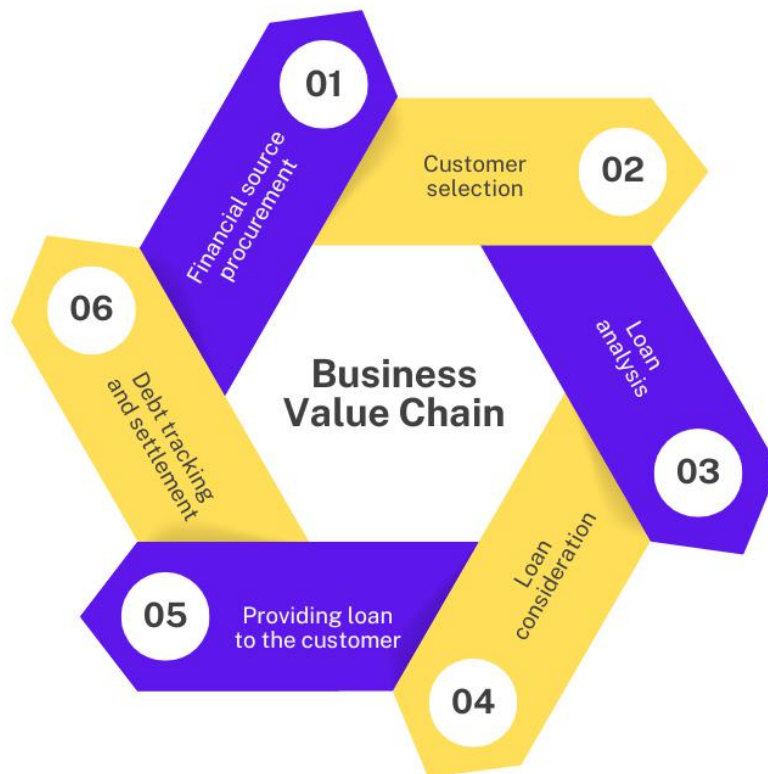
The company operates with fairness and transparency, exchanging information and collaborating through trade associations to promote collective business development.

• **Community and Society:**

The company supports community activities without causing negative impacts on communities or the environment. It operates transparently, adheres to human rights principles, and actively opposes corruption.

These practices reflect the company's commitment to conducting business responsibly and sustainably while addressing the needs and interests of all stakeholders.

Business value chain diagram



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
<u>Internal stakeholders</u>			
<ul style="list-style-type: none"> • Employees 	<ul style="list-style-type: none"> - Provide adequate and appropriate compensation, benefits, and welfare. - Ensure job security. - Promote equality and opportunities for career advancement. - Develop training plans to enhance knowledge and skills. 	<ul style="list-style-type: none"> - Establish appropriate compensation, benefits, and welfare. - Conduct an annual employee engagement survey to assess their commitment to the organization. - Comply with the human resources management and development policies. - Pay attention to and ensure the health and safety of employees in the workplace. - Plan training programs that are suitable for roles and positions. - Plan for succession management. - Manage complaints according to established procedures. - Communicate through the company's Line Open Chat. 	<ul style="list-style-type: none"> • Online Communication • Internal Meeting • Complaint Reception • Employee Engagement Survey • Satisfaction Survey • Training / Seminar

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
External stakeholders			
<ul style="list-style-type: none"> Customers 	<ul style="list-style-type: none"> Treat customers equally. Provide appropriate recommendations and services. Maintain the confidentiality of customer information. 	<ul style="list-style-type: none"> Govern with transparency, fairness, and accountability. Implement an anti-corruption policy and promote ethical practices. Uphold ethical standards in maintaining customer information. Treat all customers equally. Ensure customers receive comprehensive advice and appropriate services. 	<ul style="list-style-type: none"> Online Communication Complaint Reception Satisfaction Survey Others <ul style="list-style-type: none"> Customer Service, E-mail: Cs@nextcapital.co.th Company website: www.nextcapital.co.th
<ul style="list-style-type: none"> Business partners 	<ul style="list-style-type: none"> Receive accurate and timely information. Adhere to agreements and ensure fair payment terms. Conduct business with honesty and fairness. Provide opportunities for skill development and enhance service capabilities. 	<ul style="list-style-type: none"> Establish clear and non-discriminatory policies and conditions. Implement an anti-corruption policy and promote ethical practices. Develop partnerships by providing knowledge and understanding, such as tax education and adopting technology for more efficient operations. Improve procurement policies to prioritize the purchase of environmentally friendly products. 	<ul style="list-style-type: none"> Online Communication Complaint Reception Others <ul style="list-style-type: none"> Vendor Registration Customer Service, E-mail: Cs@nextcapital.co.th Company website: www.nextcapital.co.th Relevant Department

