Annual Registration Statement / Annual Report 2025

Form 56-1 One Report

(e-One Report)

AIRA FACTORING PUBLIC COMPANY LIMITED

Fiscal Year End 31 December 2025

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Part 1 Business Operations and Performance

1. Organizational structure and operation of the group of companies

1.1 Policy and business overview

AIRA Factoring Public Company Limited conducts its business under the principles of good corporate governance. The Board of Directors is responsible for establishing the Company's vision, objectives, goals, and strategic direction to ensure that business operations are conducted with stability, transparency, and sustainability, while remaining aligned with the prevailing economic environment, business risks, and the expectations of all stakeholder groups.

The Board of Directors places significant importance on strengthening the Company's competitiveness while conducting business with integrity, ethical standards, and responsibility toward society and the environment. The Company also emphasizes adaptability in response to changing circumstances by integrating corporate governance principles, risk management, and ESG considerations into strategic planning and business decision-making across all levels of the organization.

1.1.1 Overview of the vision, objectives, goals and business strategies

Message from the chairman

Dear Valued Shareholders,

The year 2025 marked a period in which the Thai economy continued to recover gradually, while facing challenges arising from volatility in the global economy and domestic factors, including persistently high household debt and fluctuating financial costs. These conditions have led SMEs to encounter liquidity constraints and increasingly intense competition. Nevertheless, despite these challenging circumstances, AIRA Factoring Public Company Limited has continued to operate with stability through prudent management and rigorous risk management, while consistently adapting toward becoming a digitally driven non-bank financial institution. The Company has advanced the development of E-Factoring, Online Factoring, and Digital Supply Chain Financing connectivity, enhancing access to financing that is transparent, efficient, and aligned with the evolving needs of modern businesses.

The Company has also further expanded its ESG Finance and Green Finance initiatives by establishing lending criteria that take into account environmental considerations and efficient resource utilization. At the same time, the Company continues to support liquidity for entrepreneurs across key national value chainsincluding manufacturing, services, and agro-processing sectorsthrough various factoring and supply chain finance products. These efforts are carried out alongside the enhancement of Good Corporate Governance standards and Enterprise Risk Management practices, ensuring that the Company's growth remains stable, transparent, and accountable. In addition, the Company places strong emphasis on human capital development, promoting knowledge in digital capabilities and ESG practices, as well as supporting social initiatives and educational community programs aimed at improving the overall quality of life of stakeholders.

Although 2026 is expected to remain a year of uncertainty, the Board of Directors is confident that, with the Company's expertise in factoring and SME financing, combined with ongoing digital transformation and a clearly defined ESG Finance framework, the Company will continue to create new business opportunities while maintaining credit quality and delivering sustainable returns to shareholders.

On behalf of the Board of Directors, I would like to express our sincere appreciation to our shareholders, customers, business partners, financial institutions, regulatory authorities, as well as our management team and employees for your continued trust and support. The Company remains committed to conducting its business under the principles of good corporate governance and ESG, with the aim of creating shared value for all stakeholders.

Mr. Sorasit Soontornkes
Chairman of the Board of Directors
AIRA Factoring Public Company Limited

Vision

It is a leading non-bank financial institution that provides financial services to meet the needs of customers.

Objectives

Mission: Apply technology, develop innovations, and/or comprehensive financial services for customers under efficient business operations for sustainability that considers the environment, society, and good corporate governance according to the set goals.

Main objective in conducting business: Connecting values, building business partnerships, supporting easy financial accessibility with comprehensive financial innovations
for sustainable growth together.

Goals

The Company's key strategic objectives are as follows:

1) Achieving stable and sustainable business growth

- Expand the loan and factoring portfolio with quality growth in line with the Company's established risk appetite framework.
- Maintain the quality of the credit portfolio through systematic credit risk management.
- Preserve financial stability and liquidity to support long-term business growth.

2) Becoming a leader in accessible, transparent, and modern financial services

- Develop financial products that are suitable for businesses of all sizes, particularly small and medium-sized enterprises (SMEs).
- Enhance customer experience through the development and expansion of digital platforms, including the e-Factoring and Online Factoring systems.

3) Advancing technology and digital infrastructure

- Utilize technology to improve operational efficiency, enhance transparency, and reduce operating costs.
- Strengthen data management, analytics capabilities, and cybersecurity systems to support sustainable business expansion.

4) Diversifying revenue sources

- Increase the proportion of revenue from non-factoring credit products, in addition to factoring services, through new financial products such as Exclusive Promissory Notes (PN) and long-term loans for entrepreneurs to improve production processes or enhance energy efficiency.
- Develop fee-based income through advisory services and strategic business partnerships.

5) Integrating ESG considerations into operations and supporting sustainable entrepreneurship

- Develop and expand environmentally friendly financing products, including Green Loans.
- Promote environmental, social, and governance considerations within the credit assessment process.
- Create shared value with stakeholders across the Company's value chain.

6) Strengthening human capital and corporate governance

- Enhance employee capabilities in key areas including credit management, technology, and ESG.
- Foster an organizational culture grounded in ethical standards, transparency, and strong corporate governance practices.

Business strategies

The Company's strategies are formulated under the framework of its vision, mission, and organizational risk appetite. The Board of Directors oversees the formulation and systematic monitoring of strategic implementation, including the assessment of strategic risks and business opportunities, to ensure alignment with the evolving economic and business environment.

The Company has established the following key strategic directions:

1) Strategy to expand the customer base in high-potential industries under the Company's risk management framework

- Focus on industries with strong growth prospects and relatively low risk, such as renewable energy, food & beverage , medical equipment, electronic components, and environmentally friendly industries.
- Develop the AFP program to support liquidity for SMEs within the supply chain.

2) Strategy to develop new revenue sources and diversify products (Diversification)

- Develop new lending products to broaden the Company's product portfolio.
- Increase fee-based income and value-added services to reduce revenue volatility.

3) Technology and digital transformation strategy

- Develop the e-Factoring and Online Factoring systems to support all stages of customer services.
- Enhance data security and technology governance, including Cybersecurity and Data Governance.

4) ESG Finance and Green Finance strategy

- Develop financing products that support businesses seeking to reduce environmental impacts.
- Integrate ESG considerations into the credit approval process and ongoing customer monitoring.
- Promote long-term value creation and sustainability for stakeholders.

5) Partnership development strategy

- Expand business partnerships across various industries to enhance market reach and collaboration opportunities.
- Strengthen data connectivity with partners through API integration and digital supply chain systems.

6) Customer excellence strategy

- Utilize customer data analytics to support credit risk management and enhance decision-making.
- Encourage repeat usage of the Company's services by strengthening long-term customer relationships.
- Continuously improve service quality to enhance the overall customer experience.

The Board of Directors regularly monitors the progress of the Company's strategic implementation through periodic performance and risk management reports. The Company will disclose the progress of its strategic objectives, operational performance, and factors affecting the achievement or non-achievement of its targets in the following year's Form 56-1 One Report.

1.1.2 Material changes and developments

In 2025, the Company did not experience any changes in control or any material changes in its major shareholder structure. The Company continued to operate its core businesses in factoring and business lending under the same governance framework and strategic direction as established by the Board of Directors.

Details regarding material changes and developments

years	Material changes and developments

years	Material changes and developments
2025	**Awards and Recognition** ● The Company received a **5-Star (Excellent) rating for the sixth consecutive year** under the **Corporate Governance Report of Thai Listed Companies (CGR)** conducted by the Thai Institute of Directors Association, reflecting the Company's strong commitment to good corporate governance practices. ● The Company achieved a **full score of 100 points (Excellent level)** from the Thai Investors Association in the **Annual General Meeting Quality Assessment (AGM Checklist)**, demonstrating the Company's transparency in corporate management and its strong commitment to protecting and respecting shareholders' rights.
2024	**Awards and Recognition** **• 5-star rating (Excellent) for 5 consecutive years** The company has been rated 5 stars by the Thai Listed Companies Association (CGR) by the Thai Institute of Directors Association (IOD) for the 5th consecutive year (2563-2567). **• A perfect score of 100 in the Annual General Meeting** The company received a perfect score of 100, rated "Excellent" from the Thai Investors Association (TIA) in the Annual General Meeting (AGM) Checklist assessment, reflecting transparency, good governance practices, and full promotion of shareholder rights.
2023	**Development and Success** **• Renewal of Collective Action Coalition Against Corruption (CAC) Membership** The Company received the renewal of its membership in the Collective Action Coalition Against Corruption (CAC) for the first time, reaffirming its commitment to conducting business with transparency and in accordance with good governance principles. **• Awards and Recognition** The Company was awarded a 5-star rating (Excellent) in the Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors Association (IOD) and received a score of 99, rated as "Excellent" from the Thai Investors Association (TIA) in the assessment of the quality of the Annual General Meeting of Shareholders. **• Relocation of business premises** The Company has relocated its business premises to Spring Tower, 12A Floor, Phayathai Road, to accommodate business growth and enhance operational efficiency. This new location is designed to facilitate operations and effectively meet the needs of customers and partners.
2022	**Award of Pride** **• 5-Star Rating (Excellent)** The Company has been awarded a 5-star rating in the Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors Association (IOD). **• A perfect score of 100 points in the Annual General Meeting of Shareholders** The Company received a full score from the Thai Investors Association (TIA) in the assessment of the quality of the Annual General Meeting of Shareholders (AGM Checklist) at the "Excellent" level.

years	Material changes and developments
2021	**Awards of Pride** **• 5-Star Rating (Excellent)** The Company has been rated at the 5-star level from the Corporate Governance Report of Thai Listed Companies (CGR) project by the Thai Institute of Directors Association (IOD). **• Full Score of 100 Points in the Annual General Meeting of Shareholders** The Company received a full score from the Thai Investors Association (TIA) in the assessment of the quality of the Annual General Meeting of Shareholders (AGM Checklist). **• Being selected in the ESG Emerging group** The Company has been selected as a constituent of the ESG Emerging group in 2021 by Thaipat Institute, reflecting its commitment to sustainable business operations and social and environmental responsibility.
2020	**Commitment to Good Governance and Transparency** **• Collective Action Coalition Against Corruption (CAC) Membership** The company has joined the Collective Action Coalition Against Corruption (CAC) to demonstrate its commitment to conducting business with integrity, transparency, and social responsibility. **• Awards and Recognition** The company has been awarded a 5-star rating (Excellent) in the Corporate Governance Report (CGR) project by the Thai Institute of Directors Association (IOD) and received a perfect score of 100 in the Annual General Meeting (AGM) Checklist assessment by the Thai Investors Association (TIA). **• Relocation** The company has relocated its office from Chamchuri Square Building, 20th floor to the 17th floor to enhance convenience and operational efficiency.
2018	**Appointment of Key Executive Positions** The Board of Directors Meeting No. 2/2018, held on May 14, 2018, passed a resolution to appoint **Mr. Sornasit Suntornkasikarn** Holds the position of Chairman of the Board of Directors and the Board of Directors Meeting No. 4/2018 on July 5, 2018, resolved to appoint **Mr. Akkrawit Suksai** To hold the position of Director and Chief Executive Officer to enhance management efficiency and drive the organization towards sustainable success.
2016	**A reward of pride.** The company received the 2016 Outstanding Innovative Organization Award from the Stock Exchange of Thailand, in collaboration with the National Innovation Agency, under the Innovation Capability Enhancement Project.

years	Material changes and developments
2015	**Second Capital Increase** The Extraordinary General Meeting of Shareholders No. 1/2015 approved the increase in registered capital from 200 million baht to 400 million baht by changing the par value of shares from 5 baht per share to 0.25 baht per share, resulting in an increase in the number of shares to 1,600 million shares. In addition, 800 million ordinary shares were issued for sale to existing shareholders at a ratio of 1 existing share to 1 new share, with a par value of 0.25 baht per share. This capital increase helps enhance liquidity and support business expansion, resulting in the company having a total paid-up registered capital of 400 million baht.
2013	**Relocation** The company has relocated its office from Olympia Thai Tower, Ratchadaphisek Road, to the 20th floor of Chamchuri Square Building, Phayathai Road, to enhance operational efficiency and accommodate business growth.
2011	**Restructuring and the First Registered Capital Increase** On February 25, 2011, major shareholder groups, including the Chirathivat family and Siam Commercial Bank Public Company Limited, sold 57.35% of their common shares to AIRA Capital Public Company Limited. This resulted in the company's official name change from "Thanamit Factoring Public Company Limited" to "AIRA Factoring Public Company Limited" on September 16, 2011. In the same month, the company increased its registered capital by 100 million baht by issuing 20 million additional common shares with a par value of 5 baht per share. These shares were offered to existing shareholders at a ratio of 1 existing share to 1 new share. The objective of this capital increase was to support business expansion and strengthen the company's financial liquidity.
2004	**Listing as a Public Company** AIRA Factoring Public Company Limited was registered as a public limited company on March 2, 2004, and listed on the Market for Alternative Investment (MAI) in August 2004. The company offered 4 million newly issued ordinary shares to the public, resulting in a total registered and paid-up capital of 100 million baht, divided into 20 million ordinary shares.

years	Material changes and developments
1997	**Company Establishment** AIRA Factoring Public Company Limited (formerly Thanamit Factoring Company Limited) commenced its factoring business on January 6, 1997, with an initial registered capital of 20 million baht. The company's establishment resulted from a collaboration among strong business partners, including Central Retail Corporation Limited, holding 50 percent of the shares, Siam Commercial Bank Public Company Limited, holding 38 percent, and other shareholders, holding 12 percent.

1.1.3 Spending of the raised fund to serve the objectives declared in the registration statement for securities offering

Is there an issuance of equity securities or debt securities? : No

1.1.4 The obligations to which the company has committed in the registration statement, including the compliance with such obligations or conditions in the following years

Are there any issued securities with obligations or conditions? : No

1.1.5 Company information

Company name :	AIRA Factoring Public Company Limited
Symbol :	AF
Address :	188 Spring Tower, 12A Floor Phayathai Road, Thung Phaya Thai Subdistrict, Ratchathewi District
Province :	Bangkok
Postcode :	10400
Business :	The Company provides both short-term and long-term financing solutions for businesses. Its core financial services include factoring services (trade receivables financing), investment loans for fixed assets, and working capital financing to support business liquidity.
Registration number :	0107547000141
Telephone :	0-2657-6222
Facsimile number :	0-2657-6244, 0-2657-6245
Website :	http://www.airafactoring.co.th
Email :	ir_af@airafactoring.co.th
Total shares sold	
Common stock :	1,600,000,000
Preferred stock :	0

Diagram of organization's logo

1.2 Nature of business

AIRA Factoring Public Company Limited ("the Company") is a financial service provider focused on enhancing liquidity for business operators. The Company's core business is **factoring services**, which involve the purchase of trade receivables through the assignment of rights to payment for goods and services. This service enables customers to improve their cash flow management and strengthen their working capital position.

In addition to factoring services, the Company offers a range of financial products designed to meet the funding needs of entrepreneurs across various industries. These include short-term loans in the form of **Exclusive Promissory Note (Exclusive P/N) financing**, **long-term loans (Term Loan)**, as well as financing that supports environmentally friendly projects under the Company's **Green Finance** initiatives.

The Company conducts its lending business by emphasizing financial solutions that are appropriate to the nature of each customer's business and their debt repayment capacity. In this regard, the Company places significant importance on assessing the credit quality of both customers and their trade debtors to ensure that business operations remain within an appropriate risk management framework.

In terms of geographical scope, all of the Company's revenue is derived from domestic operations, and the Company currently does not generate revenue from overseas business activities.

1.2.1 Revenue structure

The Company's revenue is primarily generated from its lending business. The sources of revenue can be classified into four main categories as follows:

Discount Income from Assignment of Receivables
This represents income derived from discount charges in factoring transactions and constitutes the Company's primary source of revenue.

Fee and Service Income
This includes income from fees related to lending services and financial transaction services provided by the Company.

Interest Income from Loans
This refers to interest income earned from other lending products that are not factoring transactions, such as loans in the form of promissory notes and long-term loans.

Other Income
This consists of interest income from bank deposits, gains from the disposal of assets, and other miscellaneous income.

The Company's revenue structure for the years 2023–2025 is presented in the table below. All of the Company's revenue is generated from domestic operations, and the Company currently does not derive any revenue from overseas activities.

Revenue structure by product line or business group

	2023	2024	2025
Total revenue from operations (thousand baht)	241,170.00	255,214.00	249,134.00
Discount from Assignment of Receivables (thousand baht)	173,615.00	175,850.00	169,677.00
Fees and Services (thousand baht)	50,677.00	46,068.00	42,470.00
Interest income from debentures and long-term loans (thousand baht)	15,302.00	32,918.00	35,745.00
Other Income (thousand baht)	1,576.00	378.00	1,242.00
Others (thousand baht)	0.00	0.00	0.00
Total revenue from operations (%)	100.00%	100.00%	100.00%
Discount from Assignment of Receivables (%)	71.99%	68.90%	68.11%
Fees and Services (%)	21.01%	18.05%	17.05%
Interest income from debentures and long-term loans (%)	6.34%	12.90%	14.35%
Other Income (%)	0.65%	0.15%	0.50%
Others (%)	0.00%	0.00%	0.00%

By geographical area or market

	2023	2024	2025
Total revenue (thousand baht)	241,170.00	255,214.00	249,134.00
Domestic (thousand baht)	241,170.00	255,214.00	249,134.00
International (thousand baht)	0.00	0.00	0.00
Total revenue (%)	100.00%	100.00%	100.00%
Domestic (%)	100.00%	100.00%	100.00%
International (%)	0.00%	0.00%	0.00%

Revenue Structure by Geographic Area

During the years 2023–2025, the Company's revenue was generated entirely from domestic operations, representing 100% of total revenue. The Company has not derived any revenue from overseas business activities.

Other income as specified in the financial statements

	2023	2024	2025
Total other income (thousand baht)	1,576.00	378.00	1,242.00
Other income from operations (thousand baht)	0.00	0.00	0.00
Other income not from operations (thousand baht)	1,576.00	378.00	1,242.00

Receivables Portfolio Structure and Outstanding Assigned Receivables

The Company places significant importance on maintaining a well-diversified receivables portfolio in order to mitigate concentration risk. The proportion of outstanding receivables attributable to the top 10 customers during the period **2022–2025** remained at an appropriate level and within the Company's established risk appetite framework. Details are presented in the table below.

Year	Outstanding Receivables of Top 10 Customers (THB million)	Proportion (%)	Outstanding Receivables of Other Customers (THB million)	Proportion (%)
2022	717.72	25.79	2,065.64	74.21
2023	516.73	19.52	2,131.04	80.48
2024	548.05	22.07	1,935.49	77.93
2025	571.77	22.41	1,979.29	77.59

Customer Base Structure

In 2024 and 2025, the Company did not have any single customer contributing 10% or more of total revenue, reflecting a well-diversified customer base and reduced dependency on any individual customer in terms of revenue concentration.

Assigned Receivables

Trade receivables arise from customers assigning their rights to receive payment from underlying debtors to the Company under factoring agreements, in order to support the customers' liquidity management.

As of 31 December 2025, the Company had total outstanding assigned receivables of THB 2,551.05 million. The top 10 customers accounted for outstanding receivables totaling THB 571.77 million, representing 22.41% of total receivables.

This proportion serves as a key indicator for monitoring concentration risk within the Company's receivables portfolio, under the framework of the Company's Enterprise Risk Management (ERM) system.

Outstanding Loan Receivables

As of 31 December 2025, the Company had net outstanding loan receivables, after deducting the allowance for expected credit losses, totaling THB 478.28 million. The increase in loan receivables in 2025 was primarily attributable to the expansion of lending to creditworthy customers, in accordance with the Company's prudent credit approval process and its established credit risk management framework.

Overview of Debtor Portfolio Structure and Asset Quality Trends

The Company places strong emphasis on continuously monitoring and analyzing the structure of its receivables portfolio and overall asset quality. This process forms an integral part of the Company's credit risk management system under the Enterprise Risk Management (ERM) framework and is subject to oversight by the Board of Directors. Key considerations are summarized as follows:

Management of Debtor Concentration Risk

The proportion of the top 10 customers during the period 2022–2025 remained within the Company's established risk appetite and did not pose systemic risk. In the most recent year, the proportion remained below 25%, while the receivables portfolio was diversified across several industries, including renewable energy, logistics, and technology-related industries. This diversification helps mitigate accumulated risk and enhances the long-term stability of the Company's portfolio.

Improved Diversification of Customer Revenue Structure

In 2024 and 2025, the Company did not have any single customer contributing 10% or more of total revenue. This reflects the Company's reduced reliance on any individual customer and supports the sustainability of its revenue structure. Such diversification has also been positively viewed by stakeholders and institutional investors.

Strong Asset Quality in Line with the Credit Risk Management Framework

Net loan receivables increased in line with the Company's expansion of lending to creditworthy customers, while remaining subject to prudent credit approval criteria. The Company continuously applies risk management tools such as credit scoring, financial position reviews, and monitoring of higher-risk debtors. In addition, provisions are established in accordance with TFRS 9 (Thai Financial Reporting Standard 9) to ensure that asset quality remains at an appropriate level.

Receivable Maturity Structure Reflects Effective Liquidity Management

The proportion of receivables due within one year remains balanced, enabling the Company to effectively manage cash flow and plan its funding sources. This approach helps mitigate liquidity risk and supports the continuity of business operations.

Supporting Business Growth Through Industry Diversification and Digital Innovation

The Company continues to expand its portfolio into high-potential industries such as electric vehicles (EV), clean energy, and technology-related sectors. In parallel, the adoption of e-Factoring and Online Factoring systems enhances operational efficiency, reduces operational errors, and improves receivables management. These initiatives strengthen the Company's long-term competitiveness.

Strong Governance and Close Risk Monitoring

The Company regularly reports the status of its receivables portfolio, credit exposure, identified risks, and provisioning levels to the Board of Directors and the Risk Management Committee. If increased risks are identified, the Company may consider appropriate measures such as adjusting credit limits, requiring additional collateral, or revising commercial terms. All processes are conducted in alignment with the good corporate governance practices applicable to listed companies under the Corporate Governance Report (CGR) framework.

1.2.2 Information on products and services

Financial Products and Services

The Company provides a range of financial products designed to support liquidity and business growth for entrepreneurs across various industries. The Company focuses on delivering financing solutions that align with the nature of each customer's business and their specific financial requirements. The Company's principal financial products are as follows:

Factoring

Factoring services involve the purchase of trade receivables through the assignment of rights to payment for goods and services. This service enhances business liquidity and supports customers in managing their cash flow more efficiently.

Short-Term Loans (Exclusive Promissory Note: Exclusive P/N)

Short-term financing in the form of promissory notes is provided to existing customers with strong credit history who require additional working capital for short-term business operations.

