

**Corporate Governance Policy**  
**of**  
**Salee Company Colour Public Company Limited**

**Corporate Governance**

It is a system that establishes a structured framework for the relationships among the Board of Directors, management, and shareholders. It aims to enhance the company's competitiveness, support sustainable growth, and increase long-term shareholder value, while also taking into consideration the interests of other stakeholders. together with.

**Objective**

To ensure that the Company maintains an efficient, transparent, and auditable management system—one that fosters trust among shareholders, investors, stakeholders, and all relevant parties, the Company has established a corporate governance policy. This policy is intended to enhance corporate value, promote sustainable growth, and maximize shareholder benefits. It outlines key principles across various areas of governance and management, including:

**Chapter 1: Shareholders' Rights**

The Company recognizes the importance of shareholder rights and encourages their active participation. Shareholders are entitled to receive timely and sufficient information, attend and vote at meetings—either in person or by proxy—and express opinions or raise questions. Rights include receiving dividends, electing and removing directors, approving auditor appointments, and voting on matters affecting the Company, including amendments to the Articles and Memorandum of Association. Shareholders may also propose agenda items and nominate director candidates prior to the Annual General Meeting.

1. The Company is committed to providing shareholders with sufficient and timely information regarding the date, time, venue, agenda, and relevant details of matters to be considered at shareholders' meetings. A formal notice of the meeting, along with supporting documents related to the agenda items, will be sent to shareholders at least 14 days prior to the meeting date. Additionally, the Company will publish the meeting notice in a newspaper no less than 3 days before the meeting and make all relevant information available on the Company's website. This ensures that shareholders have adequate time to review and prepare for the meeting.

2. The Company shall provide shareholders with a proxy form along with the meeting notice to facilitate voting in cases where attendance is not possible.
3. Shareholders may submit comments and questions prior to the meeting date.
4. Shareholders are encouraged to express opinions and ask questions during the meeting.
5. At least half of the Board of Directors and one Audit Committee member shall attend the meeting to address shareholder inquiries.
6. The Chairman shall explain voting procedures, including restrictions on voting by interested shareholders and the right to object to votes on each agenda item.
7. Meeting minutes shall be prepared with accuracy and clarity, including shareholder questions and the Board's responses.
8. The minutes shall be published via the Stock Exchange's electronic media and the Company's website for shareholder review without delay.

The Company has established a dividend policy to pay shareholders no less than 30% of net profit after tax and legal reserves. Dividend payments are subject to the Company's performance, financial position, investment plans, business expansion, and other relevant factors.

Each dividend payment is at the discretion of the Board of Directors and must be approved by the shareholders' meeting, except for interim dividends, which may be approved by the Board and subsequently reported to the next shareholders' meeting.

This policy may be revised as appropriate, with consideration given to the best interests of shareholders and the Company's long-term sustainable growth.

## **Section 2: Equal Treatment of Shareholders**

The Company has a policy to create equality for all shareholder groups, including executive shareholders and non-executive shareholders, as well as minority shareholders and foreign shareholders, as follows:

1. Disseminate information about the shareholder meeting to all shareholders equally and do not add unnecessary agenda items that are not notified in advance.
2. Allowing shareholders who are unable to attend the meeting in person to appoint another person as a proxy to attend the meeting on their behalf, with the proxy's voting direction determined.

3. Shareholders are encouraged to express opinions and submit questions both prior to and during the shareholders' meeting.
4. Shareholders have the right to appoint directors individually.
5. Shareholders who are directors or executives must disclose any personal or related party interests and are not permitted to vote on matters in which they have such interests.
6. The Board of Directors and executives are required to report changes in securities holdings to the Securities and Exchange Commission in accordance with Section 59 of the Securities and Exchange Act B.E. 2535.
7. Directors, executives, and employees with access to inside information are prohibited from disclosing such information to unauthorized persons and from trading the Company's securities during the one-month period prior to the public release of financial statements.