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
External stakeholders			
<ul style="list-style-type: none"> Investors or investment institutions Shareholders 	<ul style="list-style-type: none"> Good corporate governance. Maintain stable and continuous growth, providing favorable returns. Implement effective risk management practices. Ensure transparent and accessible governance information and disclosures, with accountability. Disclose accurate and timely company information and performance updates. 	<ul style="list-style-type: none"> Govern with transparency, fairness, and accountability, providing shareholders the opportunity to share opinions and submit complaints directly to the company. Pay dividends appropriately. Disclose information accurately in compliance with listed company disclosure practices. Develop strategic business plans. Manage risks prudently. Establish a governance structure aligned with corporate governance principles. 	<ul style="list-style-type: none"> Online Communication Annual General Meeting (AGM) Complaint Reception Others <ul style="list-style-type: none"> Annual Report Disclosure of Information through the Stock Exchange of Thailand (SET) Opportunity Day Investor Relations (IR) Company website: www.nextcapital.co.th
<ul style="list-style-type: none"> Competitors 	<ul style="list-style-type: none"> Compete in the market fairly and transparently. Exchange information effectively. 	<ul style="list-style-type: none"> Adhere to ethical principles for fair and transparent business operations. Participate in trade associations to foster collaborative business development. 	<ul style="list-style-type: none"> Online Communication External Meeting Others <ul style="list-style-type: none"> Join the Thai Hire Purchase Business Association Join the Thai Motorcycle Hire Purchase Business Association
<ul style="list-style-type: none"> Community Society 	<ul style="list-style-type: none"> Support various community activities. Avoid causing negative impacts on the community and the environment. Operate with transparency. Uphold human rights principles and implement anti-corruption measures. 	<ul style="list-style-type: none"> Support or participate in activities that contribute to social and community development on a regular basis. Comply with corporate social and environmental responsibility policies. Govern with transparency, fairness, and accountability. Implement anti-corruption policies and promote ethical practices. 	<ul style="list-style-type: none"> Social Event Online Communication

Information on organization's material sustainability topics

Organization's material sustainability topics

The company has identified its sustainability materiality topics : No

Information on sustainability report

Corporate sustainability report

Corporate sustainability report : Doesn't Have data

Sustainability risk management

Information on risk management policy and plan

Risk management policy and plan

The Company adheres to organizational risk management for the achievement of its business operations according to the goals or objectives and good corporate governance towards the stable and sustainable growth. The Company has therefore established a risk management policy as a guideline and framework for the operations of all business units. The roles, duties, and responsibilities in risk management have been clearly specified for relevant individuals, including the Board of Directors, the Audit Committee, the Risk Management Committee, senior executives, risk management working group, persons responsible for risk management of each unit, internal auditor, and all employees. Besides, the procedures of the risk management system have been stipulated for the Company's business operations towards the achievement of its objectives and risk control management up to an acceptable level, in line with assigning relevant persons and staffs for the regular communication on potential risks and the provision of risk management reports to the Risk Management Committee.

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 Risk of not achieving the target net profit.

Related risk factors : Strategic Risk

- Volatility in the industry in which the company operates
- Competition risk
- Economic risk

ESG risk factors : No

Risk characteristics

The risks mentioned are direct risks to the business, arising from both internal and external factors, such as:

- Fluctuations in the industry in which the business operates
- Competition / Increase in competitors / Ease of entry for new competitors into the market
- Economic uncertainty that impacts the quality of the loan portfolio

Risk-related consequences

The company's performance did not meet the targets, which affected investor confidence. To mitigate this risk, the company has established key performance indicators (KPIs) and continuously monitors and evaluates performance to make timely adjustments to its operational strategy.

Risk 2 Liquidity risk

Related risk factors : Financial Risk

- Liquidity risk

ESG risk factors : No

Risk characteristics

As the primary source of funding for the company's operations comes from loans from financial institutions, the company must comply with the conditions set by these financial institutions, such as maintaining the debt-to-equity ratio, debt repayment capacity, and the ratio of receivables to interest-bearing liabilities, among others. If the company fails to meet the specified conditions, the financial institution may demand the repayment of the loan or refuse to renew the loan agreement.