Long-Term Loans (Term Loan)

Long-term financing secured by collateral, such as land, buildings, or other real estate assets, to support customers' investment in key projects or business expansion.

Accounts Payable Financing Program

Financing services that support suppliers and service providers who supply goods or services to the Company's business partners, thereby enhancing liquidity across the supply chain.

Green Finance

Financing products that support environmentally friendly projects, such as renewable energy projects, energy conservation initiatives, and technology development aimed at reducing environmental impacts.

All financial products offered by the Company are designed and implemented in accordance with the Company's clearly defined credit policies and risk management framework. This ensures that lending activities are conducted prudently, transparently, and in a manner that supports the sustainable growth of the Company and its customers.

1.2.2.1 Product/service information and business innovation development

The Company is committed to developing and providing lending products that effectively address the financial needs of entrepreneurs across various industries. The Company focuses on enhancing liquidity, supporting business growth, and strengthening financial flexibility for its customers.

All financial products are designed to align with the specific characteristics of each customer's business and are offered under the Company's prudent credit policies and risk management framework to ensure responsible lending and sustainable business operations.

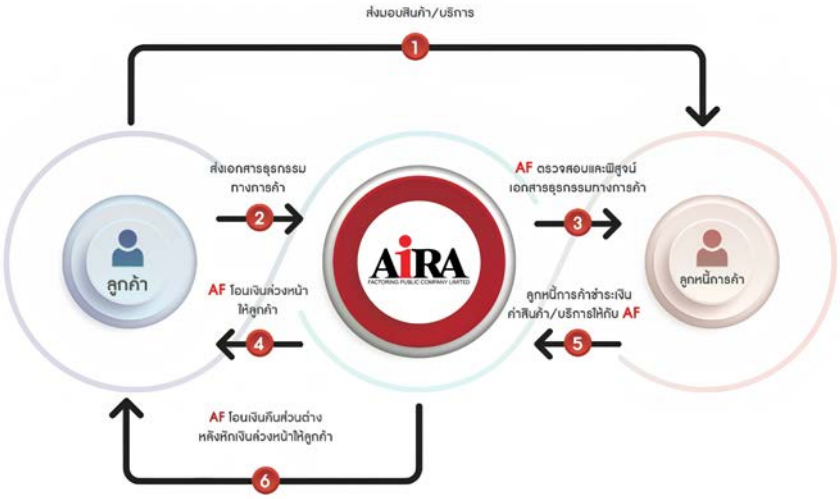
Factoring Product

Factoring

Factoring is a short-term working capital financing service in which the Company purchases trade receivables through the assignment of rights to payment for goods and services, rather than requiring traditional collateral. This service

helps enhance liquidity for entrepreneurs, particularly small and medium-sized enterprises (SMEs) that need to manage cash flow efficiently. The underlying debtors are primarily government agencies, state-owned enterprises, and private sector companies.

Diagram ofFactoring Product



2. Short-Term Loan Products (Exclusive P/N)

Short-Term Loans (Exclusive Promissory Note: Exclusive P/N)

This product is a short-term financing facility in the form of a promissory note, designed to support customers' short-term working capital requirements. It is suitable for customers with a strong repayment history or adequate collateral. The service emphasizes a streamlined approval process that enables rapid access to funding while maintaining flexibility to meet customers' business needs.

3. Long-Term Loan Products

Long-Term Loans (Term Loan)

Long-term loans are financing facilities designed to support business expansion or investment projects. Such loans are secured by collateral, including land, buildings, or other real estate assets. The Company grants loan facilities of up to 80% of the collateral value, with a maximum repayment period of five years, in order to effectively meet customers' funding requirements.

4. Providing Account Payable Financing Programs to AF's Partners.

Accounts Payable Financing Program

The Company provides financing services through a business network-based financing model by collaborating with strategic partners that are large enterprises with strong financial standing and high business potential. Under this program, the Company provides financing to suppliers or service providers who sell goods or services directly to these partners.

Payments under the program are made directly by the partners to the Company, thereby reducing credit risk. Participating suppliers and service providers benefit from preferential credit consideration, including competitive interest rates and fee structures. This program strengthens the financial stability of suppliers while fostering sustainable business relationships between the Company and its strategic partners.

Diagram of4. Providing Account Payable Financing Programs to AF's Partners.

Our products

5. Business Advisory and Business Matching Services

Financial Advisory and Business Matching Services

The Company provides financial advisory services and business opportunity linkages through the development of business matching initiatives and the provision of appropriate financial solutions. These services are supported by collaborations with financial partners and affiliated companies in order to facilitate customers' business expansion and enhance their competitiveness.

The services cover a broad range of financial solutions, including leasing financing, retail lending, and large-scale project financing, enabling customers to access suitable funding options to support business growth and strengthen their competitive capabilities.

In addition, the Company continuously develops its products and services with a focus on enhancing customer experience, improving operational efficiency, and expanding strategic partnerships. These efforts aim to support the Company's long-term sustainable business development and strengthen value creation for its customers and stakeholders.

Credit Service Process

The Company has established a structured, transparent, and auditable credit service process designed to support business liquidity while maintaining prudent risk management. The process emphasizes responsible lending practices alongside effective credit risk oversight.

The credit service process varies depending on the type of financing provided, with each product having specific procedures tailored to its characteristics, as outlined below.

Factoring Service Process

The Company provides factoring services through a systematic operational process designed to enhance liquidity for entrepreneurs while ensuring efficient transaction management. The key steps in the factoring process are as follows:

1.Sale of Goods or Provision of Services to Trade Debtors

Customers sell goods or provide services to their trade debtors and grant credit terms for payment in accordance with mutually agreed commercial conditions.

2.Submission of Commercial Documents for Factoring Transactions

When customers require early access to funds before the payment due date, they may submit relevant commercial documentssuch as delivery notes, invoices, or billing statementsto the Company to request factoring services.

3.Discounting of Trade Documents and Assignment of Receivables

Customers sell and discount the trade documents with the Company by assigning the rights to receive payment from the trade debtors to the Company under the agreed terms.

4.Advance Payment to Customers

Upon verifying the commercial documents, the Company provides an advance payment for the goods or services at an appropriate advance rate. This helps improve liquidity and supports the customer's business operations.

5.Collection from Trade Debtors

Upon the payment due date specified in the commercial documents, the Company directly collects payment from the trade debtors under a structured and systematic collection process.

6.Settlement of the Remaining Balance to Customers

After the Company receives full payment from the trade debtors, the remaining balancerepresenting the difference between the advance amount and the actual receivable collectedis remitted to the customer after deducting the agreed fees and interest.

Short-Term Loan Service Process (Exclusive P/N)

The short-term loan service process begins when customers submit supporting documents for credit consideration, such as a purchase order (PO) or a business contract, to support the assessment of an appropriate credit facility. The Company then proceeds with the credit review and approval process, after which the financing is extended in the form of a promissory note (P/N – Pre-Finance).

This financing facility is collateralized, with a maximum loan tenor of up to 180 days, in line with the nature of short-term working capital requirements. Customers may utilize the loan proceeds for purposes such as purchasing raw materials, covering operational expenses, or managing the business's cash flow.

Long-Term Loan Service Process (Term Loan)

The long-term loan service process begins when customers submit their investment project proposals or business expansion plans, together with collateral, as supporting information for credit consideration. The Company conducts a comprehensive assessment of the project's feasibility, the customer's financial position, and the value of the collateral prior to granting credit approval.

Upon approval, customers may draw down the loan to finance the proposed investment project or business expansion in accordance with the stated objectives, thereby supporting the long-term growth and development of their business operations.

Credit Consideration Process

The Company has established a credit consideration policy that emphasizes customer quality, comprehensive risk management, and alignment with the specific characteristics of each financial product. All credit approval processes are conducted in accordance with clearly defined credit policies and risk management guidelines.

For short-term loans (Exclusive P/N) and long-term loans (Term Loan), the Company primarily focuses on evaluating the borrower's credit quality and debt repayment capacity.

For factoring transactions, the Company assesses credit risk related to both the customer and the underlying trade debtors in order to evaluate the reliability and repayment capability of all parties involved.

Client Credit Line

A Client Credit Line represents the maximum credit facility granted to each borrower for the purpose of obtaining financing from the Company. This facility operates as a revolving credit line, allowing borrowers to reuse the credit once outstanding obligations are reduced.

In determining the appropriate credit line, the Company considers several key factors, including the customer's financial position, operating performance, sales volume, credit terms, quality of commercial documents, and overall debt repayment capacity.

The Company also utilizes a Credit Scoring system as a supporting tool for risk assessment and to enhance efficiency in the credit approval process. In addition, the Company establishes a Single Lending Limit for each borrower and a Single Lending Group limit for related business groups to ensure risk diversification and prevent excessive credit concentration, in accordance with the Company's established policies.

Customer Credit Line (Trade Debtor Credit Line)

For factoring transactions, the Company establishes a Customer Credit Line, which represents the maximum amount of receivables that each trade debtor is eligible to discount with the Company.

The determination of such limits is based on factors including the trade debtor's financial position, operating performance, and payment history. In most cases, the underlying trade debtors consist of government agencies, state-owned enterprises, or financially stable private sector companies.

This approach helps mitigate the Company's credit risk and supports effective portfolio management to maintain a balanced and high-quality credit portfolio.

All credit consideration and credit line determinations are conducted under the Company's credit policy and risk management framework, which have been approved by the Board of Directors. The process is continuously monitored by the Credit Committee and management to ensure that lending activities remain within the Company's defined risk appetite and are consistent with the principles of good corporate governance.

Credit Policy and Credit Approval Authority

The Company has established a credit policy that emphasizes the quality of both customers and trade debtors, together with prudent risk management. In assessing credit facilities, the Company considers key factors such as the customer's financial position, debt repayment capacity, business experience and operating history, as well as the characteristics and risk profile of each lending product. This approach ensures that credit approvals are granted in accordance with appropriate standards and remain consistent with the level of risk that the Company is willing to accept.

To support efficient, transparent, and auditable operations, the Company has clearly defined the credit approval authority structure, with approval levels determined based on the size of the credit facility and the associated level of risk, as follows:

Management Level

Authorized to approve credit facilities with relatively smaller credit limits and lower risk levels, within the scope of delegated authority and in accordance with the Company's established credit policies.

Credit Committee Level

Authorized to review and approve credit facilities with larger credit limits or higher complexity, ensuring comprehensive risk assessment and appropriate oversight in the credit approval process.

Board of Directors Level

Authorized to approve credit facilities with the highest credit limits or transactions that may have significant implications for the Company's strategic direction and risk profile.

All credit consideration and approval processes are conducted under a robust risk management framework, with continuous monitoring and periodic review to maintain an appropriate balance between business growth and risk control, while safeguarding the long-term interests of shareholders and stakeholders.

Credit Risk Management

The Company has established a credit risk management and credit consideration policy that emphasizes transparency, prudence, and appropriate risk control. This approach ensures that approved credit facilities can be effectively managed and remain aligned with the Company's sustainable business growth strategy under the principles of good corporate governance.

The Company adopts a systematic approach to credit risk management by evaluating key factors such as the customer's financial position, repayment capacity, operating performance, business characteristics, and other relevant risk factors of both customers and trade debtors. Comprehensive credit information reviews are conducted prior to credit approval, and the Company continuously monitors customers' financial conditions throughout the life of the credit facility to ensure that outstanding obligations remain within manageable risk levels.

In addition, the Company places significant importance on mitigating credit concentration risk. The Company does not maintain a policy of concentrating credit exposure with any single trade debtor and has established credit limits both at the individual level and at the group level (Single Lending Limit and Single Lending Group) to ensure appropriate risk diversification. These limits are determined in line with the customer's financial position and the level of risk that the Company is prepared to accept.

Such credit risk management practices and credit policies form an integral part of the Company's overall risk management framework, enabling the Company to maintain an appropriate balance between risk control and quality business expansion, while safeguarding the long-term interests of shareholders, customers, and other stakeholders.

Fee and Interest Rate Policy

The Company has established a credit risk management and credit consideration policy that emphasizes transparency, prudence, and appropriate risk control. This approach ensures that approved credit facilities can be effectively managed and remain aligned with the Company's sustainable business growth strategy under the principles of good corporate governance.

The Company has established a policy for determining fees and interest rates by taking into consideration funding costs, transaction risk, and market competitiveness, together with factors relating to customers and the characteristics of each type of credit product. This approach ensures that the determination of returns is appropriate, aligned with the level of risk, and does not impose an excessive burden on customers.

In determining applicable fees and interest rates, the Company considers key factors such as the customer's financial position and repayment capacity, the size and type of business, the tenor of the credit facility, the nature and quality of collateral, as well as the characteristics of trade debtors, including their financial status, creditworthiness, and credit terms. These considerations support the Company's risk-based pricing approach.

The objective of this policy is to ensure fairness to customers while maintaining an appropriate balance between the Company's returns and risk exposure. It also supports responsible, transparent, and sustainable business operations in the long term, under the framework of good corporate governance and prudent risk management.

Research and development policy in various areas, and details regarding innovation development in processes, products and/or services, or business models.

Research and development (R&D) policy : Yes

Research and Development Policy for Financial Products and Innovation

The Company is committed to the continuous development of financial products and innovations in order to enhance service efficiency, strengthen competitiveness, and create sustainable value for all stakeholder groups. Such development is carried out in alignment with the Company's strategic direction, principles of good corporate governance, and the Enterprise Risk Management (ERM) framework.

The implementation of the Company's research and innovation development policy is overseen by the Board of Directors, with periodic monitoring and evaluation to ensure that the innovations developed are appropriate, secure, transparent, and supportive of the Company's long-term growth.

Innovation Development Approach and Process

The Company develops innovations in processes, products, services, and business models through the following key approaches:

Understanding Market Needs and Customer Behavior

The Company conducts in-depth data analysis and gathers customer feedback to develop and improve financial products in response to evolving market demands.

Adoption of Digital Technology

The Company promotes the use of digital platforms, automation systems, and online services to enhance operational efficiency, reduce costs, and improve customer convenience. These developments are implemented under robust cybersecurity and data governance measures.

Collaboration with Business Partners

The Company develops financial products and solutions in collaboration with technology partners and financial institutions, including technology companies, software developers, and financial institutions, to expand service capabilities and strengthen the business ecosystem.

Integration of ESG Considerations

Environmental, social, and governance (ESG) factors are incorporated into the design of financial innovations in order to support responsible and sustainable business practices. The Company considers both the impacts and opportunities associated with ESG issues, ensuring that financial products contribute to the sustainability of customers, communities, and the environment, while continuously incorporating feedback from stakeholders to improve product offerings.

Encouraging Internal Innovation

The Company encourages employees to contribute new ideas through internal communication channels to continuously improve operational processes and service delivery.

Continuous Monitoring and Evaluation

The Company regularly monitors the effectiveness of its products and innovations and reports the outcomes to the Board of Directors. These evaluations consider risk management, business performance, and customer satisfaction to ensure that innovations maintain high standards and support the Company's ongoing growth.

Key Projects and Innovations

In recent years, the Company has developed and introduced several key financial innovations, including:

1. Factoring Online

A digital platform that enables customers to submit loan applications, track application status, and conduct transactions independently. The platform helps reduce processing time and operational steps while enhancing service transparency. The system operates under strict cybersecurity measuresto ensure appropriate protection of customer information.

2. e-Factoring

An online system for the purchase of trade documents that reduces paper usage, minimizes operational errors, and accelerates the factoring credit approval process. The system has been developed in accordance with data governance and information security standards.

3. Development of the Core Factoring System on a Cloud Platform

The Company has enhanced its Core Factoring systemto operate on a cloud platform in order to improve operational efficiency, system stability, and service continuity. The cloud-based system also enables the Company to handle increasing transaction volumes efficiently and securely. The development of this system is conducted under the Company's Technology Risk Assessment frameworkto ensure system reliability, compliance with information security standards, and support for sustainable business operations.

4. Green Finance

Financial products designed to support environmentally friendly projects, including renewable energy initiatives, efficient resource utilization, and technologies that reduce environmental impacts. These products form part of the Company's integration of ESG considerations into financial product development.

5. Supply Chain Finance Solutions

The Company has developed supply chain financing solutions in collaboration with business partners, including cooperation with NEC Thailand, utilizing the TASConnect e-Factoring platformto enhance data connectivity, trade receivable management, and financial transactions across the supply chain. This solution supports customer growth, strengthens the business ecosystem, and aligns with the Company's strategy to improve the efficiency of sustainable financial services.

Performance of Financial Product and Innovation Development

The Company continuously develops financial products and innovations to improve convenience, speed, and transparency in financial services while responding to the evolving needs of customers in the digital era. These developments are conducted under the oversight of the Board of Directors and within the Enterprise Risk Management (ERM) framework to ensure that innovations align with the Company's strategic direction, maintain strong information technology security standards, and adhere to the principles of good corporate governance.

Innovation Outcomes

The development of financial innovations and digital platforms has significantly enhanced the Company's financial service processes. These initiatives have reduced transaction processing and credit approval times, improved data accuracy through automation, and enhanced user convenience for customers. As a result, customers are able to access financial services more quickly, transparently, and efficiently.
At the same time, these innovations improve internal operational efficiency, reduce paper-based processes, and support the Company's transformation into a sustainable digital financial service provider.

Benefits of Financial Innovation Development

The Company's development of financial products and innovations not only improves service quality but also creates value across economic, social, and environmental dimensions for stakeholders, as outlined below:

Economic Impact

- Expanding the Company's customer base and increasing factoring transaction volumes among SMEs and businesses within supply chains.
- Enhancing operational efficiency through digital systems, reducing operating costs, and strengthening the Company's competitiveness.
- Supporting sustainable growth through new products and services, such as e-Factoring, Factoring Online, and Green Finance.

Social Impact

- Improving access to financing for small entrepreneurs through convenient, transparent, and faster services, while reducing documentation and procedural barriers.
- Supporting financial literacy and digital technology adoption to help customers manage liquidity more effectively.
- Reducing operational costs, time, and administrative burden for customers through online services that enable transactions anytime and anywhere.

Environmental Impact

- Reducing paper usage through the adoption of e-Document systems and digital platforms, which contribute to the reduction of indirect greenhouse gas emissions (Scope 3).
- Supporting environmentally responsible business practices through the development of Green Finance products and financial solutions that help entrepreneurs transition toward sustainable business operations.

R&D expenses in the past 3 years

	2023	2024	2025
Research and development (R&D) expenses over the past 3 years (Million Baht)	2,710,845.00	0.00	3,000,000.00

Additional explanation about R&D expenses in the past 3 years

Research and Development (R&D) Expenditure

The Company does not separately record research and development (R&D) expenses, as the development of financial products, innovations, and information technology systems primarily involves applied development activities that are carried out in parallel with the Company's routine operational improvements and service enhancements. Such expenses are included within the Company's information technology system development budget and are recognized

as operating expenses in accordance with the Company's accounting policies, rather than being recorded as intangible assets related to research and development.

Nevertheless, the Company places significant importance on the continuous development and enhancement of its systems to improve operational efficiency, increase convenience, speed, and transparency in service delivery, and to respond effectively to evolving technological trends and customer behavior. Investments in technology are overseen by management and subject to risk assessment under the Company's Enterprise Risk Management (ERM) framework.

Over the past three years, the Company has incurred expenses related to system development and innovation as follows:

- **2023:** The Company invested approximately THB 2.70 million in the development of the Factoring Online system to enhance the Company's digital financial service capabilities, reduce paper-based processes, and facilitate customer transactions.
- **2024:** The Company did not undertake any new projects specifically classified as research and development investments, focusing instead on the maintenance and performance enhancement of existing systems to ensure operational continuity.
- **Early 2025:** The Company further enhanced its e-Factoring system, with development costs of approximately THB 3 million, to improve the efficiency of digital trade document processing and to support faster and more accurate factoring services.

These investments and system development initiatives reflect the Company's commitment to continuous innovation under a framework of good corporate governance, information technology security, and prudent risk management, thereby strengthening the Company's competitiveness and supporting sustainable business growth in the long term.

1.2.2.2 Marketing policies of the major products or services during the preceding year

Marketing Policy for Key Products and Services

The Company conducts its marketing policy based on the principle of sustainable growth, integrating digital innovation and prudent risk management under the Environmental, Social and Governance (ESG) framework. This approach aims to support the business growth of clients across various industries while strengthening long-term relationships with all stakeholder groups.

The marketing policy is overseen by the Board of Directors, with regular monitoring of operational performance and related risks to ensure that marketing strategies remain transparent, aligned with the Company's strategic objectives, and consistent with the Enterprise Risk Management (ERM) framework as well as the Personal Data Protection Act (PDPA) requirements.

Target Customer Segments

The Company's primary target customers consist of SMEs and businesses within supply chains of industries with strong growth potential. The Company focuses on businesses with clear revenue structures, reliable trade debtors, and the ability to manage credit risk appropriately.

Key Marketing Strategies in 2025

1. Digital Marketing to Expand Customer Reach

The Company utilizes digital marketing tools such as SEO, social media platforms, and other online channels to enhance brand awareness and effectively reach target customers. All marketing activities are conducted with emphasis on transparency, accuracy of information, and protection of personal data.

2. Enhancing Customer Experience through Digital Technology

The Company has developed e-Factoring and Online Factoring systems to improve convenience, speed, and efficiency while reducing paper-based processes. These systems enhance service quality and strengthen the Company's competitiveness. All digital platforms are governed by cybersecurity measures, data management standards, and technology risk assessments.

3. Market Expansion through Online Channels and Partner Networks

The Company expands its customer base nationwide through online channels and collaboration with business partners, enabling broader access to entrepreneurs without the need for extensive physical branch networks.

4. Development of Products Supporting Sustainability Trends

The Company promotes financial products aligned with ESG principles, such as **Green Finance, to su**pport businesses that aim to reduce environmental impacts and to meet long-term market demand.

5. Strategic Partnerships

The Company develops partnerships with supply chain participants, affiliated companies, and digital platforms to expand customer access channels, co-develop financial solutions, and support the sustainable growth of the broader business ecosystem.

Overall, the Company's marketing strategy focuses on creating competitive differentiation through digital technology, customized financial solutions tailored to customers' business structures, and the integration of ESG principles, thereby strengthening the Company's competitive position within the industry.

6. Customer Relationship Management (CRM)

The Company maintains long-term relationships with existing customers through continuous engagement, financial advisory services, and ongoing support. Customer feedback is actively gathered and utilized to improve products and operational processes, with the aim of enhancing customer satisfaction and sustaining customer retention.