### **Chapter 3: Role of Stakeholders**

The Company is committed to fostering cooperation with all stakeholder groups, including shareholders and financial supporters, customers, business partners, employees at all levels, and local communities. This collaboration aims to enhance operational efficiency and promote long-term business sustainability. In addition to upholding stakeholder rights as prescribed by law, the Company ensures fair and equitable treatment of all stakeholders through the following policies:

1. Employees : The Company treats all employees equally and provides appropriate compensation, as well as creating a quality work environment.
2. Partners : The Company treats its partners fairly and in accordance with the trade terms and conditions as agreed upon in the contracts. It has a policy of continuously building and developing relationships with partners.
3. Customers : The Company is responsible for its customers by maintaining the quality and standards of its products and services, as well as responding to customer needs as completely and comprehensively as possible in order to focus on creating long-term customer satisfaction.
4. Competitors : The Company conducts business within a fair competition framework and develops markets for mutual benefit within the industry.
5. Creditors : The Company complies with the terms and conditions of the contract, including providing information as requested by creditors.
6. Community and Society : The Company is responsible for ensuring that its operations do not impact the environment of the community and society, including compliance with relevant laws and

regulations, as well as continuously supporting social activities that benefit the community and the environment

#### Section 4: Disclosure and Transparency

The Board of Directors is committed to disclosing material information—both financial and non-financial—in an accurate, complete, timely, and accessible manner. In addition to disclosures required by the Stock Exchange of Thailand and the Securities and Exchange Commission through designated channels, the Company also publishes significant information that may influence shareholder voting decisions or affect the Company’s share price. Such information is made available through the Stock Exchange’s disclosure system, the Company’s website, and other public media channels to ensure shareholders, and the general public can access it easily.

#### Chapter 5: Responsibilities of the Board

Board structure And the subcommittees are detailed as follows:

group	quantity	details
1. Company directors	9 people	<a href="https://color-th.listedcompany.com/misc/cg/20250813-color-bod-charter-th.pdf">https://color-th.listedcompany.com/misc/cg/20250813-color-bod-charter-th.pdf</a>
2. Audit Committee	3 people	<a href="https://color-th.listedcompany.com/misc/cg/20250813-color-charters-audit-th.pdf">https://color-th.listedcompany.com/misc/cg/20250813-color-charters-audit-th.pdf</a>
3. Recruitment and Remuneration Committee	3 people	<a href="https://color-th.listedcompany.com/misc/cg/20250813-color-charters-nominating-th.pdf">https://color-th.listedcompany.com/misc/cg/20250813-color-charters-nominating-th.pdf</a>
4. Corporate Governance Committee	3 people	<a href="https://color-th.listedcompany.com/misc/cg/20250813-color-corporate-governance-committee-charter-th.pdf">https://color-th.listedcompany.com/misc/cg/20250813-color-corporate-governance-committee-charter-th.pdf</a>
5. Executive Board	6 people	<a href="https://color-th.listedcompany.com/misc/cg/20250813-color-executive-board-charter-th.pdf">https://color-th.listedcompany.com/misc/cg/20250813-color-executive-board-charter-th.pdf</a>
6. Risk Management and Sustainability Development Committee	6 people	<a href="https://color-th.listedcompany.com/misc/cg/20250813-color-risk-management-and-sustain-charter-th.pdf">https://color-th.listedcompany.com/misc/cg/20250813-color-risk-management-and-sustain-charter-th.pdf</a>

1. Board self-assessment

The Company will conduct an evaluation of the performance of the Board of Directors and senior executives at least once a year to consider improvements. Criteria will be established for comparing performance results ( KPIs) .

2. Directors and executives' remuneration

The remuneration of directors is meeting allowances, which must be at an average level compared to the same industry, taking into account the adequacy of duties and responsibilities that directors are responsible for. Executives will receive compensation in the form of salaries and annual bonuses. Considering the Company's performance as the main factor, the combined annual compensation of the Board of Directors and executives must not be abnormally high when compared to the average compensation of companies listed on the Stock Exchange of Thailand. The best interests of shareholders will be the primary consideration.

3. Board and Executive Development

The Company has a policy to promote and facilitate training and knowledge provision for directors and senior executives both within and outside the Company to enable continuous improvement of operations.

4. Review

The Corporate Governance Policy shall be reviewed annually.

This policy has been approved by the resolution of the Board of Directors Meeting No. 1/2025 , held on February 24, 2025. and effective from 25 February 2025 onwards



(General Somthat Attanant)

Chairman of the Board of Directors