Risk-related consequences

This may result in the company experiencing liquidity issues, higher financial costs, and a negative impact on its operational performance. However, the company has a strategy to mitigate this risk by engaging with multiple financial institutions, reducing reliance on loans from a few lenders. The company has maintained a strong track record of loan repayments and has consistently met the terms of loan agreements. As a result, the company is confident that it will continue to receive support and have loan agreements renewed, as well as secure additional funding sources at appropriate financial costs

Risk 3 Risk of a shortage of personnel with specialized expertise.

Related risk factors : Operational Risk
• Shortage or reliance on skilled workers
ESG risk factors : Yes

Risk characteristics

The business of providing hire purchase loans is complex and involves several factors, which require personnel with specialized knowledge and experience to ensure effective operations and achieve the company's goals.

Risk-related consequences

The shortage of personnel with specialized expertise can impact the company in several ways, such as decreased operational efficiency due to the lack of specialists, leading to delays and increased reliance on less skilled staff. The company has always placed a high priority on continuous personnel development to retain employees and grow alongside the company. It offers competitive compensation and benefits, as well as ensures that staff can work in a way that allows for role replacement, minimizing the impact of employee turnover on business operations.

Risk 4 Risk of non-compliance with regulations or laws relevant to business operations.

Related risk factors : Compliance Risk
• Change in laws and regulations
• Violations of laws and regulations
• Legal risk
ESG risk factors : Yes

Risk characteristics

The company provides loan services and is therefore obligated to comply with the laws and regulations set by regulatory authorities, such as the Bank of Thailand, the Consumer Protection Board, the Anti-Money Laundering Office, the Credit Information Protection Committee, the Securities and Exchange Commission, among others, as well as any other laws related to its business operations.

Risk-related consequences

Failure to comply with legal requirements or regulations may significantly impact the company's operations and reputation. It could also result in penalties, lawsuits from regulatory authorities, and the revocation of the company's business license. To mitigate legal risks and ensure compliance with regulations, the company has established a corporate governance department to continuously monitor and update regulatory requirements. Additionally, the company promotes awareness and understanding among employees to ensure compliance with policies, laws, and regulations in a proper and rigorous manner, and has implemented appropriate auditing processes.

Risk 5 Risk from discontinuity of important transactions

Related risk factors : Operational Risk
• System disruption risk
ESG risk factors : No

Risk characteristics

The company relies on Information Technology (IT) systems for crucial operations such as loan management, payment systems, sales and service operations, as well as customer data management. Disruptions or system failures could occur due to various factors, such as hardware failure, outdated software, cyberattacks, or issues related to IT infrastructure management.

Risk-related consequences

IT system disruptions or downtime can result in interruptions to critical business transactions, leading to revenue loss, additional costs for system repairs and upgrades, and delayed customer service. This could impact the company's reputation, customer and dealer confidence, potentially causing a loss of customers in the long run, putting the company at a competitive disadvantage, and even leading to legal or regulatory non-compliance, which could result in lawsuits or

legal [fines.To](#) prepare for such situations, the company closely monitors and analyzes potential risks, establishing a Business Continuity Plan (BCP) and a Disaster Recovery Plan (DRP) for IT. These plans are designed to handle crises, minimize impacts, and restore IT systems to normal operation within a set timeframe. The company conducts annual testing of both the BCP and DRP to ensure their effectiveness.

Risk 6 Revenue risk.

Related risk factors : Strategic Risk

- Volatility in the industry in which the company operates
- Reliance on large partners / distributors or few partners / distributors
- Competition risk
- Economic risk

ESG risk factors : Yes

Risk characteristics

The presence of multiple players in the motorcycle hire purchase and motorcycle title loan markets presents a significant challenge, resulting in intense competition within the industry. This affects market expansion, differentiation from competitors, the quality of customer service, and price competition. To maintain the ability to grow market share and thrive in the industry, the company needs to continuously innovate its offerings, enhance customer experience, and develop strategies that set it apart from competitors.

Risk-related consequences

This could result in the company's loan disbursement and interest income not meeting the set targets. To ensure that partners choose to do business primarily with the company, it focuses not only on offering competitive compensation rates but also on maintaining strong and positive relationships with its partners (dealers). This approach helps foster long-term cooperation and mutual growth, strengthening the company's position in the market.

Risk 7 Risk of information technology threats. (Cyber Attack)

Related risk factors : Operational Risk

- Information security and cyber-attack
- System disruption risk

Compliance Risk

- Legal risk

ESG risk factors : Yes

Risk characteristics

Cyberattacks target an organization's IT systems or critical data, such as malware attacks, ransomware, phishing, hacking, or unauthorized system breaches. These attacks may be carried out by hackers with financial motives, digital sabotage intentions, or internal threats from individuals within the organization who breach security. These incidents can lead to significant financial loss, data breaches, and damage to the company's reputation. Therefore, robust cybersecurity measures and preventive strategies are essential to mitigate these risks.