Marketing Channels

The Company utilizes a variety of marketing channels to reach target customers and strengthen relationships with stakeholders. Emphasis is placed on transparency, digital technology utilization, and responsible marketing practices in accordance with ESG principles, as follows:

1. Digital and Social Media Channels

The Company leverages popular platforms such as TikTok, LinkedIn, Facebook, and Line OA to increase brand awareness, expand access to new customer segments, and foster positive engagement with customers. All digital communications comply with data security policies and PDPA requirements.

2. Business Partner Network

The Company collaborates with partners across various industries, including large corporate buyers, affiliated companies, and digital platforms, to introduce new customers, expand the customer base, and create a sustainable **SME ecosystem**.

3. Workshops and Financial Literacy Programs

The Company organizes seminars and workshops related to financial management, liquidity management, and financing products to enhance entrepreneurs' financial knowledge and promote access to quality financing, thereby supporting the stable growth of SMEs.

4. Finance and Green Economy Events

The Company participates in financial, innovation, and green economy events organized by both public and private sector partners domestically and internationally. These activities help promote the Company's products, expand business networks, and create opportunities to reach new customers while ensuring transparent and fair communication with consumers.

Service Channels

The Company provides services through multiple channels to ensure convenience, speed, transparency, and protection of customer data, under the framework of technology governance and data security, as follows:

1. Online Services (e-Factoring & Online Factoring)

Through the Company's digital platforms, customers can:

- Submit documents online
- Check approval status
- Monitor account balances
- Track transaction information in real time

These systems enhance operational efficiency, reduce paper usage, and improve customer convenience while maintaining strict cybersecurity and personal data protection standards in compliance with PDPA.

2. Relationship Manager Service

Credit officers provide advisory services, business analysis, and close customer relationship management to recommend financial solutions tailored to each customer's business needs. This approach promotes transparency, fairness, and trust in the credit approval process.

3. Partner and Platform Services

The Company collaborates with business partners such as major buyers, affiliated companies, and digital platform providers to expand access to financial services. This enables customers to access services through familiar channels while enhancing business opportunities within the supply chain ecosystem.

4. Financial Advisory Services

The Company's financial specialists and receivables management experts provide advisory services to customers in areas such as:

- Cash flow management
- Accounts receivable management
- Liquidity planning
- Appropriate utilization of financial products

These services help enhance customers' financial literacy and support the long-term sustainability of their businesses.

Industry Competition and Market Scope

The Company operates in the factoring financial services industry, which provides liquidity management solutions to entrepreneurs through the purchase of trade receivables. The industry faces competition from various financial service providers, including commercial banks, specialized financial institutions, and non-bank financial institutions, which offer a wide range of financial products to support entrepreneurs' working capital needs.

Under this competitive environment, the Company focuses on building competitive advantages through its specialized expertise in factoring services, deep understanding of supply chain business structures, and the ability to design flexible financial solutions tailored to each customer's business needs.

The Company also prioritizes the adoption of digital technology in financial service development, such as Factoring Online and e-Factoring systems, to enhance service convenience, speed, and transparency while improving operational efficiency and data management capabilities. These capabilities are key factors in strengthening competitiveness in the evolving digital financial services industry.

Currently, the Company primarily provides services to domestic customers, focusing on SMEs and businesses within supply chains that require short-term liquidity management through factoring solutions. The Company continues to monitor industry trends and market developments in order to further develop products and services that effectively meet customer needs in a sustainable manner.

Marketing Performance in 2025

1. Expansion of Customer Base in High-Growth Industries

The Company successfully expanded its customer base in industries with strong growth potential, including renewable energy, logistics, medical equipment, electric vehicles, and electronics components, thereby increasing revenue diversification and reducing business volatility in the long term.

2. Improved Service Efficiency through Digital Systems

The development of digital systems has reduced credit processing time, minimized paper-based documentation, and enhanced service continuity, all under strict cybersecurity and data governance frameworks.

3. Risk Diversification of the Debtor Portfolio

The Company has diversified its debtor portfolio across multiple industries and continuously monitors the financial positions of both customers and underlying debtors under the ERM framework to maintain portfolio stability.

4. Responsible Marketing Communication

The Company conducts marketing communications transparently and fairly, avoiding misleading information in order to protect consumer rights and comply with relevant laws and corporate governance principles applicable to listed companies.

5. Outcomes of Marketing Operations

Customer Impact

- Increased number of new customers, particularly in high-growth industries
- Reduced service processing time
- Improved customer satisfaction through enhanced online services

Risk Management Impact

- Greater stability of the debtor portfolio through industry diversification
- Ability to monitor and mitigate risks in a timely manner

Operational Impact

- Reduction of paper usage
- Lower operational errors
- Improved operational efficiency and continuity

Environmental Impact

- Reduced paper consumption
- Lower indirect carbon emissions (Scope 3) through digital documentation and online systems

The industry competition during the preceding year

Overview of the Factoring Industry in Thailand

The factoring industry in Thailand has shown a continuous growth trend over the past several years, supported by an economic structure in which small and medium-sized enterprises (SMEs) play a significant role in the economy, as well

as by the advancement of digital technology that has enhanced efficiency, speed, and transparency in the provision of financial services.

Demand for factoring services has continued to increase, as SMEs often face limitations in accessing financing from traditional commercial banks, particularly businesses that extend trade credit to their counterparties. Factoring therefore serves as an important tool for liquidity management and for strengthening the financial stability of businesses.

At the same time, the adoption of digital technologies, such as e-Factoring systems, online transaction platforms, and data analytics, has helped reduce costs, increase speed, and enhance customer experience. As a result, the factoring industry has become more capable of responding to market demand in a more efficient manner.

Competitive Landscape of the Factoring Market

The factoring market in Thailand is relatively competitive, with service providers generally categorized into three main groups:

1. Commercial Banks

Large commercial banks possess advantages in terms of lower funding costs, extensive customer bases, and a broad range of financial products, enabling them to provide comprehensive financial services to corporate customers.

2. Non-Bank Financial Institutions

Providers in this segment are generally more agile in their credit approval processes and are able to design products tailored to the needs of SMEs while delivering services with speed and flexibility.

3. Digital Platform Providers and FinTech Companies

FinTech service providers have adopted technologies such as data analytics, artificial intelligence (AI), and automated credit approval systems to improve service speed and efficiency, although their operations remain subject to strict regulatory requirements relating to data governance and information security.

Accordingly, competition in the factoring industry is not based solely on pricing, but also on speed of service, risk management capability, customer quality, and the long-term credibility of service providers.

Key Factors Affecting Competition in the Factoring Market

Competition in the factoring market is influenced by several key factors, including the following:

Speed and Turnaround Time

Service providers that are able to review and approve credit promptly, and disburse funds to customers in a timely manner, have a competitive advantage, particularly among SMEs that require working capital to support business operations.

Digital Adoption

The use of digital systems, such as e-Factoring, online document verification, and data analytics systems, improves accuracy, reduces operational steps, lowers costs, and enhances business transparency.

Cost of Funds and Pricing Structure

Service providers that can effectively manage their funding costs, or maintain flexibility in setting interest rates and fees, are better positioned to compete in a highly competitive market.

Governance and Compliance

Financial stability, compliance with laws and regulations such as the Personal Data Protection Act (PDPA) and anti-money laundering and combating the financing of terrorism (AML/CFT) requirements, as well as operations conducted under sound corporate governance principles, are important factors in building confidence among customers and stakeholders.

Challenges and Opportunities in the Industry

Competition from FinTech and New Entrants

The emergence of digital platform providers and FinTech companies utilizing advanced technologies, such as AI and data analytics, has intensified competition in the industry. As a result, operators must continuously enhance their technological capabilities and improve operational processes.

Increasing Regulatory Stringency and Supervision

Regulatory authorities, such as the Bank of Thailand, continue to raise standards relating to risk management, data protection, and anti-money laundering. This requires operators to make additional investments in internal control systems and regulatory compliance.

Industry Opportunities

Growth of SMEs

SMEs remain the core customer segment for factoring businesses, with increasing demand for working capital in line with the expansion of domestic businesses and exports.

Development of Innovation and Digital Services

The adoption of e-Factoring, Online Factoring, and electronic documents (e-Documents) has improved operational efficiency, reduced costs, and enhanced customer experience.

Factoring Industry Outlook in 2026

In 2026, Thailand's factoring industry is expected to continue its growth trajectory, supported by several key drivers, including:

- Increasing working capital demand among SMEs
- Wider adoption of Digital Factoring technology and online platforms
- Public and private sector investment in infrastructure projects and new industries
- Growth in the logistics, renewable energy, medical, and supply chain-related sectors

In this regard, the factoring market is expected to grow at an annual rate of approximately 8–12%, driven by the increasing need for liquidity management among business operators across the economy.

The Company's Market Share and Competitive Strengths

In 2025, AIRA Factoring Public Company Limited held an estimated market share of approximately 11% in the factoring industry, reflecting the Company's competitive capability and continued growth.

The Company's key competitive strengths include:

- More than 25 years of expertise and experience in the factoring business
- A credit risk management system under the Enterprise Risk Management (ERM) framework
- A customer-centric service process with flexibility in credit consideration
- Continuous development of digital technology, including e-Factoring and Online Factoring
- Business operations conducted under sound corporate governance principles with ESG integration

With these strengths, the Company is able to maintain its competitiveness in the factoring market and support stable and sustainable growth amid ongoing changes in the financial services industry.

1.2.2.3 Procurement of products or services

The Company places great importance on efficient financial planning and management to support its factoring, short-term, and long-term loan services, as well as to accommodate future business growth. The Company's funding management policy is as follows:

Funding Management Policy

• Funding

The Company sources funding from a variety of financial institutions to reduce reliance on a single funding source. It also utilizes a range of financial instruments, such as promissory notes, bills of exchange, and long-term loans, focusing on negotiating flexible financial terms to meet the funding needs of the factoring business in all situations.

• Funding Objectives

The Company aims to manage funding costs effectively by setting appropriate repayment terms that align with the structure of factoring loans to support current operations and sustainable future growth.

• Lending

The Company prioritizes extending factoring loans to customers with strong repayment potential, based on comprehensive risk assessments, such as credit checks on customers and trade debtors, as well as setting appropriate collateral requirements to ensure financial stability and minimize non-performing loans (NPLs).

• Risk Management

Although the Company is not subject to reserve requirements like banks, it prioritizes managing funding cost risks by closely monitoring economic conditions and market volatility, such as interest and exchange rates. The Company adjusts its funding strategies accordingly to maintain competitiveness and mitigate impacts on profitability.

• Reliance on Partners and Financial Institutions

The Company receives financial support from multiple reputable financial institutions and shareholders. This diversification of funding sources mitigates the risk of over-reliance on any single institution, enhancing financial stability and supporting the Company's long-term growth.

Sources of Funds and Capital Management in the Past Year

In 2025, the Company’s primary source of funding was short-term borrowings, particularly through the issuance of promissory notes, in order to appropriately support the liquidity needs of the factoring business. In addition, the Company maintained unused credit facilities from financial institutions at an adequate level to serve as a funding reserve and to accommodate potential fluctuations in business operations.

Amid economic and interest rate volatility, the Company was able to maintain stable financial liquidity by implementing a funding and capital management policy aligned with its funding utilization objectives. The Company carefully considers the cost of funds, repayment periods, and potential risks in managing its capital structure. Such prudent capital management strengthens the Company’s financial stability and supports the sustainable growth of its business in the long term.

1.2.2.4 Assets used in business undertaking

Core permanent assets

The Company has entered into lease agreements for use in its business operations as follows:

1. Space Rental: The Company entered into a lease agreement for space and utilities with Aspiration One Co., Ltd., which is related to the Company, for 1 floor, with the following details:

- Lease of space on the 12A floor, with a total area of 690.60 square meters, for a total period of 3 years, with a rent-free period from April 1, 2023 to May 31, 2023 (rental rate and monthly common area fee of 575,684.16, totaling 6,908,209.92 Baht per year).

2. Car Rental: The Company entered into a car rental agreement with Master Car Rental Co., Ltd., which is not related to the Company, for 5 vehicles, with the following details:
- 3 Toyota Altis 1.8HEV Premium vehicles for a total period of 4 years (rental rate of 56,175.00 per month, totaling 617,925.00 Baht per year).
- 2 Toyota Altis 1.8HEV Premium vehicles for a total period of 4 years (rental rate of 37,450.00 per month, totaling 449,400.00 Baht per year).

3. Car Rental: The Company entered into a car rental agreement with Toyota Leasing (Thailand) Co., Ltd., which is not related to the Company, for 1 Toyota Camry vehicle for a period of 4 years (rental fee of 33,330.00 per month, totaling 399,960.00 Baht per year).

4. IT Equipment Rental: The Company entered into a lease agreement with Inex Broadband Co., Ltd., which is not related to the Company, for 1 vehicle for a period of 1 year (rental fee of 40,660.00 per month, totaling 487,920.00 Baht per year).

In 2024, the Company had total expenses for office space rental for business operations of 6,908,209.92 Baht, car rental expenses for business operations of 1,467,285.00 Baht, and IT equipment expenses of 487,920.00 Baht.

Core intangible assets

The Company's intangible assets consist of computer software with a net book value of 3.90 million baht.

Investment policy in the subsidiaries and associated companies

Investment policy in the subsidiaries and associated companies : No

1.2.2.5 Under-construction projects

Under-construction projects : No

Details of under-construction projects

Total projects : N/A

Values of total ongoing projects : N/A

Realized value : N/A

Unrealized value of remaining projects : N/A

Additional details : -

1.3 Shareholding structure

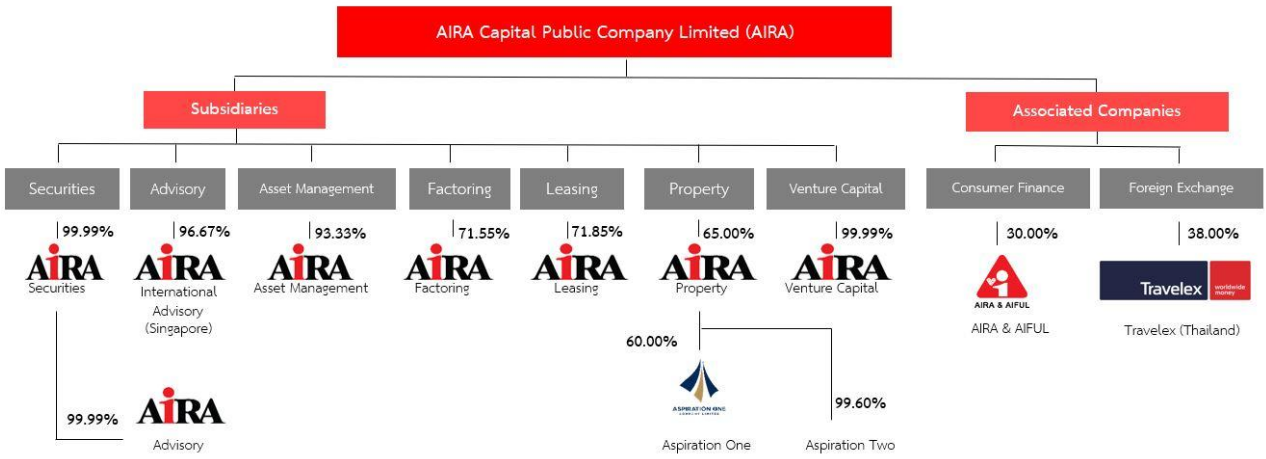
1.3.1 Shareholding structure of the group of companies

For AIRA Factoring Public Company Limited, the Company is a subsidiary within the AIRA Group, with AIRA Capital Public Company Limited ("AIRA") serving as the major shareholder and controlling shareholder of the Company.

As of 31 December 2025, AIRA held 71.55% of the Company's issued and paid-up shares, resulting in the Company being under the supervision and control of the group's shareholding structure.

AIRA operates as a holding company, conducting its business through investments in subsidiaries and associated companies across various sectors, including securities, finance, lending, hire purchase, real estate, and asset management. The shareholding structure of the group in relation to the Company is clear and uncomplicated, with no cross-shareholding arrangements, which facilitates good corporate governance and effective group-level risk management.

As of 31 December 2025, AIRA's key subsidiaries and associated companies include AIRA Securities Public Company Limited, AIRA Venture Capital Company Limited, AIRA International Advisory (Singapore) Pte. Ltd., AIRA Asset Management Company Limited, AIRA Leasing Public Company Limited, and AIRA Property Public Company Limited, as well as associated companies including AIRA & AIFUL Public Company Limited and Travelex (Thailand) Company Limited. Details of the shareholding percentages of each company are presented in the group shareholding structure chart shown in the accompanying diagram.



The shareholding structure of the Group supports the Company's ability to operate under a consistent framework of corporate governance and risk management at the group level. At the same time, the Company maintains operational independence in conducting its factoring business, while giving due consideration to the protection of the rights of all shareholders.

In addition, the shareholding structure of the Company and the Group is clear and transparent, with no cross-shareholding arrangements between the Company and its parent company or among companies within the Group. Furthermore, there is no pyramid shareholding structure that could allow control through multiple layers of ownership. The Company does not hold shares in its parent company, and no group companies hold shares in the Company in a cross-shareholding manner. This structure is consistent with the principles of good corporate governance, ensuring transparency, verifiability, and the absence of mechanisms that could function as takeover defense structures.

Policy on operational organization within the group of companies

The Company is part of the AIRA Group and operates in alignment with the Group's strategic direction in order to strengthen overall capability and operational efficiency. In this regard, the Company adopts the Group's policies and guidelines as a strategic framework for conducting its business, while maintaining independence in determining its business direction, management practices, and policy decisions under the authority of the Board of Directors and management, in accordance with applicable laws and regulatory requirements. This approach ensures that the Company's operations remain transparent, efficient, and aligned with the Group's objectives.

Operating Framework between the Company and the Parent Company

1. Management Responsibilities

The Company has the authority to determine policies and manage operations directly related to its business under the supervision of the Board of Directors. The Company emphasizes transparent and efficient operations in compliance with applicable laws and regulatory requirements. While the Company's operations are aligned with the Group's strategic direction, such alignment does not affect the Company's independence in conducting its business.

2. Oversight by the Parent Company

The parent company is responsible for establishing the overall direction, policies, and operational framework for the Group, as well as providing support in areas such as strategic planning, human resource development, and group-level risk management. However, the parent company does not interfere with the Company's day-to-day operations.

3. Collaboration between the Company and the Parent Company

The Company and the parent company collaborate appropriately to enhance operational efficiency through the utilization of shared resources, such as knowledge exchange in technology, financial support, and cooperation in sustainability-related initiatives. Such collaboration is conducted on the basis of transparency and the best interests of both the Group and the Company.

4. Performance Reporting

The Company regularly prepares reports on its operational performance and progress in implementing relevant group policies and submits them to the parent company for the purpose of monitoring the overall performance of the Group. The Company nonetheless retains responsibility and decision-making authority in accordance with its established governance structure.

5. Compliance with Policy Frameworks

The Company conducts its business in accordance with the Group's policy framework while adhering to the principles of Good Corporate Governance, sustainable development, and risk management in order to maintain transparency and build confidence among all stakeholders.

6. Promotion of Sustainable Growth

The Company focuses on operations that create value for shareholders while also taking into consideration the well-being of employees, society, and the environment. In collaboration with the parent company, the Company aims to establish a strong foundation for sustainable long-term growth.

Shareholding diagram of the group of companies

Does your company have any shareholdings in other companies? : No

1.3.2 Shareholding by a person with a potential conflict of interest holding exceeding 10 percent of the voting shares in a subsidiary or associated company

Does the company have a person with potential conflicts of interest holding shares in a subsidiary or associated company? : No

1.3.3 Relationship with major shareholders' business

Does the company have a relationship with a business group of a major shareholder? : Yes

The Company's major shareholder is AIRA Capital Public Company Limited, the parent company of the AIRA Group, which holds 71.55% of the Company's paid-up capital.

AIRA Factoring Public Company Limited is part of the AIRA Group and conducts its business in accordance with the principles of good corporate governance, transparency, and systematic management. The parent company plays a role in setting the overall strategic direction and policy framework for the Group, as well as providing support in terms of resources and group-level risk management.

Nevertheless, the Company maintains operational independence in conducting its business, management, and policy decision-making, under the supervision of the Board of Directors and management in accordance with applicable laws and regulatory requirements. The parent company does not interfere with the Company's day-to-day operations.

Such a relationship supports collaboration among companies within the Group and with business partners, enhancing operational capabilities and supporting the sustainable long-term growth of both the Company and the AIRA Group.

1.3.4 Shareholders

List of major shareholders [1]

As of 31 December 2025, the Company had 10 major shareholders, as presented in the table below. The largest shareholder is AIRA Capital Public Company Limited, which holds 1,144,751,099 shares, representing 71.55% of the Company's paid-up capital. As the parent company, AIRA Capital Public Company Limited is therefore the controlling shareholder and has significant influence over the Company's policy direction, management, and overall business operations.

In addition, the Company has a group of related shareholders belonging to the same family ("Chulangkul"), consisting of both individual and corporate shareholders, namely Mr. Taweechart Chulangkul, Mrs. Hatairat Chulangkul, Mr. Nattapon Chulangkul, and Summit Corporation Company Limited. Collectively, this group holds 246,421,800 shares, representing 15.39% of the Company's paid-up capital.

Group/List of major shareholders	Number of shares (shares)	% of shares
1. AIRA Capital Public Company Limited	1,144,751,099	71.55
2. Mr. Kulwut Wiratmalee	90,439,800	5.65
3. Mr. Thaweechat Jurangkoon	67,893,800	4.24
4. Mrs. Hathairat Jurangkoon	66,035,900	4.13
5. Mr. Nattaphon Jurangkool	65,820,100	4.11
6. Summit Corporation Company Limited	46,672,000	2.92
7. Mr. Natee Rongkratanakul	20,360,000	1.27
8. Mr. Kunakorn Makchaidee	12,000,000	0.75
9. Mrs. Duananong Pharadornchai	9,600,000	0.60
10. Mr. Jarinsak Youngjui	3,000,000	0.19

Remark : [1] *Note: Foreign Shareholding Restriction: Foreign shareholders may hold in aggregate not more than 49 percent of the total issued and paid-up shares of the Company. As of December 31, 2024, foreign investors held 0.00001 percent of the total shares.*

Major shareholders' agreement

Does the company have major shareholders' agreements? : No

1.4 Amounts of registered capital and paid-up capital

1.4.1 Registered capital and paid-up capital

Registered capital and paid-up capital

Registered capital (Million Baht) :	400.00
Paid-up capital (Million Baht) :	400.00
Common shares (number of shares) :	1,600,000,000
Value of common shares (per share) (baht) :	0.25

Has the company listed in other stock exchange?

Has the company listed in other stock exchange? :	No

1.4.2 Other types of share whose rights or terms differ from those of ordinary share

Other types of share whose rights or terms differ from those of ordinary share :	No

1.4.3 Shareholding by Thai NVDR Company Limited (NVDR)

Are shares held by Thai NVDR Company Limited (NVDR)? :	Yes
Number of shares (Share) :	1,634,303
Calculated as a percentage (%) :	0.10

The impacts on the voting rights of the shareholders

The non-exercise of voting rights by mutual funds or NVDR issuers (e.g., Thailand NVDR Co., Ltd.) in shareholders' meetings may affect the voting structure, resolutions, and transparency of corporate governance, especially in cases requiring a supermajority vote, such as amending the company's articles of association or approving major transactions.

This is because Thailand NVDR Co., Ltd. holds 1,596,603 shares in the company, representing only 0.99% of the total number of shares. This shareholding proportion is relatively small compared to other shareholders who may hold a larger number of shares. Therefore, although the non-exercise of voting rights by Thailand NVDR Co., Ltd. has some impact, the impact on voting and meeting resolutions remains low and insignificant.

1.5 Issuance of other securities

1.5.1 Convertible securities

Convertible securities : No

1.5.2 Debt securities

Debt securities : No

1.6 Dividend policy

The dividend policy of the company

The company has a dividend payment policy to pay dividends to shareholders at a rate of not less than 50 percent of net profit each year after deducting various reserves as stipulated in the company's Articles of Association and according to the law. The dividend payment will be considered by taking into account various factors such as the financial status, operating results, and investment plans of the company. The company will consider paying dividends when there are no other necessities that may significantly impact normal operations or the ability to expand the business in the future.

Historical dividend payment information

	2021	2022	2023	2024	2025
Net profit per share (baht : share)	0.0309	0.0283	0.0043	0.0105	0.0093
Dividend per share (baht : share)	0.0250	0.0320	0.0000	0.0200	0.0000
Ratio of stock dividend payment (existing share : stock dividend)	0.0000 : 0.0000	0.0000 : 0.0000	0.0000 : 0.0000	0.0000 : 0.0000	0.0000 : 0.0000
Value of stock dividend per share (baht : share)	0.0000	0.0000	0.0000	0.0000	0.0000
Total dividend payment (baht : share)	0.0250	0.0320	0.0000	0.0200	0.0000
Dividend payout ratio compared to net profit (%)	80.77	113.12	0.00	191.14	0.00

2. Risk management

2.1 Risk management policy and plan

Risk management policy and plan

AIRA Factoring Public Company Limited has established an Enterprise Risk Management (ERM) policy based on the COSO Enterprise Risk Management (ERM) Framework, an internationally recognized standard, in order to ensure that risk management is integrated into the Company's strategic operations and good corporate governance practices. The policy has been approved by the Board of Directors and serves as an important framework for identifying, assessing, managing, and monitoring risks that may affect the Company's vision, objectives, and organizational goals.

The Company emphasizes that all departments and employees at every level recognize the importance of systematic risk management and adhere to a shared risk management process, fostering a strong risk culture across the organization. The Board of Directors, the Audit Committee, the Enterprise Risk Management Sub-Committee, the Credit Committee, management, the Risk Management Unit, and the Internal Audit Unit are responsible for overseeing, supervising, reviewing, and reporting risks according to clearly defined roles and responsibilities. This structure ensures that the overall level of risk remains within the Company's acceptable risk appetite and supports the effective execution of the Company's strategic plans.

The Company has adopted the COSO ERM framework to manage risks in an integrated manner across the organization, considering the following key components:

- Governance & Culture
- Strategy & Objective Setting
- Performance
- Review & Revision
- Information, Communication & Reporting

In this regard, the Company has classified its key risk categories into four main types: Strategic Risk (S), Operational Risk (O), Financial Risk (F), and Compliance Risk (C). These categories serve as the foundation for monitoring and managing significant risks in accordance with the nature of the Company's business. In addition, the Company has integrated ESG (Environmental, Social, and Governance) risk management into all risk categories to support sustainable business growth.

Enterprise Risk Management Plan

The Company prepares an Enterprise Risk Management (ERM) Plan on an annual basis, aligned with the Company's strategic direction and business objectives. The plan identifies key organizational risks, control objectives, and risk indicators, and requires all departments to participate in identifying and reviewing risks within their respective areas of responsibility. The results of such assessments are consolidated to develop the Company's enterprise-wide risk management plan.

The implementation of the risk management plan is regularly monitored and reported to the Enterprise Risk Management Sub-Committee, the Audit Committee, and the Board of Directors. The plan is also reviewed and updated when significant changes occur due to internal or external factors, such as changes in business strategies, economic conditions, portfolio quality, or the business environment. This ensures that the Company's risk management approach remains appropriate and supports the effective achievement of organizational objectives.

The full Risk Management Policy and Plan is published on the Company's website to ensure transparency and accessibility of information for all stakeholders.

Risk Governance Structure

The Company requires that risk management be a shared responsibility across the organizationfrom the Board of Directors, management, executives, and employees at all levelsin order to foster a systematic and sustainable risk and internal control culture (Risk Culture). The risk governance structure is as follows:

Board of Directors

Establishes the Company's risk management policies, objectives, and strategic directions covering all key dimensions of risk. The Board also regularly reviews the adequacy and effectiveness of the Company's risk management and internal control systems.

Audit Committee

Monitors, reviews, and evaluates the adequacy of the Company's risk management and internal control systems, including the internal audit function, to ensure that the risk management framework remains appropriate and effective.

Credit Committee

Provides recommendations and guidance on credit risk management to management in order to promote sound credit management practices and mitigate related risks.

Risk Governance Sub-Committee

Establishes risk management guidelines and tools in alignment with the Company's governance framework, oversees enterprise risk management processes, and evaluates significant risks that may impact the Company.

Senior Management

Oversees risk management within their respective areas of responsibility and participates in relevant committees to ensure that risk management processes are effectively implemented and aligned with organizational objectives.

Risk Owners

Responsible for assessing and analyzing risks within their operational areas, developing risk mitigation measures, evaluating the cost–benefit of risk management options, and continuously monitoring the effectiveness of risk responses.

Risk Management Function

Oversees the implementation of the Company's risk management policies and framework, monitors risk management performance, and prepares risk reports for management, the Enterprise Risk Management Sub-Committee, the Audit Committee, and the Board of Directors. The unit also promotes risk awareness and provides guidance on risk management practices across the organization.

Internal Audit Function

Reviews and evaluates whether operations are conducted in accordance with established policies and procedures, ensuring that the Company's internal control and risk management systems are adequate and appropriate. The Internal Audit Unit reports its findings directly to the Audit Committee.

All Employees

Participate in building a strong risk management culture and comply with the Company's risk management framework in their daily operations.

Enterprise Risk Management Process

The Company manages risks through six key steps, as follows:

1. Strategic Direction Setting

Define strategic objectives and risk management frameworks aligned with the Company's business plan and organizational strategy.

2. Risk Identification

Identify risks that may affect the achievement of organizational objectives at both operational and enterprise levels, considering both internal and external factors.

3. Risk Assessment

Analyze and prioritize risks based on their potential impact and likelihood, using internationally recognized tools and methodologies.

4. Risk Response Planning

Develop clear risk management plans, including preventive measures and mitigation strategies, to ensure operational resilience.

5. Monitoring and Evaluation

Continuously monitor the status and effectiveness of risk mitigation measures and periodically evaluate outcomes to improve risk management processes.

6. Communication and Risk Culture Promotion

Promote awareness and understanding of risk management among employees at all levels through training programs, transparent communication, and strong leadership support.

Enterprise Risk Management by Key Risk Categories

The Company places significant importance on Enterprise Risk Management (ERM) in order to support stable, transparent, and sustainable business operations. Risk management is integrated into corporate governance processes, strategic planning, and day-to-day operations.

The Board of Directors is responsible for overseeing the overall risk management framework, while management is responsible for identifying, assessing, monitoring, and reporting risks on a continuous basis.
The Company categorizes its key risks into four main categories and integrates Environmental, Social, and Governance (ESG) considerations into risk management across all dimensions in order to create long-term value and sustainability.

1. Strategic Risk

Strategic risk refers to risks arising from inappropriate strategy formulation, business planning, or implementation that may not align with changes in the business environment, market competition, technology, regulatory requirements, or customer behavior. Such risks may affect the Company's competitiveness and long-term growth.
The Company regularly reviews its strategies and business plans, taking into account both risks and opportunities related to ESG factors, such as sustainability trends, stakeholder expectations, and regulatory developments. This approach ensures that the Company's operations remain aligned with evolving business directions while creating sustainable value.

2. Financial Risk

Financial risk refers to risks that may affect the Company's financial position, liquidity, and operating performance. Key financial risks include:

Market Risk

Risk arising from changes in interest rates, which may affect the Company's cost of funds. The Company closely monitors market conditions and manages its funding structure appropriately to maintain financial stability.

Liquidity Risk

Risk arising from insufficient liquidity to support the Company's operations. The Company manages liquidity through liquidity planning, cash flow monitoring, and maintaining funding sources consistent with the nature of its short-term lending business.

Credit Risk

Risk that debtors may fail to fulfill their contractual obligations. The Company has established comprehensive credit policies, approval processes, and portfolio monitoring procedures to maintain the quality of its receivables portfolio. ESG-related risks of customers are also considered to reduce potential systemic risks over the long term.

3. Operational Risk

Operational risk arises from failures in internal processes, personnel, information technology systems, or external events that may disrupt operations. This includes risks related to fraud, data security, and business continuity.
The Company has implemented appropriate internal control policies and measures, established a Business Continuity Plan (BCP), and developed contingency plans for IT system disruptions. ESG considerations are also integrated into operational processes, including efficient resource utilization, personal data protection, and minimizing environmental impacts.

4. Compliance Risk

Compliance risk refers to the risk arising from non-compliance with applicable laws, regulations, regulatory requirements, as well as the Company's internal policies and procedures, which may affect the Company's credibility and reputation.

The Company places strong emphasis on good corporate governance, supported by clearly defined policies, procedures, and compliance monitoring mechanisms. In addition, the Company promotes an organizational culture based on ethics, transparency, and accountability in order to strengthen confidence among shareholders and all stakeholders.

2.2 Risk factors

2.2.1 Risk that might affect the company's business, including environmental, social and corporate governance issues

Risk 1 Financial risk from debt default or incomplete debt repayment

Related risk topics : Financial Risk

• Default on payment or exchange of goods

Risk characteristics

Factoring businesses face the risk of default by trade debtors (buyers) which may occur when payment is due but cannot be collected from the trade debtors. However, if the company accepts the assignment of receivables with recourse, the company can claim payment from the client (seller). But if the company accepts the assignment of receivables without recourse, the company will not be able to claim responsibility from the client. As a result, the company may experience bad debts if the trade debtor fails to pay on time.

In addition, the company is also at risk of receiving incomplete payments due to debt deductions between the client (seller) and the trade debtor (buyer), which may arise from trade agreements such as deductions for defective goods, obsolete goods, or trade expenses such as shipping costs or sales returns. This results in a lower amount paid by the trade debtor than the amount of debt the company expects to receive, which may affect the company's cash flow and financial results.

Risk-related consequences

- **Potential losses from bad debts and increased allowance for doubtful accounts**
  If trade debtors are unable to settle their obligations as agreed or make delayed payments, the Company may be required to recognize bad debts or increase the allowance for doubtful accounts. Such circumstances may adversely affect the Company’s operating results and financial position.
- **Impact on the Company’s cash flow and liquidity**
  Defaults or incomplete payments may reduce the Company’s cash inflows and affect its working capital management. This may also limit the Company’s ability to expand its business operations or extend credit facilities to new customers.
- **Potential impact on investor and business partner confidence**
  If the Company experiences a higher-than-expected level of overdue receivables or deductions (Deduction), it may negatively affect the confidence of investors, trading partners, and business counterparts, potentially impacting the Company’s reputation and future business opportunities.
- **Legal risks and commercial disputes**
  Disputes related to trade terms, payment conditions, or deductions may lead to legal proceedings. Such situations may result in additional legal expenses and may adversely affect the Company’s reputation.
- **Impact on revenue structure and profit margins**
  Incomplete payments or deductions by trading partners may lead to a decline in the Company’s revenue and operating profit margins, particularly when such deductions occur frequently or involve significant amounts.

Risk management measures

- **Assessment of the financial position and creditworthiness of customers and trade debtors**
  The Company applies a systematic credit management process, including the analysis of financial statements, payment history, trading limits, and commercial terms, to ensure that exposures remain within the organization's defined Risk Appetite and to minimize the likelihood of payment default.
- **Regular monitoring of financial status and outstanding receivables**
  understanding receivable reports are prepared on a regular basis, and accounts showing unusual patterns are monitored through an Early Warning Signs (EWS) system, such as delayed payments, declining trading volumes, or emerging commercial issues. This enables the Company to take corrective actions in a timely manner.
- **Extending credit to financially sound trade debtors with good payment records**
  The Company focuses on selecting reliable debtors who accept assignment conditions and demonstrate consistent payment histories. Credit consideration also incorporates business factors and relevant **ESG information**f customers in order to avoid transactions with businesses that may present reputational risks or regulatory compliance concerns.
- **Thorough verification of receivables prior to purchase**
  The Company carefully reviews sales contracts, invoices, delivery documents, and commercial agreements before purchasing receivables in order to prevent unexpected deductions and to ensure that receivable purchases are consistent with the Company's risk management policies.
- **Risk management guidelines for deductions (Deduction Risk)**
  The Company conducts a comprehensive review of commercial agreements with each counterparty, including return policies and sales-related expenses, to reduce the likelihood of deductions. Appropriate purchase criteria are established for each counterparty based on their respective risk profiles.
- **Measures to mitigate deduction risks**
  - ○ Review historical trading and payment records for at least six months
  - ○ Consider the nature of products and avoid products with high obsolescence risk or high return rates
  - ○ Determine appropriate Advance Rates in line with the level of risk
  - ○ Require credit limit deposits or collateral in certain cases to mitigate the impact of incomplete payments
  - ○ Apply Credit Scoring models to classify customers and enhance the accuracy of risk assessment
- **Timely resolution of payment defaults**
  The Company has established clear procedures for debt collection, negotiation with counterparties, verification of deduction claims, and legal actions when necessary in order to protect the Company's interests and minimize potential losses.
- **Strengthening operational systems and Business Continuity Planning (BCP) to support receivable monitoring**
  The receivable monitoring and collection processes are supported by integrated IT systems, with regular BCP and Disaster Recovery (DR) testing. This enables the Company to detect irregular receivables and payment-related risks even in the event of system disruptions, thereby reducing the likelihood of losses caused by delayed detection of issues.

Risk 2 Strategic risks stemming from dependence on major customers and the concentration of customer business types.

Related risk topics : Strategic Risk

• Reliance on large customers or few customers

Risk characteristics

The Company's main customer base is small and medium-sized enterprises, which may be vulnerable to economic conditions or related industries. In the event of an economic slowdown or financial crisis, the ability of customers and trade debtors to repay debts may be affected, exposing the Company to credit risk.

Furthermore, reliance on major customers or concentration of customer business types may affect the Company's financial stability. If major customers reduce their service usage or the industries to which the Company provides credit experience problems, the Company's revenue may decline and affect its long-term business stability.

Risk-related consequences

• **Revenue and earnings risk:** If major customers reduce their service usage or if the customer's business is affected by economic conditions, the company's revenue may decline, affecting overall performance.

• **Cash flow and liquidity risk:** Reliance on major customers or specific business groups may expose the company to cash flow and liquidity risks if customers or trade debtors fail to make payments on time.

• **Industry volatility risk:** If the company concentrates its lending in certain industries, it may be affected by market volatility or changes in government policies affecting those industries.

• **Long-term business stability risk:** The concentration of customers or specific business groups may cause the company to lack flexibility in adjusting its strategies, impacting future business growth.

Risk management measures

- **Diversification of customer base and reduction of reliance on large customers:**
  The Company focuses on providing services to small and medium-sized enterprises (SMEs) in order to reduce reliance on large customers and strengthen the stability of its revenue base over the long term. Customer diversification is implemented within the Risk Appetite framework established by the Board of Directors.
- **Industry diversification in credit exposure:**
  The Company adopts a risk diversification strategy by extending credit to customers across various industries in order to reduce the potential impact of business volatility in any particular industry.
- **Establishment of Single Lending Limits:**
  The Company sets maximum credit exposure limits for each customer and each industry in order to prevent excessive concentration risk and to ensure that strategic risk exposure remains within acceptable levels.
- **Selection of financially sound trade debtors:**
  The Company places emphasis on selecting trade debtors with strong financial standing, good payment histories, and clear commercial relationships with customers, in order to ensure that credit risk remains at an acceptable level.
- **Continuous monitoring and evaluation of risk exposure:**
  The Company regularly monitors the structure of its credit portfolio, the proportion of large customers, and industry concentration through its Enterprise Risk Management (ERM) process. The results are reported to the Enterprise Risk Management Sub-Committee and management meetings, enabling timely adjustments to business strategies when necessary.
- **Development of strategies to respond to market changes:**
  The Company has contingency plans and adaptive strategies in place to respond to potential market changes, enabling it to effectively mitigate risks arising from reliance on large customers or specific industries.

Risk 3 Liquidity risk in business operations

Related risk topics : Financial Risk

• Liquidity risk

Risk characteristics

Factoring business is a short-term lending, with an average of no more than 180 days, which relies on funding sources from several financial institutions through overdraft facilities and short-term loans.

The main risk is the non-renewal of promissory notes upon maturity or the reduction or cancellation of credit lines by financial institutions, which may affect the Company's ability to obtain liquidity to support its operations.

Risk-related consequences

• **Impact on business operations:** If the company is unable to provide sufficient liquidity, it may result in the company being unable to provide loans to customers as usual and may lose business opportunities.

• **Reduced cash flow management capabilities:** Uncertainty in funding could lead to an imbalance between cash inflows and outflows, affecting the company's financial stability.

• **Increased financing costs:** If the company has to rely on loans with higher interest rates or needs to find additional sources of funding, it could increase the company's financing costs and impact earnings.

• **Decreased partner confidence:** Liquidity problems may cause customers and business partners to worry about the company's stability, which could affect long-term business relationships.

Risk management measures

• **Managing borrowing facilities in alignment with credit tenor:**

The Company manages its funding structure to align with the tenor of purchased trade receivables, ensuring a balance between cash inflows and outflows. This approach helps maintain liquidity risk at a level consistent with the organization’s Risk Appetite.

• **Diversification of funding sources and maintaining relationships with multiple financial institutions:**

The Company maintains a policy of diversifying funding sources and establishing cooperative relationships with several financial institutions in order to reduce reliance on a single funding provider and enhance flexibility in liquidity management under changing market conditions.

• **Regular monitoring of liquidity status and preparation of financial contingency plans:**

The Company continuously monitors cash flows and liquidity positions while maintaining financial contingency plans to address situations that may affect funding availability. This ensures that the Company can maintain operational continuity.

• **Managing capital structure with consideration of cost and business continuity:**

The Company evaluates its capital structure by considering the cost of funds, borrowing tenors, and alignment with business plans. This helps maintain financial stability and mitigate potential impacts on long-term operating performance.

• **Enhancing operational readiness under emergency situations (Business Continuity):**

The Company places strong emphasis on liquidity preparedness in the event of unforeseen circumstances. Contingency measures and operational guidelines are established under the Business Continuity Plan (BCP) to ensure that funding management and business operations can continue even during crisis situations.

Risk 4 Competitive risks

Related risk topics : Strategic Risk

• Competition risk

Risk characteristics

The factoring business in Thailand has a large number of operators, resulting in intense competition, especially in terms of interest rates and fees. This could pressure the company's net interest margin. In addition, increased competition may also result in more choices for customers, requiring the company to adjust its strategies to retain its customer base and enhance its competitiveness.

However, market competition also contributes to the growth of factoring credit. This is because it allows small and medium-sized enterprises (SMEs) to become more familiar with and understand the factoring business, which may lead to an expansion of the customer base in the long term.

Risk-related consequences

• **Pressure on Net Interest Margin:** Intense competition may force the company to lower interest rates and fees to attract customers, resulting in lower operating profits.

• **Difficulty in expanding the customer base:** If the company is unable to adapt to the competition, it may lose customers to competitors who offer better terms.

• **Financial and operating costs may increase:** The company may need to invest further in technology or service development to enhance its competitiveness, resulting in increased costs.

• **Risk to customer loyalty:** If customers find that other service providers offer better deals, they may switch to competitors' services, resulting in the company having to develop strategies to retain its customer base.

Risk management measures

• **Focusing on high-potential small and medium-sized enterprises (SMEs):**

The Company focuses on serving SME customers, particularly those acting as suppliers to trade debtors across various industries, who have ongoing demand for factoring services. This strategy helps establish a stable revenue base while reducing direct price competition with certain market competitors.

• **Effective credit risk management:**

The Company carefully selects customers with strong financial potential and good payment histories in order to minimize non-performing loans (NPLs) and maintain the quality of its credit portfolio. This approach enables the Company to remain competitive without compromising its credit standards.

• **Continuous development of technology and service processes:**

The Company leverages digital technologies to enhance efficiency, speed, and convenience in service delivery. This also helps reduce operational costs and enables the Company to respond effectively to evolving customer behaviors.

• **Customer-centric service approach:**

The Company adopts a customer-centric approach by developing service models tailored to the specific needs of different customer segments. This allows the Company to differentiate itself from competitors and improve overall customer satisfaction.

• **Maintaining close relationships with customers:**

The Company emphasizes providing advisory support and practical recommendations to customers in order to strengthen confidence, trust, and long-term customer loyalty.

• **Leveraging the Company's strengths as a competitive advantage:**

- **Expertise in the factoring business:** With more than **25 years of experience**, the Company is able to provide appropriate advisory services and respond effectively to customers' financing needs.
- **Strong risk management capabilities:** The Company's robust risk management framework enables it to select high-quality trade debtors and maintain a strong credit portfolio.
- **Continuous development of digital technology:** The Company continues to enhance digital systems to improve convenience, reduce operational costs, and elevate service quality on an ongoing basis.

Risk 5 Information Technology Risks

Related risk topics : Operational Risk

• Information security and cyber-attack

Risk characteristics

The Company places significant importance on the development and utilization of information technology systems to support its factoring business operations, including the purchase of trade receivables, customer data management, and digital service delivery. As a result, the Company's operations rely heavily on information systems.

Risks related to information technology systems may arise from system instability, system availability issues, or cybersecurity incidents. If the system experiences disruptions, cyberattacks, or data breaches, it may affect the continuity of business operations, the efficiency of service delivery, customer confidence, as well as the Company's reputation and corporate image.