Risk-related consequences

Cyberattacks can lead to data breaches, damage to computer systems, or disruption of critical operations, impacting the organization in various ways:

- Operational Impact: Disruptions to systems essential for conducting important transactions, delays in providing services to customers and partners.
- Data and Security Impact: Breach or loss of crucial data, such as customer information, partner data, or financial details, along with the risk of compromising personal data security (Data Privacy).
- Reputation and Credibility Impact: Damage to the organization's image and the trust of customers, partners, and stakeholders, resulting in a loss of confidence in the company.
- Financial Impact: Costs associated with system recovery and addressing issues caused by the attack, along with potential fines or damages related to data breaches.
- Legal and Compliance Impact: Violation of data security laws and regulations (e.g., PDPA, GDPR), leading to potential lawsuits or fines from regulatory authorities. These consequences highlight the importance of strong cybersecurity measures to safeguard the organization's operations, reputation, and legal compliance.

The company has established policies and procedures for information security, which outline the management and monitoring of IT security indicators to ensure continuous and appropriate oversight. Additionally, the company has made investments to enhance its ability to prevent, detect, and respond to cyberattacks, strengthening its preparedness and

capacity to safeguard against potential threats. This proactive approach helps ensure that the organization's systems and data remain secure and resilient to evolving cyber risks.

Information on business continuity plan (BCP)

Business Continuity Plan (BCP)

Business Continuity Plan (BCP) : Yes

The Business Continuity Plan (BCP) and Disaster Recovery Plan (DRP) of the company have been established to enable the company to respond to crisis situations or various incidents such as floods, fires, protests, riots, disease outbreaks, or cyber attacks that may cause the company to suspend operations or be unable to provide continuous service.

This plan covers the company's critical systems including MS Navision System, HP System, E-Mail System, HRIS System, Telephone System, Scoring System, Synergy System, Mobile for Checker System, and Credit Decision System. It addresses impacts across various areas including facilities/primary workplace, critical equipment and materials, information technology and critical data, key personnel, and vendors/service providers.

The company has established a Business Continuity Management Team consisting of senior executives and department heads with clearly defined responsibilities, roles, and duties. The plan includes an emergency notification process (Call Tree) for communication and coordination during crisis situations.

The company has prepared a Disaster Recovery Site (DR Site) with the Main Site located at NTT Communications and the DR Site hosted on True Internet Data Center's Cloud, enabling rapid recovery of systems during emergencies. The BCP/DRP is tested at least once a year, and the plan is regularly reviewed and updated to align with organizational changes and the evolving business environment.

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 policy and : Yes
guidelines

Information on sustainable supply chain management plan

Sustainable supply chain management plan

Information on new suppliers undergoing sustainability screening criteria

New suppliers undergoing sustainability screening criteria

Information on supplier code of conduct

Supplier code of conduct

Information on key suppliers acknowledging compliance with the supplier code of conduct

Key suppliers acknowledging 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

Information on organization's 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 prioritizes the development and promotion of an innovation culture within the organization, with systematic and continuous processes to create an environment conducive to creativity and the development of new products or services as follows:

1. Establishing Innovation Policy and Vision

The company has established a clear innovation policy focusing on creating an organizational culture that promotes creativity and innovation development through instilling "NEXT values" that encourage employees to think boldly, embrace change, and create new things. Senior executives play a crucial role in regularly communicating the innovation vision and policy to employees at all levels through meetings and various organizational activities.

2. Supporting Innovation

The company has established a "Product Working Group" consisting of representatives from various departments to collectively propose system improvements, following standard procedures and monitoring implementation results.

3. Developing Employee Potential and Creating Engagement

The company emphasizes enhancing employees' innovation capabilities by providing opportunities for them to participate in proposing innovative ideas or projects for consideration and development support. The company has a system for listening to and screening ideas from employees at all levels, ensuring everyone has the opportunity to present ideas that can evolve into innovations.

4. Integrating Innovation into Work Processes

The company has applied Design Thinking and Agile processes in product and service development to respond to customer needs quickly and efficiently. The company establishes learning cycles from mistakes and successes through regular Knowledge Sharing 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 from : No
innovation development?

Non-financial benefits

Does the company measure the non-financial benefits from : No
innovation development?

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.