In addition, cyber threats continue to increase in both frequency and sophistication, such as ransomware attacks, unauthorized system access, or personal data breaches. These incidents may create financial, legal, and corporate governance impacts for the Company.

Risk-related consequences

• **Impact on business continuity:** If the company's information system fails, it may disrupt the lending process and customer service, affecting business efficiency.

• **Risk of data loss or unauthorized access:** In the event of a cyberattack, customer data may be stolen or misused, affecting customer confidence and the company's reputation.

• **Cost of system and data recovery:** Addressing cyber threats may require additional resources and budget, such as recovering data from malware attacks or strengthening security systems.

• **Risk of violation of legal requirements and data protection standards:** If data is leaked, the company may be investigated and held liable under the Personal Data Protection Act (PDPA) or international data security standards.

Risk management measures

- **Continuous development and enhancement of information technology systems:**
  The Company continuously invests in the development and enhancement of its Core Factoring system and E-Factoring platform to ensure system stability and the ability to support increasing transaction volumes and operational activities. In addition, specialized personnel are assigned to oversee system architecture and database management to support efficient business operations.
- **Implementation of Information Technology Security Policy (IT Security Policy):**
  The Company has established and enforced an IT Security Policy by implementing various technology control

measures, including firewalls, Intrusion Detection and Prevention Systems (IDS/IPS), access control mechanisms, and data encryption. These measures aim to prevent and mitigate risks arising from cyber threats.

- **Establishment and testing of Business Continuity Plan and Disaster Recovery Plan (BCP / DRP):**
  The Company has implemented a Business Continuity Plan (BCP) and Disaster Recovery Plan (DRP) for its information technology systems. In 2025, the Company conducted an IT BCP test in the form of data recovery from a backup data center covering critical business systems. The test results demonstrated that systems and data could be successfully restored within the predefined Recovery Time Objective (RTO) and Recovery Point Objective (RPO), not exceeding 24 hours, and that operations could resume normally. This reflects the readiness of the Company's infrastructure and the effectiveness of its IT contingency measures.
- **Strengthening IT infrastructure resilience:**
  The Company continuously enhances its technology infrastructure, including the implementation of network and server redundancy, in order to improve service continuity and reduce the impact of potential technical failures or equipment disruptions.
- **Monitoring, testing, and promoting cybersecurity awareness:**
  The Company continuously monitors cyber threats and conducts appropriate security testing, such as penetration testing, while also providing training programs to enhance employees' awareness of information security and cybersecurity risks. These initiatives help mitigate risks arising from human factors.
- **Compliance with data protection laws and regulatory requirements:**
  The Company places strong emphasis on complying with applicable personal data protection laws and related information security practices to ensure that customer and organizational data are properly safeguarded.

Risk 6 Reliance on Personnel Risk

Related risk topics : Operational Risk

• Reliance on employees in key positions

Risk characteristics

The company recognizes its employees as the primary resource driving the business towards its goals. However, relying on specific personnel, especially in key positions or those with specialized expertise, may expose the company to risks in the event of key personnel departures, a shortage of skilled personnel, or time-consuming recruitment processes.

The lack of skilled personnel could impact organizational efficiency and hinder the continuous transfer of knowledge, potentially leading to delays in business operations.

Risk-related consequences

• **Impact on business continuity:** If key personnel leave without a succession plan, certain positions may lack capable management, resulting in slower or disrupted operations.

• **Reduced competitiveness:** If companies are unable to attract and retain talented individuals, they may lose their competitive edge in the market.

• **Increased recruitment and development costs:** The loss of highly skilled personnel may require companies to spend significant time and resources on recruiting and training new employees.

• **Loss of critical organizational knowledge:** Without knowledge transfer from experienced personnel to newer employees, companies may lose valuable knowledge and practices.

Risk management measures

• Establishment of a Succession Plan:

The Company has developed a succession plan for positions that are critical to business operations by identifying high-potential personnel and providing them with the necessary skills and development opportunities to ensure readiness to assume responsibilities when organizational changes occur.

• Continuous development and enhancement of employee competencies:

The Company provides regular training and development programs to enhance employees' competencies, including professional knowledge related to the factoring business, management skills, and capabilities required to adapt to a changing business environment.

• Promotion of knowledge sharing and teamwork:

The Company encourages internal knowledge exchange through knowledge-sharing activities and cross-team collaboration in order to disseminate expertise, reduce reliance on specific individuals, and strengthen operational continuity.

• Fostering an organizational culture that supports growth and employee engagement:

The Company emphasizes creating a working environment that promotes learning, collaboration, and employee participation. This approach enhances employee engagement with the organization and reduces risks associated with dependence on specific positions.

• Retention and development of high-potential employees:

The Company places importance on retaining talented employees by establishing clear **career development paths**, conducting appropriate performance evaluations, and providing motivation and incentives to support long-term employee retention within the organization.

Risk 7 Corruption risks

Related risk topics : Operational Risk

• Corruption

Risk characteristics

The company operates under the principles of good governance and transparency. However, factoring loans involve credit analysis processes, document verification, and financial transactions, which can be channels for fraud, corruption, or unfair business practices if there is no strong internal control system.

Potential risks include falsification of trade documents, provision of false information in loan applications, collusion between employees and external parties, or abuse of authority for personal gain, which could affect the company's reputation, credibility, and stability.

Risk-related consequences

• Financial damage and increased bad debts: If fraud occurs in loan disbursement, the company may face financial losses from lending to customers who are unable to repay their debts, resulting in increased loan loss provisions.

• Risk to the reputation and confidence of shareholders and customers: Fraud or corruption can cause the company to lose credibility, resulting in customers, partners, and investors losing confidence in the company.

• Impact on compliance with laws and business standards: If the company fails to control fraud, it may be investigated or prosecuted, affecting its business status and potentially leading to fines or legal penalties.

• Unfair work environment and lack of good corporate culture: Without effective anti-fraud measures, some employees may exploit improper channels for personal gain, affecting organizational culture and overall work efficiency.

Risk management measures

- **Establishment of clear internal control systems and approval authorities:**
  The Company has implemented transparent and well-defined internal control processes, covering customer identification procedures, credit approval based on reliable financial information and supporting documents, and clearly defined credit approval authority levels. These measures are designed to prevent and mitigate risks associated with fraud.
- **Systematic verification and monitoring of commercial transactions:**
  The Company verifies trade documents, confirms receivable balances with trade debtors, and continuously monitors transactions until payment is received. These procedures help prevent document falsification or the submission of inaccurate information.
- **Implementation of an anti-corruption policy:**
  The Company has established an Anti-Corruption Policy and promotes an organizational culture of transparency and zero tolerance toward all forms of corruption. The Company also provides whistleblowing channels through its website, along with appropriate measures to protect whistleblowers.
- **Internal audit and reporting to the Board:**
  The Company conducts regular internal audits on matters related to fraud risk and internal controls. Audit findings and risk status are reported to the Audit Committee and presented to the Board of Directors on a quarterly basis to ensure continuous oversight and monitoring.
- **Promoting awareness and proactive fraud prevention measures:**
  The Company regularly organizes training and internal communications on anti-corruption practices to enhance awareness among employees at all levels. The Company is also considering the adoption of appropriate tools or technologies, such as data analytics, to help detect behaviors that may indicate potential fraud risks.
- **Participation in the Private Sector Collective Action Against Corruption (CAC):**
  The Company has been certified and continues to renew its membership in the Private Sector Collective Action Against Corruption (CAC). This reflects the Company's commitment to conducting business with transparency, strong corporate governance, and a zero-tolerance approach toward all forms of corruption.

Risk 8 Operational risks related to employee conduct

Related risk topics : Operational Risk

• Human error in business operations

Risk characteristics

Operational risks may arise from human error, process failures, or internal communication breakdowns, potentially leading to subpar loan services and debtor management that deviate from established standards.

Furthermore, the company's operations involve collaboration with business partners, such as trade debtors and financial institutions, necessitating interconnected processes and coordination among multiple parties. Any errors in any step can cause delays and impact the company's efficiency.

Risk-related consequences

• **Impact on data accuracy and operations:** Errors in recording credit data or operational processes can lead to incorrect decisions, affecting the quality of credit management.

• **Increased burden of investigation and problem-solving:** If operational errors occur, additional resources and time may be required to investigate and resolve the issues, potentially reducing business efficiency.
• **Impact on the company's credibility:** Errors in credit management or operational delays can lead to a loss of confidence among customers and partners.
• **Delays in responding to business partners:** If data connectivity between the company and its business partners is inaccurate, it can lead to delays in credit approvals or factoring operations.

Risk management measures

- **Establishment of Standard Operating Procedures (SOPs):**
  The Company has developed clear Standard Operating Procedures (SOPs) for key operational processes to ensure that employees perform their duties in accordance with consistent standards and to reduce operational risks arising from errors in work processes.
- **Continuous development of employee knowledge and skills:**
  The Company regularly provides training and skill development programs related to operational processes to enhance employees' understanding of work procedures, reduce operational errors, and improve overall business efficiency.
- **Establishment and testing of the Business Continuity Plan (BCP):**
  The Company has established a Business Continuity Plan (BCP) to address potential disruptions affecting critical operational processes. The plan is reviewed and tested periodically, as appropriate, to ensure that the Company can continue its business operations in the event of unforeseen circumstances.
- **Enhancing coordination accuracy with business partners:**
  The Company has implemented procedures for verifying information and confirming transactions with trade debtors and financial institutions to ensure data accuracy, reduce discrepancies, and improve operational efficiency.
- **Improving management structure and internal communication:**
  The Company continuously improves its internal communication and coordination processes to ensure clarity, speed, and effectiveness. This helps reduce operational complexity and supports efficient decision-making across the organization.

Risk 9 Risks of Significant Shareholders' Influence on Management

Related risk topics : Strategic Risk

• Corporate ownership structure risk

Risk characteristics

The Company's major shareholders are Ira Capital Public Company Limited, which holds 71.55 percent of the paid-up capital, and Summit Corporation Limited, which holds 2.92 percent of the paid-up capital. These major shareholders have the power to control voting at the shareholders' meeting, such as the appointment of directors and decisions on important matters of the Company that require a majority vote.

As major shareholders have influence over the management of the Company, decisions made at the shareholders' meeting may tend to favor the interests of the major shareholder group. This may result in minority shareholders having a limited balancing role in overseeing the Company.

Risk-related consequences

• Risk of imbalance in management: Major shareholders may influence decisions that affect the company's direction or strategy, whereby minority shareholders may not be adequately protected.

• Risk of conflicts of interest: If major shareholders have influence over the board of directors or management, it may result in decisions that benefit only certain groups, which may affect the interests of minority shareholders.

• Risks to governance and transparency: The high level of control by major shareholders may raise questions about the transparency of the company's management, which may affect investor confidence.

• Risks to the protection of minority shareholder rights: Minority shareholders may have limited opportunities to express their opinions or participate in important company decisions.

Risk management measures

- **Establishment of checks and balances through the Board of Directors and Independent Directors:**
  The Company has appointed five Independent Directors who possess qualifications in accordance with the requirements of the Stock Exchange of Thailand. Among them, three Independent Directors serve as members of the Audit Committee, responsible for overseeing, reviewing, and providing checks and balances to ensure that management operates in accordance with the principles of good corporate governance.
- **versight of transactions that may involve conflicts of interest:**
  The Audit Committee plays a key role in reviewing and providing opinions on connected transactions and transactions that may involve conflicts of interest to ensure compliance with applicable laws, as well as the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission (SEC). Such considerations are undertaken with due regard to the best interests of the Company and its shareholders as a whole.
- **Promotion of good corporate governance and transparency in management:**
  The Company conducts its business in accordance with the principles of good corporate governance, emphasizing fairness in decision-making and the disclosure of complete, accurate, and timely information. This ensures that all groups of shareholders have equal access to important information.
- **Protection of shareholder rights and promotion of minority shareholder participation:**
  The Company places importance on protecting the rights of minority shareholders by providing opportunities for them to raise questions, express opinions, and participate appropriately in shareholder meetings. Shareholder meetings are conducted in a fair, transparent, and verifiable manner.

Risk 10 Emerging risks arising from climate change and disasters

Related risk topics : Strategic Risk

• Climate change and disasters

Risk characteristics

Climate change and natural disasters, such as floods, storms, heat waves, or wildfires, may impact the assets of clients and business partners, causing delays in factoring operations. The resulting damage may lead to liquidity issues for clients, affecting their ability to repay debts and directly impacting the company.

Furthermore, stricter environmental regulations, such as carbon emission requirements or sustainability standards, may increase the company's operating costs and reduce its competitiveness. Additionally, supply chain disruptions caused by disasters may prevent the company's clients from operating smoothly, potentially leading to long-term credit risks.

Risk-related consequences

• **Damage to the customer base and supply chain:** Natural disasters may cause the company's customers to lose liquidity or be unable to continue their businesses, affecting debt payments and the stability of the loan portfolio.

• **Increased operating costs:** Investing in digital systems to support emergency situations, including adapting to environmental standards, may create a higher cost burden.

• **Regulatory risks and environmental requirements:** Changes in regulations regarding carbon emissions or the use of renewable energy may affect business operations and increase the cost of regulatory compliance.

• **Long-term business uncertainty:** Climate change and global warming may lead to unpredictable economic and environmental crises, which may affect the stability of the company and its business partners.

Risk management measures

The Company has developed a Business Continuity Management (BCM) framework to address risks arising from climate change and potential disasters. This framework is integrated with the Company's Enterprise Risk Management (ERM) framework and its commitment to sustainable business practices (ESG) in order to ensure business continuity even during crisis situations. The key approaches are as follows:

- **Business Continuity Governance and Management (BCM / BCP):**
  The Company has established a BCM framework to respond to emergency situations and disasters that may affect business operations. Business continuity management is integrated with the enterprise risk management process, with regular monitoring and reporting to the relevant committees in accordance with the established reporting schedule.
- **Human resource management for emergency preparedness:**
  The Company enhances employees' capabilities and skills to enable them to perform substitute roles in emergency situations. This approach helps reduce reliance on specific individuals, maintain operational continuity, and minimize the impact of the absence of critical personnel.
- **Data management and information technology systems:**
  The Company has implemented data backup systems and disaster recovery plans utilizing backup data centers to support disaster scenarios and maintain the availability of critical information systems. This enables the Company to resume operations promptly when disruptions occur.
- **Climate change and ESG risk management:**
  The Company considers climate change and environmental factors in its strategic planning and credit risk management processes. It also promotes sustainable business practices and encourages customers and business partners within the supply chain to adapt to environmental challenges in order to mitigate long-term disaster and environmental risks.
- **Building an organizational culture of preparedness and resilience:**
  The Company has established clear procedures and guidelines for responding to emergency situations and encourages employees and management at all levels to participate in risk management and business continuity efforts, thereby strengthening stakeholder confidence.

Risk 11 Environmental, Social, and Governance (ESG) Risks

Related risk topics : Strategic Risk

• ESG risk

Risk characteristics

Factoring businesses face environmental, social, and governance (ESG) risks as they are directly involved in industries that impact the environment and society. Lack of proper oversight can put companies at a competitive disadvantage and reduce credibility with investors and customers.

1. Environmental Risks

• Indirect impacts from customers who may violate environmental regulations, such as using unsustainable resources or exceeding pollution standards, which may affect their ability to repay debts.
• The need to adapt to environmental policies, such as the EU's Net Zero and Thailand's environmental standards, which may increase operating costs.

2. Social Risks

• Societal expectations regarding equality, non-discrimination, and respect for human rights. If the company is perceived as not complying, it may affect the image and trust of customers and society.
• Improper human resource management, such as unfair compensation or lack of employee skill development opportunities, can affect efficiency and employee retention.

3. Governance Risks

• Lack of transparency or non-compliance with regulations may lead to corporate governance risks, such as conflicts of interest or inadequate disclosure.
• Without strong anti-fraud measures, there is a risk to the company's reputation and shareholder confidence.

Risk-related consequences

• **Reduced competitiveness:** Failure to adapt to ESG standards may cause the company to lose business opportunities and limit access to funding sources from investors who prioritize ESG.
• **Increased operating costs:** The need to invest in environmental projects, develop environmentally friendly technologies, or comply with new regulations may increase operating costs.
• **Risks to reputation and the confidence of shareholders and customers:** If the company fails to comply with ESG principles or encounters issues impacting society or governance, it may lose trust from customers, investors, and business partners.
• **Impact on employees and society:** If the company does not prioritize labor rights and employee benefits, it may lead to dissatisfaction within the organization, which affects productivity and the ability to attract talented personnel.

Risk management measures

The Company integrates Environmental, Social, and Governance (ESG) risk management into its Enterprise Risk Management (ERM) framework and business strategy to ensure that operations are conducted in a responsible, transparent, and sustainable manner. Key measures are as follows:

Environmental Risk Management

The Company supports financing for environmentally responsible businesses and those that operate in line with environmental impact reduction practices. At the same time, the Company promotes internal operational practices that reduce resource consumption through the adoption of digital systems, thereby reducing paper usage and improving energy efficiency.
In addition, the Company has implemented internal carbon management practices and has received certification from the Thailand Greenhouse Gas Management Organization (Public Organization) – TGO, reflecting its commitment to

reducing environmental impact. The Company also plans to continuously enhance its environmental standards to support long-term sustainable business operations.

Social Risk Management

The Company places importance on social responsibility and stakeholder engagement by promoting responsible access to financial resources for SME entrepreneurs, thereby supporting the growth of the business sector and the overall economy.

In terms of human resource management, the Company emphasizes fair employment practices covering compensation, welfare, workplace safety, and continuous employee development. The Company also encourages social activities and employee participation under CSR and ESG initiatives, aiming to strengthen employee engagement and create shared value with society.

Governance Risk Management

The Company conducts its business in accordance with the principles of good corporate governance, transparency, and accountability. It maintains effective internal control and internal audit systems and strictly adheres to its Anti-Corruption Policy.

The Company discloses important information transparently and comprehensively through its annual report and various communication channels to ensure equal access to information for all stakeholders. The Company also provides whistleblowing channels for employees and stakeholders, with appropriate protection measures for whistleblowers. In addition, training programs on corporate governance, ethics, and ESG are regularly provided to executives and employees to foster an organizational culture rooted in integrity and responsibility.

2.2.2 Risk to securities holders

Are there any risk factors affecting securities holders? : Yes

Risk 1 Risks to equity investors from capital market volatility, economic conditions, and regulatory changes

Related risk topics : Risk to Securities Holder

• Other : Capital market volatility, economic conditions, regulatory changes

Risk characteristics

Investing in the company's securities may face risks from several factors, such as capital market volatility, economic conditions affecting the company's performance, stock liquidity risk, and regulatory changes that may affect the company's share value.

• **Market Volatility and Economic Conditions:** The stock market may be affected by domestic and international factors such as monetary policy, interest rates, inflation, or political uncertainty, which may cause the company's share price to fluctuate accordingly.

• **Company Performance Risk:** If the company's performance does not meet targets, such as decreased revenue, increased bad debt ratios, or decreased profits, it may reduce investor confidence, resulting in a decline in the share price.

• **Stock Liquidity Risk:** If the company's shares have low trading volume, investors may not be able to buy or sell shares at their desired prices, affecting their ability to profit from the investment.

• **Regulatory Change Risk:** Changes in laws and regulations of the stock exchange or regulatory bodies, such as tax policies or disclosure requirements, may affect investor confidence and share prices.

Risk-related consequences

• **The company's share value may fluctuate:** If the company is affected by the economic climate or negative factors impacting its performance, it may lead to a decline in share price, affecting investor returns.

• **Decreased investor confidence:** If the company is unable to effectively manage economic, performance, or market risks, it may lead to a lack of investor confidence and a decrease in the company's shareholdings.

• **The company's financial costs may increase:** If the company's share price declines, it may affect the company's ability to raise capital through the issuance of new shares or reduce the attractiveness of investment for business partners.

Risk management measures

1. Manage financial performance to be stable and grow sustainably: The company implements business strategies by focusing on stable growth, reducing credit risk, and managing costs effectively to generate good financial performance and meet targets.

2. Increase transparency in information disclosure to investors: The company adheres to good corporate governance principles and discloses important information that may affect investors' decisions, such as financial performance, business plans, and risk management, through annual reports and shareholder meetings.

3. Promote stock liquidity and maintain investor confidence: The company focuses on building continuous relationships with investors through Investor Relations activities to provide accurate and up-to-date information, as well as promoting long-term shareholding to enhance stock liquidity.

4. Monitor and adapt to changing regulations and economic conditions: The company monitors capital market news and trends, and adjusts its management strategies to comply with relevant laws and regulations to ensure that the company can operate continuously and mitigate potential risks.

These measures enable the company to manage investment risks effectively, mitigate potential impacts on the value of securities, and build long-term investor confidence.

2.2.3 Risk to securities holders from investing in foreign securities (applicable to only foreign companies)

Are there any risk factors affecting securities holders from investing in foreign securities? : No

3. Business sustainability development

3.1 Policy and goals of sustainable management

Sustainability Policy

Sustainability Policy : Yes

3.1.1 Overview of the Sustainability Policy

The Company conducts its business under the concept of Shared Value, aiming to support business growth while contributing to social development and considering environmental impacts. This is achieved through responsible and accessible financial services that align with the needs and expectations of stakeholders throughout the value chain, including customers, business partners, employees, shareholders, and society as a whole.

The Company adopts its sustainability policy as a framework for defining strategic direction, risk management, and organizational operations, based on the principles of Environmental, Social, and Governance (ESG). This approach seeks to balance business performance with social responsibility and transparent, accountable corporate governance.

The Company's sustainability policy is aligned with the United Nations Sustainable Development Goals (SDGs) and serves as a reference framework for developing action plans, targets, performance indicators, and monitoring mechanisms across three dimensions: Economic and Governance, Social, and Environmental. This framework supports the Company's stable and sustainable long-term growth.

3.1.2 Sustainability Governance Structure and Roles of Relevant Committees

The Company has established a clear sustainability governance structure to ensure that sustainability considerations are integrated into the Company's strategic direction, risk management, and business decision-making processes. Roles and responsibilities are defined across the Board of Directors, relevant subcommittees, and management to ensure that sustainability initiatives are implemented systematically, transparently, and subject to monitoring and evaluation.

Board of Directors

The Board is responsible for setting policy direction and overseeing the overall sustainability strategy to ensure alignment with the Company's business strategy and risk management framework. The Board reviews and approves sustainability policies, goals, and operational approaches that have been screened by relevant committees, and acknowledges key developments to ensure that the Company's business operations adhere to good corporate governance principles and create long-term value.

Nomination and Remuneration and Corporate Governance for Sustainability Committee

This committee is responsible for reviewing sustainability policies, strategies, and operational approaches before proposing them to the Board of Directors for consideration. The committee also oversees the implementation of sustainability practices to ensure alignment with good corporate governance principles, relevant standards, and regulatory guidelines. In addition, the committee acknowledges progress reports on sustainability performance at least once a year and reports key matters to the Board of Directors as appropriate.

Management

Management is responsible for translating sustainability policies and strategies into practical implementation by

establishing appropriate action plans, targets, and performance indicators. Management also allocates resources, monitors performance, and reports progress as well as significant sustainability-related issues to the relevant committees to support governance oversight and strategic decision-making.

3.1.3 Sustainability Management Practices

The Company has established sustainability management practices consistent with its sustainability policy and governance structure by integrating ESG considerations into business operations, risk management, and the development of financial products. This integration ensures that sustainability initiatives can be effectively implemented in practice.

Economic and Governance Practices

The Company aims to achieve sustainable business growth within an acceptable risk framework by focusing on industries and customer segments with long-term potential. At the same time, the Company maintains prudent credit portfolio management and appropriate risk diversification.

The Company continuously develops and enhances its financial products and services through digital technologies to improve efficiency, streamline transaction processes, and enhance customer experience, while ensuring data security and managing information technology risks.

In terms of governance, the Company operates under the principles of good corporate governance through the oversight of the Board of Directors and relevant subcommittees, adherence to the Code of Conduct, implementation of anti-corruption measures, and transparent disclosure practices in order to build confidence among stakeholders.

Social Practices

The Company places importance on developing employee capabilities and improving quality of life by promoting continuous learning and skill development. The Company also ensures a safe working environment with appropriate occupational health standards and fair employee welfare practices, while respecting human rights and promoting non-discrimination.

In addition, the Company conducts corporate social responsibility (CSR) initiatives alongside its business operations to create shared value with communities and society. These initiatives include collaboration with partners, support for education and public health, and the promotion of financial literacy to enhance access to financial resources for small entrepreneurs and SMEs.

Environmental Practices

The Company implements environmental practices aimed at reducing operational impacts and improving resource efficiency. This includes transitioning operational processes toward digital platforms such as e-Factoring and online service channels, which help reduce paper usage, travel, and energy consumption.

The Company also incorporates environmental considerations into its credit assessment process in order to support environmentally responsible businesses and continuously promote environmental awareness within the organization.

Sustainability management goals

Does the company set sustainability management goals : Yes

3.1.4 Sustainability Targets, Action Plans, and Performance

The Company establishes sustainability targets and action plans aligned with its corporate strategy and risk management framework. Appropriate performance indicators (KPIs) are defined to enable effective monitoring and evaluation, ensuring that sustainability initiatives deliver tangible outcomes and that progress can be transparently communicated to stakeholders.

Economic and Governance Dimension

- Increase credit transaction volume by not less than 10% per year, within the Company's acceptable risk framework.
- Develop digital financial products and services such as e-Factoring and Online Factoring.
- Report risk management performance to relevant committees on a quarterly basis, and conduct BCP testing at least once per year.
- Maintain corporate governance standards at the "Very Good – Excellent" level.

Social Dimension

- Ensure 100% of employees receive Occupational Health and Safety (OHS) training annually.
- Operate in accordance with policies on human rights, equality, and non-discrimination.
- Promote knowledge development in ESG, ethics, and personal data protection.
- Continuously implement CSR activities and financial literacy programs for SMEs.

Environmental Dimension

- Implement Digital-by-Default practices to reduce resource consumption.
- Increase the value or proportion of Green Loans by at least 10% per year compared with the previous year (baseline year: 2024).
- Obtain certification of Carbon Footprint for Organization (CFO) Scope 1–2 and begin collecting Scope 3 data (business travel).
- Organize environmental awareness activities at least once per year.

3.1.5 Review and Monitoring of Sustainability Performance

The Company has established a systematic process for monitoring and reviewing sustainability performance to ensure that operations are aligned with the defined policies, targets, and action plans, while also responding appropriately to changes in the business environment and emerging risks.

Management is responsible for monitoring and compiling performance results based on sustainability indicators across each dimension. Progress reports, significant issues, and recommendations are prepared and presented to the Nomination and Remuneration and Corporate Governance for Sustainability Committee at least once per year.

The outcomes of these reviews are used to improve sustainability plans, targets, and practices for the following period. The process is also linked to the Company's risk management and strategic development, while sustainability information is disclosed transparently through the 56-1 One Report and the Company's digital communication channels.

Alignment of Sustainability Initiatives with the United Nations Sustainable Development Goals (UN SDGs)

ESG Dimension	SDG	Relevant Issues	Company's Implementation Approach	Reference Section

Economic & Governance	**SDG 8**	Sustainable growth of SMEs and the overall economy	Support SME access to financing through factoring services and the development of financial products within an appropriate risk framework	3.1.3, 3.1.4
Economic & Governance	**SDG 9**	Financial innovation and digital infrastructure	Develop e-Factoring and Online Factoring, strengthen IT systems, cybersecurity, and BCP readiness	3.1.3, 3.1.4, 3.1.5
Economic & Social	**SDG 10**	Equal access to financial services	Reduce barriers to financing through digital channels and promote financial and digital literacy for SMEs	3.1.3, 3.1.4
Environmental	**SDG 12**	Efficient resource utilization	Promote Digital-by-Default operations, reduce paper usage, implement 3Rs principles, and adopt environmentally responsible procurement practices	3.1.3, 3.1.4
Environmental	**SDG 13**	Greenhouse gas reduction and management	Measure and manage carbon footprint (Scope 1–2 and initial Scope 3) and promote Green Loans / ESG Finance	3.1.3, 3.1.4
Governance	**SDG 16**	Governance, transparency, and anti-corruption	Operate under CG principles with internal control systems, risk management, whistleblowing channels, and transparent disclosure	3.1.2, 3.1.3, 3.1.5

Social & Governance	**SDG 17**	Partnerships with stakeholders	Collaborate with partners, communities, and educational institutions to implement CSR initiatives and promote financial and digital literacy	3.1.3, 3.1.4

United Nations SDGs that align with the organization's sustainability management goals : Goal 8 Decent Work and Economic Growth, Goal 8 Decent Work and Economic Growth, Goal 9 Industry, Innovation and Infrastructure, Goal 9 Industry, Innovation and Infrastructure, Goal 10 Reduce Inequalities, Goal 10 Reduce Inequalities, Goal 12 Responsible Consumption and Production, Goal 12 Responsible Consumption and Production, Goal 13 Climate Action, Goal 13 Climate Action, Goal 16 Peace, Justice and Strong Institutions, Goal 16 Peace, Justice and Strong Institutions, Goal 17 Partnerships for the Goals, Goal 17 Partnerships for the Goals

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 : Yes

Review of the Sustainability Policy and/or Sustainability Management Targets During the Past Year

During the past year, the Company conducted a systematic review of its sustainability policies and management targets to assess their appropriateness and alignment with the Company's corporate strategy, business context, changes in economic conditions, significant risks, stakeholder expectations, and applicable corporate governance standards.

The review was carried out through the monitoring and evaluation process of sustainability performance across the three dimensions: Economic and Governance, Social, and Environmental. Management compiled performance results against the established plans, targets, sustainability indicators, and material ESG issues, together with relevant recommendations. These were presented to the Nomination and Remuneration and Corporate Governance for Sustainability Committee for acknowledgment and consideration at least once a year, in order to support governance oversight and policy review.

Based on the review conducted during the year, the Committee concluded that the Company's sustainability policies and management targets remain appropriate, comprehensive, and aligned with the organization's strategic direction. Therefore, no significant changes to the core sustainability policy were deemed necessary. The results of the review were subsequently reported to the Board of Directors in accordance with the established governance process.

Changes and Developments in the Sustainability Policy and/or Sustainability Management Targets During the Past Year

Although the Company's sustainability policy remained substantively unchanged, the Company continued to enhance and develop its sustainability targets and implementation approaches during the year to ensure greater alignment with the business environment and to enable clearer monitoring and evaluation of performance.

Key developments during the year included:

- **Enhancing sustainability targets and performance indicators** by making them more quantitative and closely linked to the Company's corporate strategy and risk management framework.
- **Strengthening the integration of Environmental, Social, and Governance (ESG)** considerations into business operations, governance processes, and business decision-making in a more systematic manner.
- **Incorporating recommendations from the Board and relevant committees** into the development and refinement of the Company's medium-term sustainability plans and strategies, ensuring that sustainability initiatives are clearly directed and aligned with the Company's long-term business growth.

These developments reflect the Company's commitment to conducting business responsibly under the principles of good corporate governance and creating sustainable value for all stakeholder groups. The Company discloses sustainability progress through the 56-1 One Report and other appropriate communication channels in a transparent and verifiable manner.

3.2 Management of impacts on stakeholders in the business value chain

The Company recognizes the importance of stakeholders at every stage of its business operations and places emphasis on managing potential impacts throughout the business value chain. The Company strives to create a balance between business growth, social responsibility, and good corporate governance in order to generate sustainable value for all stakeholder groups.

Given the nature of the Company's business as a factoring service provider and financial service provider for entrepreneurs, particularly small and medium-sized enterprises (SMEs), which play an important role in the country's economic system and supply chains, the Company interacts with a diverse range of stakeholders both within and outside the organization. The Company therefore adopts the business value chain concept as a framework for systematically identifying, analyzing, and managing potential impacts in a transparent manner and in alignment with the principles of good corporate governance.

3.2.1 Business value chain

Business Value Chain

The Company operates a factoring and related financial services business with the objective of creating value for key stakeholders throughout the business value chain. This value chain spans upstream, midstream, and downstream activities, encompassing efficient funding management, credit services delivered under prudent risk management frameworks, and continuous customer engagement. Through these processes, the Company supports fair and transparent access to financing for SMEs while ensuring compliance with applicable laws and regulatory requirements. The Company's value chain reflects the relationships among stakeholders who play significant roles in governance and business operations, including shareholders, financial institutions, business partners, customers, employees, and regulatory authorities. In addition, the Company contributes positively to the broader economy by supporting liquidity and enhancing the growth potential of SME businesses.

The structure of the Company's value chaincovering upstream, midstream, and downstream activities as well as the identification of stakeholders involved at each stagehas been developed based on the Company's business context, operational characteristics, and its objective of delivering appropriate value to stakeholders. This framework is reviewed at the management level and reported to relevant committees to serve as a guideline for overseeing, monitoring, and advancing the Company's sustainability initiatives.

Primary Activities

1. Funding Sourcing and Liquidity Management

The Company manages funding sources obtained from financial institutions and business partners in alignment with its business structure and risk appetite. Emphasis is placed on liquidity management and financial cost efficiency to ensure the Company's capability to continuously and sustainably provide factoring services to customers. This area is considered an important aspect of risk management and business continuity oversight by the Board.

2. Factoring Services and Credit Operations

Midstream activities include credit application intake, credit risk analysis and assessment, credit approval, contract preparation, and ongoing credit management throughout the contract period. These processes are conducted under

clearly defined and fair lending policies aligned with good governance principles, ensuring transparency and mitigating risks associated with credit services.

3. Service Delivery and Financial Transaction Management

The Company delivers financial services through secure digital platforms and financial systems. Customers are able to receive funds, track transaction status, and manage financial transactions conveniently and accurately. The Company places strong emphasis on personal data protection, cybersecurity, and compliance with applicable legal requirements.

4. Marketing, Communication, and Customer Relationship Management

The Company conducts marketing and communication activities to provide accurate, fair, and appropriate information about its financial products and services to target customers. In addition, the Company maintains ongoing customer engagement after credit services are provided through advisory services, credit line monitoring, payment reminders, and complaint and feedback channels. These measures are designed to enhance service quality and maintain long-term customer relationships.

Support Activities

In addition to the primary activities, the Company undertakes supporting activities that enable the value chain to operate effectively, including:

- **Partner management and procurement**, through the selection of suppliers and service providers that meet transparent and ethical standards aligned with good governance principles
- **Technology and information systems development**, including cybersecurity management and personal data protection
- **Human resource management**, aimed at developing employees' capabilities, knowledge, and ethical standards in alignment with the Company's business operations
- **Corporate infrastructure and organizational management**, including accounting, finance, enterprise risk management, and corporate governance systems, which form the foundation of sustainable business operations

The Company's value chain is designed to systematically connect business activities and stakeholders to enhance the value of its financial services. This framework supports business growth while maintaining effective risk management, transparency, and social responsibility over the long term.

Overview of Business Value Chain Activities

The Company operates a factoring business and related financial services for entrepreneurs, particularly small and medium-sized enterprises (SMEs), which play an important role in the country's economic system and supply chains. The Company therefore places importance on managing business activities throughout the entire value chain, covering upstream, midstream, and downstream processes, to ensure that operations are conducted efficiently, transparently, and in accordance with the principles of good corporate governance.

The Company's business value chain can be divided into three main stages:

1. **Upstream Activities** – covering governance, funding sourcing, and supporting systems that are essential to the Company's business operations.

2. **Core Business (Midstream Activities)** – representing the Company's primary operations, including the provision of factoring services, credit risk management, and loan portfolio management.
3. **Downstream Activities** – relating to the outcomes of business operations, relationship management, and the impacts on external stakeholders.

The Company utilizes this value chain structure as a framework to identify stakeholders, assess potential impacts, and determine appropriate management approaches at each stage of operations. This approach supports sustainable business growth while balancing social responsibility and long-term sustainability.

3.2.2 Analysis of stakeholders in the business value chain

The Company has conducted an analysis of stakeholders across the business value chain by considering the linkages between key activities at each stage of the value chainupstream, midstream, and downstreamand the relevant stakeholder groups. This process enables the Company to appropriately and systematically identify stakeholder expectations, key impact issues, and suitable response approaches.

The analysis covers both internal and external stakeholders, taking into account their level of influence on the Company's business operations, potential risks and opportunities, as well as expectations in the economic, social, and governance dimensions. This ensures that stakeholder relationship management aligns with the Company's corporate strategy, risk management framework, and sustainability objectives.

The results of this analysis are used as a basis for determining appropriate response strategies, designing engagement channels, and continuously monitoring stakeholder-related issues for each stakeholder group. The details of the stakeholder analysis within the business value chain are presented in the table below.

Details of stakeholder analysis in the business value chain

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
Internal stakeholders			
• Board of director		1. Enhance organizational structure and career paths. The company refined its structure to boost efficiency, foster collaboration, and implement KPI-based evaluations. It also developed career paths, talent programs, and succession planning to cultivate future leaders. 2. Improve compensation and benefits. The company	• Online Communication • Internal Meeting • Complaint Reception • Training / Seminar

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
	• Acknowledgment and understanding of the organization's policies, business directions, and operational approaches. • Opportunities for professional development, skill enhancement, and career growth within the organization. • Fair and competitive compensation and benefits packages that align with industry standards. • A supportive system that promotes work-life balance, enabling employees to maintain a healthy equilibrium between their professional and personal lives. • Comprehensive care and support in areas such as health, safety, and job security, ensuring the well-being and stability of employees. • A management approach that prioritizes human rights, equality, and fair opportunities for all individuals within the organization.	established competitive packages using KPI-based evaluations, adjusting salaries and bonuses, benchmarking against industry standards, and enhancing benefits like health insurance and provident funds. 3. Promote workplace health and safety. The company conducted annual health check-ups, promoted exercise programs, and held fire drills to ensure well-being and emergency preparedness. 4. Encourage work-life balance. The company supported flexible work arrangements (Work From Home, Work From Anywhere) and flexible hours to improve efficiency and reduce stress. 5. Develop a succession plan. The company created a Successor Development Plan with leadership programs, job rotation, and mentorship to prepare individuals for key roles and ensure continuity.	

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
Internal stakeholders			
• Employees	• Job security, career growth opportunities, and capability development • Fair compensation and employee benefits • Health, safety, and work–life balance • Equality and respect for human rights	• Development of organizational structure, career paths, and succession planning • KPI-based performance evaluation system and performance-based compensation • Occupational Health and Safety (OHS) training, annual health check-ups, and fire evacuation drills • Work-from-Home (WFH) policy and flexible working arrangements	• Online Communication • Internal Meeting • Complaint Reception • Training / Seminar
External stakeholders			
• Shareholders	• Sustainable business operations with the ability to generate long-term returns • Payment of appropriate and consistent dividends • Transparent, fair, and auditable business operations • Shareholders receive accurate, complete, and timely information to support investment decisions	1. Provide shareholders with appropriate returns based on company performance, profitability, and dividend policy. 2. Disclose accurate, adequate, and timely information via the Annual Report, 56-1 One Report, company website, and SET filings, ensuring equal access to material information. 3. Conduct business per Good Corporate Governance (CG) principles, emphasizing transparency, fairness, accountability, risk management, and social	• Press Release • Online Communication • Annual General Meeting (AGM) • Complaint Reception

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		responsibility. 4. Hold Annual General Meetings (AGM) consistently, allowing shareholders to express opinions, raise questions, and propose business directions to reflect their perspectives. 5. Support proactive shareholder communication through quarterly meetings, Investor Relations Reports, and Opportunity Day participation to build confidence in company growth. 6. Strictly comply with SET and SEC regulations to ensure business operations align with established standards.	
External stakeholders			

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
• Competitors	• Conduct business and competition fairly, transparently, and ethically. • Exchange constructive ideas to support mutual industry development. • Respect trade regulations and fair competition standards. • Develop business potential to create a competitive environment that promotes overall industry growth.	1. Adhere to Fair Competition Principles: Conduct business ethically within trade regulations, avoiding unfair methods for competitive advantage. Respect competitors' rights and refrain from misappropriating trade secrets. 2. Maintain Ethical Business Standards: Avoid distorting or disseminating misleading information about competitors. Comply with fair competition laws and regulatory guidelines on business information protection. 3. Foster Industry Collaboration: Exchange constructive ideas with competitors via business associations or trade forums. Cooperate in developing industry standards to ensure transparency and mutual benefit. 4. Prevent Monopolies & Promote Market Fairness: Support free competition without unjustified barriers. Follow regulatory guidelines and fair competition laws to maintain market balance and equal opportunities.	• External Meeting • Others • Participate in meetings of factoring associations and forums to exchange ideas, track industry trends, and enhance business conduct standards.

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
External stakeholders			
• Creditor • Suppliers • Business partners • Financial institution	• Select suppliers transparently and fairly, using clear and verifiable criteria. • Treat all business partners equally and without discrimination. • Strictly adhere to the terms and conditions stipulated in the contract to build trust and sustainable business relationships. • Uphold the principles of good governance and transparency, ensuring no corruption or conflict of interest in the procurement process. • Ensure partners receive agreed-upon compensation within the specified timeframe to facilitate stable business operations.	1. Establish Transparent Policies & Practices: Implement a Procurement Policy outlining scope, criteria, and processes to ensure standardization, transparency, and accountability. Adhere to Good Corporate Governance, promoting fairness and equality with all partners. Provide clear, accurate, and transparent business communication to support informed decision-making. 2. Strengthen Business Relationships: Organize meetings to foster relationships, exchange ideas, and explore joint business opportunities. Collaborate with affiliates to expand market reach and support new ventures. 3. Ensure Compliance with Trade & Bank Regulations: Operate per trade agreements to build long-term trust. Honor agreements with banks and trade creditors, ensuring alignment with business plans and liquidity. 4. Maintain Financial Discipline: Pay interest	• Press Release • External Meeting • Annual General Meeting (AGM) • Complaint Reception

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		and repay loans on schedule to uphold financial credibility and strong creditor relationships.	
External stakeholders			
• Customers • Others • Trade receivables	• Receive accurate, complete, and timely information about the company's products and services. • Access products and services easily, conveniently, and quickly, with reasonable prices. • Have a system to ensure the security of customer information, confidentiality, and privacy. • Receive transparent, fair, and equal services.	1. Transparent and Fair Communication • Establish fair, clear, and easy-to-understand contracts and terms of service. • Provide accurate, complete, and unbiased information about products and services. 2. Confidentiality and Personal Data Protection • Maintain strict confidentiality of customer and debtor information. • Refrain from disclosing information to third parties unless consent is obtained from the customer or as required by law. 3. Quality Customer-Centric Service • Provide advice on products and services with the customer's best interests in mind. • Deliver prompt and efficient services to support the business agility of customers and debtors. 4. Technological Advancement and	• Visit • Online Communication • Complaint Reception

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		Service Accessibility • Develop and enhance the efficiency of digital systems, enabling customers to access products and services with ease and convenience. • Leverage digital technology to enhance service delivery and meet customer needs in the digital age. 5. Risk Management and Fraud Prevention • Implement a rigorous and systematic approach to credit risk management. • Establish measures to prevent business crimes and financial fraud. 6. Fair and Equal Service Provision • Conduct business with integrity and provide fair services to all customer groups. • Maintain equal service standards for all customers. 7. Customer Satisfaction Survey • Conduct a satisfaction survey of a sample group of 500 customers to assess quality in three key areas: • Product Factoring - Product suitability, usability, and value. • Service Delivery -	

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		Convenience, speed, and efficiency of service. • Trustworthiness - Customer confidence in using the company's services.	
External stakeholders			
• Government agencies and Regulators	• Business operations comply with relevant laws, regulations, and rules. • Transparency, verifiability, and good governance standards. • Effective and auditable risk management system. • Promotion of Corporate Governance and responsible business practices.	1. Compliance with Laws & Regulations • Establish policies and SOPs aligned with relevant laws. • Maintain Compliance and Internal Audit Departments to monitor adherence. • Provide ongoing employee training on regulations and requirements. 2. Risk Management & Internal Audit • Implement risk management to mitigate operational risks and legal violations. • Conduct periodic internal audits to ensure compliance with standards. 3. Transparency & Auditability • Disclose key company information to regulators and stakeholders accurately. • Maintain a traceable document and data storage system. 4. Communication & Collaboration with	• Online Communication • External Meeting

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		Regulators • Engage regularly with regulators via the Compliance Department to align with evolving requirements. • Participate in audits, policy meetings, and regulatory seminars. • Collaborate with government agencies on industry regulations.	
External stakeholders			
• Others • Society and Environment	• The Company conducts its business with integrity, transparency, and good corporate governance. • The Company supports the improvement of the quality of life of communities and society. • The Company plays a role in promoting social initiatives and participating in community development activities.	1. Responsible and Transparent Business Operations • Adhering to Corporate Governance principles and anti-corruption practices, including participation in the Thai Private Sector Collective Action Against Corruption (CAC). • Supporting and providing financing to businesses that operate with social and environmental responsibility (Sustainable Finance). • Building collaboration with public and private sector organizations to support projects that promote sustainability. 2. Social and Community Development • Supporting SMEs and local businesses in	• Social Event • Online Communication

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		gaining access to financial resources to strengthen the grassroots economy. • Implementing various corporate social responsibility (CSR) initiatives, such as: o The CSR Outing "Green Tourism" project at Bang Kobua, Samut Prakan, which promotes low-carbon tourism and community development. o Donations of funds and essential supplies to schools, hospitals, and underprivileged communities. o Organizing volunteer activities that encourage employee participation in social support initiatives.	
External stakeholders			
• Others • Environment and Natural Resources	Conduct business with consideration for environmental impacts and contribute to the conservation of natural resources.	Environmental Protection and Conservation Initiatives 1. "Care the Wild – Plant & Protect" Reforestation Project The Company collaborated with the Stock Exchange of Thailand (SET) and the Market for Alternative Investment Listed Companies Association (maiA) to plant trees on	• Training / Seminar • Others • Participate in environmental conservation activities.

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		an area of 91 rai at Ban Oi and Ban Boonreng Community Forests, Rong Kwang District, Phrae Province. The project supports the "Plant & Protect" concept to increase green spaces, restore ecosystems, and enhance carbon absorption capacity. 2. Greenhouse Gas Reduction (Carbon Reduction) The Company supports Low Carbon Tourism through CSR activities, such as environmentally friendly travel and waste reduction initiatives in tourist destinations. In addition, the Company promotes energy-saving measures within the organization, including the use of LED lighting and energy-efficient electrical appliances. 3. Paperless Policy and Resource Reduction The Company implements E-Document and e-Factoring systems to reduce paper consumption in business processes. Employees are encouraged to follow the "Think Before Print" principle and to use recycled paper where appropriate, supporting efficient resource	

Group of stakeholders	Stakeholders' expectations	Responses to stakeholder expectations	Channels for engagement and communication
		management and environmental sustainability.	
External stakeholders			
• Others • Media	Accurate and transparent information	Communicate information responsibly and factually.	• Press Release • Online Communication

Communication with Shareholders and Investors

The Company places importance on communicating and disclosing accurate, complete, transparent, and timely information to shareholders, investors, analysts, and stakeholders in the capital market. This approach aims to strengthen confidence in the Company's business operations and support investors in accessing important corporate information fairly and equally, in accordance with the principles of Transparency and Fair Disclosure.

Accordingly, the Company has established several channels for communication and information disclosure to shareholders and investors, as follows:

1. Information Disclosure through Media and Press Releases

The Company issues press releases regarding its operating results, business direction, and operational plans. It also provides information and interviews to media outlets covering the economy, finance, and capital markets on a regular basis in order to disseminate important corporate information to the public and investors.

In 2025, the Company's press releases were disseminated through electronic media and various communication channels, including economic news websites, online media, and social media platforms such as Facebook and X, as well as relevant print media related to the capital market.

2. Participation in the SET Opportunity Day

The Company participates in Opportunity Day, organized by the Stock Exchange of Thailand (SET), to present operating results, clarify business direction, and provide investors and analysts with the opportunity to ask questions directly to the Company's management.

In 2025, the Company participated in one Opportunity Day session to present its operating results for the second quarter of 2025, held on 20 August 2025 via the SET's online meeting platform.

3. Information Disclosure through the SET System

The Company discloses material corporate information through the SETLink system of the Stock Exchange of Thailand accurately, completely, and within the required timeframe, in compliance with the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand. This ensures that shareholders and investors can access information equally.

4. Information Disclosure through the Company's Website

The Company provides an Investor Relations (IR) section on its website to disclose key information for shareholders, investors, and the general public, including:

- The Company's financial statements
- The 56-1 One Report and annual reports
- Stock Exchange announcements
- The Company's press releases
- Corporate governance information
- Investor Relations information

This initiative facilitates shareholders and investors in conveniently accessing and monitoring the Company's information on a continuous basis.

Value Chain Enhancement for Efficiency and Sustainability

The Company focuses on managing its business value chain efficiently and sustainably by integrating operations across all stages of the value chainupstream, midstream, and downstreamin alignment with corporate strategy, risk management practices, and Environmental, Social, and Governance (ESG) principles. This approach aims to enhance competitiveness, mitigate risks, and create long-term value for all stakeholder groups.

Key approaches to enhancing the Company's value chain consist of three main dimensions, as follows:

1. Operational Efficiency

The Company leverages technology and digital innovation to improve its factoring and financial service processes, enhancing speed, accuracy, and transparency while reducing operational costs and risks. Key initiatives include:

- Applying information technology solutions for customer screening, credit analysis, and loan portfolio risk management.
- Enhancing E-KYC and Digital Lending systems to strengthen identity verification and credit approval processes, ensuring security, transparency, and compliance with regulatory requirements.
- Developing end-to-end digital lending platforms that enable customers to apply for, obtain approval for, and manage financing more efficiently.
- Strengthening cybersecurity systems and personal data protection measures to mitigate technology-related risks and build confidence among customers and business partners.

2. Strategic Partnership Development

The Company emphasizes the development and expansion of strategic partnerships to create additional value across the business value chain and to enhance entrepreneurs' access to financing, particularly for SMEs. Key approaches include:

- Expanding collaboration with government agencies, private sector organizations, financial institutions, and digital platforms to develop financial solutions that respond to evolving market needs.
- Building strategic relationships based on mutual benefits, fostering trust and sustainable growth with business partners.
- Implementing Supply Chain Finance programs to support liquidity and financial stability for businesses within the supply chain.
- Promoting sustainable finance and green financing initiatives, including providing suitable financial terms to environmentally responsible businesses.

3. Sustainable and Responsible Business Practices (ESG Integration)

The Company integrates ESG principles into the management of its value chain to ensure that business growth is conducted responsibly and sustainably. Key initiatives include:

- Selecting and managing suppliers and business partners based on ethical standards, transparency, and social and environmental responsibility.
- Implementing Carbon Footprint reporting to assess and reduce environmental impacts associated with business operations.
- Promoting digital technologies, paperless transactions, and efficient resource utilization to reduce energy consumption and waste.
- Supporting circular economy concepts within the organization and encouraging environmental initiatives in collaboration with partners and stakeholders.

Integration with Corporate Governance and Risk Management

The Company's value chain enhancement approach is closely linked with its corporate governance framework, enterprise risk management system, and sustainability materiality assessment. This integration ensures that activities across the value chain contribute to value creation, risk mitigation, and sustainable long-term growth.

Identification of Material Sustainability Topics and Monitoring Process

Sustainability Materiality Assessment

The Company places significant importance on sustainable business development by integrating the economic, social, environmental, and governance (ESG) dimensions into its business operations and enterprise risk management framework. This approach ensures that the Company's growth remains stable, transparent, and capable of creating long-term value for stakeholders throughout the business value chain.

In identifying key sustainability issues, the Company has studied and referenced relevant frameworks and standards, including the guidelines of the Stock Exchange of Thailand (SET), sustainability disclosure practices within the financial and factoring industries, and international standards such as the Global Reporting Initiative (GRI). These references are considered alongside the Company's business context, risk management framework, and stakeholder expectations to ensure that the identified material issues are relevant and practically applicable.

To align sustainability operations with business strategy and stakeholder expectations, the Company conducted a Sustainability Materiality Assessment using the Double Materiality approach, which considers both the impact on the Company's business performance and the impact on the economy, society, and environment, including effects on stakeholders throughout the value chain. This process enables the Company to identify and prioritize ESG issues that are significant to its operations.

Sustainability Materiality Assessment Process

The Company applies the **Double Materiality approach** to identify and prioritize sustainability issues by considering:

- **Financial Impact** – the potential impact on the Company's business operations and financial performance
- **Sustainability Impact** – the potential impact on society, the environment, and stakeholders

This approach ensures that both business perspectives and social responsibility considerations are comprehensively reflected. The key steps in the process include:

1. Analysis of Sustainability Context and Trends

The Company analyzes internal and external factors that may affect long-term business operations, such as laws and regulations related to financial services and lending businesses, ESG trends, industry best practices, technological

developments, customer behavior, and capital market expectations. These factors serve as the foundation for identifying sustainability issues that may influence the Company's stability, competitiveness, and reputation in the long term.

2. Stakeholder Information Collection

The Company gathers information, opinions, and expectations from key stakeholder groups both internally and externally through appropriate engagement channels, such as meetings and feedback mechanisms. These stakeholders include the Board of Directors and management, shareholders and investors, customers and business partners, as well as regulators, communities, and society. The collected data is analyzed together with the business context to ensure that material issues reflect stakeholder expectations appropriately.

3. Prioritization of Sustainability Issues

The Company utilizes a Materiality Matrix to prioritize sustainability issues by considering the level of impact on business operations, associated risks and opportunities, and the significance of stakeholder expectations. This process enables the Company to identify high-priority issues that require systematic management.

4. Review and Validation of Material Issues

The results of the materiality assessment are reviewed at the management level and presented to the relevant Sustainability Committee and management meetings for acknowledgment. This ensures that the identified issues are aligned with the Company's strategic direction, business context, and enterprise risk management framework.

Material Sustainability Topics

Based on the assessment process, the Company prioritizes sustainability topics by considering business context, risks and opportunities, and stakeholder input across the value chain. These topics reflect both the impact on business performance and the broader economic, social, and environmental impacts.

The identified sustainability issues are closely linked to both primary and supporting activities within the Company's value chain, including funding management, factoring operations, credit risk management, financial technology utilization, stakeholder relationship management, and governance practices.

The Company categorizes material sustainability topics into three key dimensions:

Economic and Governance Dimension (Economic & Governance)

- Financial performance and financial stability
- Innovation in digital financial products and services
- Enterprise risk management and corporate governance (ERM / CG)
- Compliance with financial institutions' requirements and commercial obligations
- Business partner development
- Workforce management and labor relations
- Cybersecurity and personal data protection

Social Dimension (Social)

- Fair competition and responsible business conduct
- Supporting SMEs' access to financing
- Development of Supply Chain Finance for ESG-aligned SMEs
- Anti-corruption and anti-bribery practices
- Social risk management

Environmental Dimension (Environmental)

- Financing support for environmentally friendly businesses

- Environmental risk management

High-Impact Material Sustainability Topics

From the prioritization process, the Company identified the following high-impact sustainability issues, which are closely linked to the Company's business strategy, risk management framework, and stakeholder expectations across the value chain:

1. **Responsible Lending and Financial Transparency**
2. **Green Finance and Sustainable Loan Products**
3. **ESG Risk Management and Compliance**

These material topics serve as the foundation for defining sustainability management approaches, setting targets, and monitoring performance on an ongoing basis.

Management Approach to Material Sustainability Topics

The Company establishes management approaches for each material sustainability topic in alignment with its corporate governance framework, enterprise risk management system, and value chain operations.

1. Responsible Lending and Financial Transparency

Objective

To establish transparent and fair lending processes, reduce bias, and prevent corruption-related risks.

Current Actions

- Applying standardized credit approval criteria
- Providing channels for complaints and feedback
- Conducting employee training on ethics and responsible lending practices

Future Plans

- Regularly reviewing and improving credit policies and procedures
- Enhancing systems for monitoring and controlling credit portfolio quality

2. Green Finance and Sustainable Loan Products

Objective

To support environmentally responsible business practices and promote sustainable growth among customers.

Current Actions

- Providing loan programs or preferential interest rates for businesses implementing environmentally friendly practices
- Promoting Supply Chain Finance development for ESG-aligned businesses

Future Plans

- Expanding the scope of green financing and sustainable financial products
- Building partnerships to develop financial solutions that support sustainable business models
- Promoting preferential financing access for customers classified as green businesses

3. ESG Risk Management and Compliance

Objective

To strengthen ESG risk management practices in alignment with business context and regulatory requirements.

Current Actions

- Compliance with relevant laws and regulations, including Personal Data Protection Act (PDPA) requirements
- Implementation of cybersecurity measures
- Monitoring and evaluating ESG-related risks associated with business operations

Future Plans

- Enhancing ESG risk management standards and data protection practices
- Developing ESG guidelines for customers and business partners
- Regularly reviewing related policies and operational processes

Monitoring and Reporting

The Company reviews its material sustainability topics at least annually and continuously monitors progress in implementing the defined management approaches through its enterprise risk management and performance reporting processes.

The results and progress of sustainability initiatives are disclosed through the Integrated Annual Report (56-1 One Report) and other appropriate communication channels, reflecting the Company's commitment to transparency, accountability, and sustainable business practices.

3.3 Management of environmental sustainability

3.3.1 Environmental policy and guidelines

The Company recognizes its environmental responsibility as a financial service provider and conducts its business under a governance framework that complies with applicable environmental laws, regulations, and requirements, as well as sustainability practices aligned with the business strategies of the Company and its subsidiaries.

Given the nature of the Company's factoring business, which primarily operates through office-based activities and digital systems, the Company's direct environmental impact is relatively limited. However, the Company acknowledges the potential indirect environmental impacts that may arise through financing support and its business value chain. Therefore, environmental considerations have been integrated as one of the Company's material sustainability topics.

The Company has established environmental guidelines and practices as part of its organizational management, risk management, and daily business operations. These initiatives aim to improve resource efficiency, reduce negative environmental impacts, and support long-term sustainable growth. In addition, the Company is in the process of further developing clearer environmental targets and performance indicators to strengthen the systematic management of environmental issues.

Environmental policy and guidelines

Environmental policy and guidelines :	Yes
Environmental guidelines :	Fuel management, Renewable/clean energy management, Waste management, Biodiversity management, Greenhouse gas and climate change management, Others : Environmental Awareness and Participation

Environmental Practices of the Company

The Company integrates environmental considerations into its business operations throughout the value chain, focusing on efficient resource utilization, greenhouse gas reduction, and the promotion of environmentally responsible financial activities. Key environmental practices include the following:

1. Efficient Management of Energy, Fuel, and Resources

The Company operates in a building that has received LEED Gold certification, designed to enhance energy efficiency. The building utilizes glass structures that allow greater natural lighting, reducing electricity consumption for lighting. In addition, LED lighting systems and automatic lighting controls are installed throughout the office.

The Company regularly maintains and inspects electrical equipment to minimize unnecessary energy consumption. Corporate vehicle usage is also managed appropriately to reduce fuel consumption and carbon dioxide emissions associated with operational activities.

2. Reduction of Resource Consumption and Waste from Operations

The Company has developed a digital document management process for financial transaction documentation, replacing traditional paper-based submission by customers. This includes the use of e-Factoring systems, electronic document storage, and internal communication through digital platforms to reduce paper usage, minimize waste, and improve service efficiency.

Furthermore, the Company follows the 3Rs principle (Reduce, Reuse, Recycle) by promoting waste segregation and ensuring that hazardous waste is handled and disposed of by qualified external specialists in a safe and appropriate manner.

3. Greenhouse Gas Management and Climate Change

The Company monitors and reports greenhouse gas emissions covering Scope 1, Scope 2, and Scope 3, in accordance with internationally recognized guidelines. These emissions data have been verified by the Thailand Greenhouse Gas Management Organization (Public Organization) (TGO) to enhance the credibility and transparency of the disclosed information.

The Company implements measures to reduce greenhouse gas emissions from its operations, such as minimizing unnecessary travel through the use of online meeting systems, improving office energy efficiency, and supporting carbon offset initiatives, including reforestation projects and carbon credit mechanisms where appropriate.

4. Promotion of Environmentally Friendly Financial Products

The Company develops financial products that support greenhouse gas reduction, including Green Finance, to promote environmentally responsible activities among customers and support the transition toward a low-carbon economy.

5. Environmentally Responsible Procurement

The Company supports the procurement of products and services that consider environmental impacts by referencing recognized environmental standards such as Green Label certification or ISO 14001. The Company also selects suppliers and business partners that operate in accordance with environmental standards and promotes efficient resource utilization and the reduction of consumable materials.

6. Biodiversity Conservation and Environmental Participation

Although the Company's business operations do not directly impact ecosystems, the Company supports environmental conservation initiatives, such as tree planting and environmental CSR activities involving employees and local communities. These initiatives aim to raise awareness and encourage participation in sustainability efforts.

The Company also promotes environmental awareness among employees through internal communication and sustainability activities, fostering an organizational culture that emphasizes environmental responsibility.
Environmental Targets and Strategic Direction

The Company establishes environmental targets and directions aligned with its corporate strategy and climate risk management framework to enhance operational efficiency, transparency, and performance monitoring. Key areas include:

1. Greenhouse Gas Reduction and Management

The Company has designated 2024 as the baseline year for monitoring greenhouse gas emissions covering Scope 1, Scope 2, and Scope 3, based on verified data from the Thailand Greenhouse Gas Management Organization (TGO). The Company plans to review emission trends and reduction measures during 2025 and 2026 in order to develop appropriate quantitative targets in subsequent periods.

2. Environmental Governance and Monitoring

The Sustainability Subcommittee oversees and monitors greenhouse gas emissions and other key environmental issues, reporting progress to management meetings at least once per year. This ensures that environmental initiatives remain aligned with strategic directions and that climate-related risks are appropriately managed.

3. Increasing the Proportion of Green Finance

The Company aims to increase the proportion of environmentally friendly financial products or green financing by at least 10% per year, supporting the transition toward a low-carbon economy and reducing environmental impacts throughout the business value chain.

4. Improving Resource and Energy Efficiency

The Company continuously seeks to reduce energy and resource consumption within its operations. 2024 is used as the baseline year for monitoring data, and annual assessments of energy and fuel consumption trends are conducted to identify opportunities to improve building efficiency, electrical systems, and fuel usage.

5. Expansion of Digital Operations

The Company aims to increase the proportion of digital financial services, including e-Factoring systems and electronic document management, to reduce paper usage, minimize waste, and enhance operational efficiency. The proportion of digital transactions is monitored as a key performance indicator.

6. Development of Monitoring and Disclosure Systems

The Company seeks to strengthen systems for monitoring, evaluating, and disclosing environmental data in a systematic, transparent, and verifiable manner. Environmental data, including energy consumption, greenhouse gas emissions, and Green Finance activities, are integrated into the Company's annual reporting and communication channels.

7. Environmental Engagement and Continuous Improvement

The Company has established targets to promote environmental participation both internally and with stakeholders, including:

- Organizing at least one environmental activity per year
- Encouraging participation from at least 50% of employees
- Promoting environmental awareness and low-carbon practices as part of the Company's organizational culture

The Company aims to ensure that environmental initiatives go beyond traditional CSR activities and become a mechanism for building an organizational culture that prioritizes environmental responsibility, while supporting long-term greenhouse gas reduction goals.

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

Review of environmental policies, guidelines, and/or goals over the past year :	Yes
Changes in environmental policies, guidelines, and/or goals :	Fuel management, Renewable/clean energy management, Waste management, Biodiversity management, Greenhouse gas and climate change management, Others : Environmental Awareness and Participation

In 2025, the Company reviewed and enhanced its environmental policies, practices, and targets, building upon initiatives first introduced in 2024. These improvements were aimed at establishing clearer structures, strengthening systematic implementation, and enabling continuous monitoring and evaluation. Key developments are summarized as follows:

1. Enhancement of Greenhouse Gas Management and Establishment of a Baseline Year

In 2025, the Company prepared its organizational greenhouse gas emissions report for the first time, using 2024 as the baseline year, covering emissions under Scope 1 and Scope 2.

The Company arranged for the emissions data to be verified by an independent verifier registered and certified by the Thailand Greenhouse Gas Management Organization (Public Organization) (TGO) in order to enhance the accuracy, transparency, and credibility of the disclosed information.

The establishment of this baseline enables the Company to systematically track trends in greenhouse gas emissions, energy consumption, and fuel usage, and to support the development of quantitative reduction targets in the future. For example, each department has been assigned to collect data on electricity consumption, fuel usage, and emission-related activities within their operations for use in preparing the Carbon Footprint report.

The Company also organized training sessions for executives and relevant employees on Scope 1 and Scope 2 principles and proper data collection practices. In addition, the Company plans to expand the scope of emissions reporting in 2026, using 2025 data, to cover Scope 1, Scope 2, and Scope 3 emissions, thereby strengthening its climate risk management framework.

2. Establishment of Quantitative Targets for Green Finance

Previously, the Company supported environmentally related projects under Green Project initiatives as a policy guideline. In 2025, the Company established a clear quantitative target by aiming to increase the proportion of environmentally friendly financial products (Green Finance) by at least 10% per year.

This target reflects the Company’s transition from a policy-based approach to a measurable performance-based approach, linking environmental finance initiatives with the Company’s strategy for sustainable and high-quality growth under the ESG framework.

3. Review of Energy and Resource Utilization Practices

The Company reviewed its energy and resource management practices, linking the expansion of digital operationssuch as e-Factoring systems and electronic document managementwith its objectives to reduce paper consumption, minimize waste, and reduce unnecessary travel.

At the same time, the Company established a mechanism to monitor energy and fuel consumption data on an annual basis, using 2024 as the baseline year, in order to identify improvement measures and continuously enhance operational efficiency.

4. Strengthening Environmental Governance Mechanisms

In 2025, the Company enhanced its environmental governance framework by assigning the Sustainability Subcommittee the responsibility to oversee and monitor greenhouse gas emissions management and key environmental issues.

The Subcommittee reports progress to management meetings at least once per year, ensuring that environmental performance and climate-related risks are monitored systematically. This mechanism represents a transition from operational-level environmental management to structured governance-level oversight.

3.3.2 Environmental operating results

Environmental Performance

In 2025, the Company implemented environmental initiatives in accordance with its established policies and practices, with the objective of reducing environmental impacts arising from its operations. As the Company primarily operates a financial services business conducted through office-based operations and digital systems, emphasis has been placed on efficient resource utilization, waste reduction, greenhouse gas management, employee awareness, and the promotion of environmentally friendly financial products. Key environmental performance outcomes are summarized as follows:

1. Resource Reduction and Waste Management

Targets

- Reduce paper consumption and operational waste
- Promote waste separation and recycling within the organization

Performance in 2025

The Company continued to develop digital working processes, including the e-Factoring system, electronic document management, and online communications, which have significantly reduced paper usage and office materials. In parallel, the Company implemented waste separation measures and encouraged the reuse of materials in line with the 3Rs principle (Reduce, Reuse, Recycle).

In 2025, the Company separated recyclable waste totaling 691 kilograms, generating THB 1,531 in value. Details are as follows:

- Black-and-white paper: 345 kilograms, valued at THB 1,035
- Cardboard boxes: 80 kilograms, valued at THB 80
- Plastic bottles: 75 kilograms, valued at THB 225
- Shredded paper and envelopes: 191 kilograms, valued at THB 191

In addition, the Company promoted waste separation through internal communications and encouraged the reduction of waste generated from coffee grounds through internal email campaigns. Employees were encouraged to reuse coffee grounds as organic fertilizer or odor-absorbing materials rather than disposing of them as waste. This initiative supports the Company’s Zero Waste concept on an ongoing basis.

Proceeds from the sale of recyclable materials were awarded to the Company's cleaning staff as an incentive, promoting employee participation and encouraging sustainable waste management practices within the organization.

2. Energy and Resource Efficiency

Targets

- Monitor and assess energy consumption trends annually
- Reduce energy and fuel consumption from internal operations

Performance in 2025

The Company continued to implement energy efficiency measures, using 2024 as the baseline year to monitor trends in energy and fuel consumption. Digital systems and online meetings were promoted to reduce unnecessary travel. Employees were also encouraged to switch off lights and electrical equipment after use and to utilize energy-efficient equipment within the office.

Quantitative performance in 2025 indicates that the Company consumed 8,972 liters of gasoline, reduced from 9,150 liters in 2024. Electricity consumption totaled 24,284 kilowatt-hours, decreasing from 28,707 kilowatt-hours in 2024.

These results reflect improved resource efficiency and provide an important foundation for further energy efficiency initiatives in the future.

3. Greenhouse Gas Management

Targets

- Use 2024 as the baseline year
- Review trends and develop quantitative targets for 2025–2026
- Expand assessment coverage to Scope 1, Scope 2, and Scope 3

Performance in 2025

The Company strengthened its greenhouse gas management through the preparation of the Organization Carbon Footprint report based on 2024 baseline data, covering Scope 1 and Scope 2 emissions. The report was verified by an independent verifier registered and certified by the Thailand Greenhouse Gas Management Organization (Public Organization), ensuring transparency and credibility of disclosed information.

In 2025, the Company began collecting greenhouse gas emission data covering Scope 1, Scope 2, and Scope 3, to support the development of emission reduction targets and to expand the scope of environmental reporting more comprehensively in 2026, using 2025 as the assessment base year.

In terms of awareness and capacity building, the Company organized training and knowledge-sharing activities on Carbon Footprint management for executives and relevant employees. These sessions covered Scope 1 and Scope 2 principles, data collection methodologies, and the linkage between emissions management and the Company's operations.

Participation in environmental training activities accounted for no less than 80% of total employees, with signed attendance records maintained as evidence.

Quantitative results show that Scope 1 and Scope 2 greenhouse gas emissions decreased from 41.2 tons of carbon dioxide equivalent per year in the 2024 baseline year to 37 tons of carbon dioxide equivalent in 2025. This reduction reflects improved efficiency in energy and fuel consumption. At the same time, the Company has begun collecting Scope 3 emission data to enhance climate impact management across its business value chain.

4. Promotion of Environmentally Friendly Financial Products (Green Finance)

Target

- Increase the proportion of Green Finance by no less than 10% per year

Performance in 2025

The Company continued to support lending under Green Project financing, with the following loan values:

- 2023: THB 415 million
- 2024: THB 778 million
- 2025: THB 865 million

In 2025, Green Project lending increased by THB 87.27 million from 2024, representing a growth rate of approximately 11.2%, which exceeds the target of at least 10% annual growth.

This trend reflects the Company's continued efforts to integrate Green Finance into its business strategy and to support environmentally responsible activities among customers within the business value chain.

5. Environmental Engagement, Awareness, and Continuous Development

Targets

The Company aims to promote employee participation and environmental learning in order to foster an environmentally responsible organizational culture and support the concept of a Low Carbon Organization, with key targets as follows:

- Organize at least one environmental activity per year
- Encourage employee participation in environmental learning or activities of no less than 50% of total employees
- Enhance awareness and organizational culture regarding greenhouse gas reduction and efficient resource utilization

Implementation Approach

The Company promotes environmental participation and sustainability knowledge among personnel at all levels through training, activities, and internal communication channels. These initiatives enable employees to apply environmental concepts both in their professional responsibilities and daily lives.
Environmental education is delivered across multiple organizational levels:

Board of Directors and Senior Executives

Receive ESG-related training and sustainability updates to support policy direction, governance oversight, and the advancement of sustainability initiatives within the organization.

Executives and Relevant Employees

Participate in training on Carbon Footprint data management to support systematic greenhouse gas data collection and management.

Employees

Environmental learning is promoted through ESG knowledge-sharing sessions, particularly on Carbon Footprint management, including greenhouse gas emissions, environmental data collection, and operational impact reduction. Information is communicated through internal channels such as the Company intranet and internal activities, encouraging employee engagement in environmental initiatives.

Performance in 2025

In 2025, the Company organized environmental activities and learning initiatives aimed at fostering environmental awareness and employee participation. Key activities included:

- Mangrove reforestation activities to restore coastal ecosystems
- Low Carbon Tourism learning programs
- “Save Earth – Protect Dugongs” campaign promoting reduced plastic bag usage and encouraging reusable bags
- Promotion of Zero Waste practices, including the reuse of coffee grounds

In addition, on 20 September 2025, AIRA Factoring Public Company Limited organized an environmental field learning activity at Baan Mai Chai Len, Khlong Khon, Samut Songkhram Province, where executives and employees participated in mangrove seedling planting to help restore natural ecosystems and raise awareness of environmental conservation.

A total of 44 employees participated, out of 88 employees, representing 50% of total employees. Participants signed attendance records as evidence of participation and acknowledgment of environmental awareness activities.

This initiative reflects the Company’s commitment to promoting environmental knowledge while encouraging employee participation, in alignment with the Company’s environmental policy and sustainable business practices.

Information on energy management

Energy management plan

The company's energy management plan : Yes

Energy and Resource Efficiency Management Plan

The Company continuously implements energy and resource management initiatives aimed at reducing resource consumption, minimizing environmental impacts from business operations, and supporting digital operations in alignment with the Company's financial services business model. These initiatives are overseen by the Sustainability Subcommittee, with progress regularly reported to management. Key approaches are summarized as follows:

1. Development of Digital Financial Transaction Systems

Targets

- Reduce paper consumption
- Reduce customer travel
- Reduce energy and resource usage from operational processes

Implementation Approach

- Continue utilizing the e-Factoring system for financial transactions, which reduces the use of paper documents and enhances service efficiency
- Encourage customers to use digital channels for transactions and coordination

Monitoring and Evaluation

The Company regularly monitors the proportion of digital transactions and uses the data to assess trends in paper reduction and indirect energy-related impacts.

2. Installation and Use of Energy-Efficient Equipment in the Office

Targets

- Improve electricity consumption efficiency
- Reduce unnecessary energy usage within the office

Implementation Approach

- Install LED lighting throughout the office to reduce electricity consumption
- Encourage employees to switch off lights and electronic equipment after use

Monitoring and Evaluation

Electricity consumption data is monitored annually, using 2024 as the baseline year for trend comparison. The information is also used in the preparation of the Company's organizational Carbon Footprint report (Scope 2).

3. Efficient Utilization of Building Resources and Energy

Targets

- Reduce reliance on artificial lighting during daytime
- Improve the efficient use of building resources

Implementation Approach

- Utilize natural daylight within the office building to reduce electricity consumption
- Support office design and workspace utilization concepts that promote energy efficiency

Monitoring and Evaluation

Energy consumption data is recorded and analyzed annually to determine trends and support the development of improvement measures for subsequent years.

4. Regular Maintenance and Inspection of Electrical Equipment

Targets

- Prevent unnecessary energy loss
- Extend the lifespan of electrical equipment

Implementation Approach

- Establish regular inspection and maintenance schedules for electrical and office equipment

Monitoring and Evaluation

Equipment efficiency is periodically assessed, and energy management measures are reviewed annually to improve operational efficiency.

5. Vehicle Usage Management to Reduce Greenhouse Gas Emissions

Targets

- Reduce fuel consumption
- Reduce greenhouse gas emissions from travel activities (**Scope 1**)

Implementation Approach

- Use hybrid vehicles as the Company's central transportation vehicles
- Promote online meetings as an alternative to business travel where feasible
- Encourage proper travel planning to reduce fuel consumption

Monitoring and Evaluation

The Company monitors and reports hybrid vehicle usage data on a monthly basis to management meetings to assess fuel efficiency, usage trends, and greenhouse gas emission impacts. This data is used to support the Company's energy management and organizational greenhouse gas emissions reporting.

Governance and Review

The Company's energy and resource management plan is overseen by the Sustainability Subcommittee, with performance results reported to management at least once per year. Monitoring results are reviewed to continuously improve energy efficiency measures.

Data on electricity consumption, fuel usage, and travel activities are incorporated into the preparation of the organizational greenhouse gas emissions report and linked to the Company's long-term greenhouse gas reduction objectives.

Setting goals for managing electricity and/or oil and fuel

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

management

Performance and outcomes of energy management

Performance and outcomes of energy management : Yes

Energy Management and Efficiency

In 2025, the Company continued to implement energy management measures aimed at improving energy efficiency, reducing the use of fossil fuels, and minimizing environmental impacts arising from office operations. These initiatives are aligned with the Company's financial services business model, in which energy consumption mainly occurs through office operations and business travel.

1. Quantitative Results of Greenhouse Gas Emissions

The Company designated 2024 as the baseline year for monitoring greenhouse gas emissions under Scope 1 and Scope 2, with total emissions of 41.2 tons of carbon dioxide equivalent (tCO2e) per year.
In 2025, total greenhouse gas emissions decreased to 37 tons of carbon dioxide equivalent per year, representing a reduction of approximately 10.2% compared with the baseline year. This decrease reflects the effectiveness of the Company's energy and fuel management practices, particularly through the control of company vehicle usage, the promotion of online meetings, and the continuous implementation of energy-saving measures within the office.

2. Fuel and Vehicle Management

The Company has replaced its central company vehicles with hybrid vehicles in order to reduce fossil fuel consumption and greenhouse gas emissions from business travel. In addition, data on company vehicle usage and fuel consumption are reported to management meetings on a monthly basis to enable close monitoring of trends and effective management.
The Company also promotes the use of online meetings as an alternative to business travel whenever feasible, which helps reduce fuel consumption and indirectly minimize environmental impacts from business activities.

3. Improvement of Electricity Efficiency in the Office

The Company has continuously implemented measures to reduce electricity consumption, including:

- Installing LED lighting throughout the office premises
- Requiring employees to switch off lights and electrical equipment after use
- Controlling electricity usage to ensure lighting is used only in occupied areas
- Conducting regular inspection and maintenance of electrical equipment

These measures help reduce unnecessary energy consumption, improve equipment efficiency, and lower long-term energy costs.

4. Efficient Utilization of Building Resources

The Company's office is located in a building designed to allow natural daylight during daytime hours, which helps reduce electricity consumption from lighting systems without affecting operational efficiency. The Company places importance on the efficient use of office space in line with the principle of efficient resource utilization.

Energy management: Fuel consumption

	2023	2024	2025
Gasoline (Litres)	N/A	9,150.00	8,972.00

Energy management: Electricity consumption

	2023	2024	2025
Total electricity consumption within the organization (Kilowatt-Hours)	0.00	28,707.00	24,284.00
Electricity purchased for consumption from non-renewable energy sources (Kilowatt-Hours)	N/A	28,707.00	24,284.00

Information on water management

Water management plan

The Company's water management plan : Yes

Water Management Plan

As the Company operates within leased office premises, there are limitations in directly managing the building's water systems and utilities. Nevertheless, the Company recognizes the importance of efficient water use and has established water management practices within the scope consistent with its business operations and office activities.

The Company therefore focuses on reducing unnecessary water consumption and promoting awareness of water conservation among employees, in order to encourage responsible use of water resources within the workplace.

Setting goals for water management

The Company's water management practices include the following:

Promoting responsible water use within the office

The Company communicates and encourages employees to use water responsibly and efficiently in their daily activities, such as water usage in restrooms and common areas, in order to reduce unnecessary water consumption.

Raising awareness of water conservation

The Company provides knowledge and communicates through internal activities and communication channels to promote awareness of the value of water resources and the environmental impacts associated with excessive water consumption.

Cooperation with building management

The Company coordinates and cooperates with the building management in maintaining water supply and sanitation systems to support efficient water usage at the overall office building level.

The Company is currently considering further development of a more systematic water management plan in the future, taking into account the context of operating within leased office premises and ensuring alignment with the Company's sustainable business practices.

Does the company set goals for water management : No

Performance and outcomes of water management

Performance and outcomes of water management : Yes

Water Management Performance in 2025

In 2025, the Company managed water consumption within a scope consistent with its business operations and the limitations associated with operating within leased office premises. The Company emphasized responsible water usage, the reduction of unnecessary consumption, and the promotion of water conservation awareness among employees.

The Company continuously conducted internal communication and awareness campaigns to encourage employees to recognize the value of water resources and to adjust their daily water usage behavior accordingly, such as using water appropriately in restrooms and common areas. These initiatives contributed to more responsible water consumption practices within the workplace.

In addition, the Company cooperated with the building management in maintaining the water supply and sanitation systems within the office building. This collaboration supports efficient water usage at the building level and helps reduce risks associated with water loss or unnecessary consumption arising from utility systems.

Although the Company does not directly control water consumption at the structural level, the initiatives implemented in 2025 helped strengthen an organizational culture of efficient resource utilization. These efforts also provide an important foundation for developing a more systematic water management approach in the future, in alignment with the Company's sustainable business practices and the expectations of stakeholders.

Water management: Water withdrawal by source

	2023	2024	2025
Total water withdrawal (Cubic meters)	0.00	N/A	N/A

Water management: Water consumption

	2023	2024	2025
Total water consumption (Cubic meters)	0.00	N/A	N/A

Information on waste management

Waste management plan

The company's waste management plan : Yes

Waste and Waste Management Plan

In 2025, the Company placed importance on systematic waste and waste management, focusing on reducing the volume of waste generated from business operations, improving resource efficiency, and promoting proper waste separation for reuse or recycling. These efforts aim to minimize environmental impacts and support sustainable business operations, in line with the nature of the Company's financial services business, which primarily operates within office environments.

1. Waste Separation by Category

The Company implements a systematic waste separation process prior to disposal. Waste is categorized into four main groups:

- **Recyclable waste**, such as paper, cardboard boxes, and plastic bottles
- **General waste**, which cannot be recycled
- **Organic waste**, such as food scraps and biodegradable waste
- **Hazardous waste**, such as used light bulbs, batteries, and electronic waste

Implementation Approach

- Provide separate waste bins in office areas and locations easily accessible to employees
- Clearly label waste categories to support correct waste separation
- Designate appropriate storage areas for recyclable waste to facilitate collection and transfer to recycling processes

2. Efficient Resource Utilization and Waste Reduction at Source

The Company aims to reduce waste generation at the source by improving work processes and promoting responsible resource usage among employees.

Implementation Approach

- Encourage the use of double-sided printing before sending paper to recycling processes
- Reduce paper consumption by implementing digital document systems and online communications in place of printed documents
- Promote the use of information technology in daily operations to reduce waste from documents and office materials

3. Proper Collection and Management of Recyclable and Hazardous Waste

The Company manages recyclable and hazardous waste in accordance with appropriate environmental practices and standards.

Implementation Approach

- Designate specific areas for the storage of recyclable waste, such as paper, cardboard boxes, and plastic bottles, to facilitate collection and delivery to recycling organizations
- Collect and dispose of hazardous waste, including used light bulbs and electronic waste, through appropriate channels in accordance with environmental principles
- Record data on the volume of recyclable waste to monitor performance and assess the effectiveness of the Company's waste management practices

4. Awareness Building and Internal Communication

The Company places importance on continuously raising employee awareness regarding waste and waste management.

Implementation Approach

- Communicate and promote proper waste separation and waste management practices through internal email communications
- Encourage the reuse of coffee grounds from fresh coffee preparation, such as using them as fertilizer or odor-absorbing materials instead of disposing of them as waste, supporting the concept of waste reduction and efficient resource utilization

5. Monitoring and Continuous Improvement

The Company regularly monitors and evaluates its waste management performance in order to continuously improve operational practices.

Implementation Approach

- Periodically review the effectiveness of waste separation and recycling within the organization
- Gather feedback from employees to improve waste management processes
- Utilize waste management performance results as input for the development of future environmental management plans

Overall, the Company's waste and waste management plan in 2025 focuses on reducing operational waste, improving resource efficiency, properly managing hazardous waste, and fostering an organizational culture that promotes environmental responsibility on a continuous basis.

Setting goals for waste management

Does the company set goals for waste management : No

Performance and outcomes of waste management

Performance and outcomes of waste management : Yes

Waste Management Performance in 2025

In 2025, the Company placed emphasis on effective waste management by reducing waste generated from operations, minimizing environmental impacts, and promoting environmentally responsible behavior among employees. These objectives were implemented through measures and activities that produced tangible results, as summarized below.

Recycling Waste Separation to Reduce Environmental Impact

The Company continuously implemented waste separation practices prior to disposal by directing recyclable waste into recycling processes. Recyclable materials included black-and-white paper, cardboard boxes, plastic bottles, and shredded paper/envelopes.

In 2025, the Company separated a total of 691 kilograms of recyclable waste, generating a total value of THB 1,531, with details as follows:

- Black-and-white paper: 345 kilograms, valued at THB 1,035
- Cardboard boxes: 80 kilograms, valued at THB 80
- Plastic bottles: 75 kilograms, valued at THB 225
- Shredded paper and envelopes: 191 kilograms, valued at THB 191

Proceeds from the sale of recyclable waste were awarded to the Company's cleaning staff as an incentive to recognize their contribution to maintaining workplace cleanliness and to encourage sustainable waste management practices within the organization.

Campaign to Reduce Plastic Bag Usage – "Save Earth, Protect Dugongs"

The Company organized a campaign to reduce plastic bag consumption through the "Save Earth, Protect Dugongs" initiative. Under this campaign, reusable fabric bags were produced to encourage the replacement of plastic bags. Credit officers distributed these reusable bags to customers, inviting stakeholders to participate in reducing plastic waste and supporting the conservation of marine ecosystems.

Reducing Coffee Ground Waste and Promoting the Zero Waste Concept

The Company also encouraged the reduction of waste generated from coffee grounds produced by fresh coffee preparation within the office. Through internal communication campaigns, employees were informed about the potential benefits of reusing coffee grounds, such as using them as soil fertilizer or odor-absorbing materials instead of disposing of them as waste.

As a result, employees increasingly showed interest in reusing coffee grounds at home, helping to reduce operational waste while promoting the Zero Waste concept within the organization.

Waste management: Waste Generation

	2023	2024	2025
Total waste generated (Kilograms)	0.00	N/A	5,324.00

Information on greenhouse gas management

Greenhouse gas management plan

The company's greenhouse gas management plan : Yes

Greenhouse Gas Management Plan

The Company places importance on the systematic management of greenhouse gas (GHG) emissions by focusing on accurate, complete, and verifiable data collection. Such information serves as a foundation for establishing targets and developing measures to reduce greenhouse gas emissions in the future, in alignment with the Company's sustainable business practices and the expectations of stakeholders.

Greenhouse Gas Management Approach and Implementation Plan

2024 (Baseline Year)

The Company collected greenhouse gas emissions data under Scope 1 and Scope 2, covering emission sources from direct operations and energy consumption within the organization. These data were used as the baseline for future greenhouse gas management.

The calculated greenhouse gas emissions within these scopes were verified and certified under the Organizational Carbon Footprint program by the Thailand Greenhouse Gas Management Organization (Public Organization) (TGO).

2025 (Enhancement and Expansion of Management Scope)

The Company submitted greenhouse gas emissions data under Scope 1 and Scope 2 for continuous verification and certification. At the same time, the Company began collecting emissions data under Scope 3, which covers indirect emissions associated with activities throughout the value chain, such as business travel and outsourced services.

The Company is currently preparing the relevant data and processes in order to obtain verification and certification of the Scope 3 Organizational Carbon Footprint from the Thailand Greenhouse Gas Management Organization (Public Organization).

2026 (Target Setting and Strategic Planning)

The Company plans to utilize verified greenhouse gas emissions data under Scope 1, Scope 2, and Scope 3 as a baseline for analysis and for setting systematic greenhouse gas management and reduction targets.

These targets will be established in consideration of the Company's business context, operational capabilities, and long-term environmental trends, in order to strengthen the Company's climate management strategy and support its sustainable business development.

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

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

Setting greenhouse gas emission goals

The Company is currently studying and evaluating appropriate approaches for setting greenhouse gas emission reduction targets. This assessment takes into consideration verified greenhouse gas emissions data, business-related factors, relevant international practices, and applicable environmental standards. The objective is to ensure that the targets established are practical and achievable, aligned with the Company's sustainable growth strategy, and capable of being continuously monitored and evaluated in the future.

Does the company set greenhouse gas management goals : No

Setting other greenhouse gas reduction targets

Under consideration.

Performance and outcomes of greenhouse gas management

Performance and outcomes of greenhouse gas management : Yes

In 2025, the Company implemented systematic and continuous greenhouse gas (GHG) management practices by collecting and managing emissions data covering Scope 1, Scope 2, and Scope 3, in order to comprehensively reflect the environmental impacts arising from its business operations and to serve as a baseline for setting future reduction targets.

For Scope 1 and Scope 2, the Company designated 2024 as the baseline year and engaged ECEE Co., Ltd., an independent verifier registered with the Thailand Greenhouse Gas Management Organization (Public Organization) (TGO), to conduct the verification. The verification was conducted under a Limited Assurance level, with the registered verifier being Mr. Thada Warunachotikul, who is certified by the Thailand Greenhouse Gas Management Organization.

In 2025, the Company collected greenhouse gas emissions data for 2025 covering Scope 1, Scope 2, and Scope 3, which was verified by the same verification body registered with the Thailand Greenhouse Gas Management Organization and certified in accordance with the prescribed verification procedures.

Based on the results of energy and fuel management initiatives, the Company's greenhouse gas emissions (Scope 1 and Scope 2) decreased from the 2024 baseline level of 41.2 tons of carbon dioxide equivalent per year (tCO2e/year) to 37 tons of carbon dioxide equivalent per year in 2025, reflecting tangible improvements in the efficiency of energy and fuel management.

Greenhouse gas management : Corporate greenhouse gas emission

	2023	2024	2025
Total greenhouse gas emissions (Metric tonnes of carbon dioxide equivalent)	0.00	40.49	46.00
Total greenhouse gas emissions - Scope 1 (Metric tonnes of carbon dioxide equivalent)	N/A	26.14	25.00
Total greenhouse gas emissions - Scope 2 (Metric tonnes of carbon dioxide equivalent)	N/A	14.35	12.00
Total greenhouse gas emissions - Scope 3 (Metric tonnes of carbon dioxide equivalent)	N/A	N/A	9.00

Greenhouse gas management: Verification of the company's greenhouse gas emissions over the past year

Verification of the company's greenhouse gas emissions : Yes

List of greenhouse gas verifier entity : ECEE Company Limited

Information on other environmental management

Plans, performance, and outcomes related to other environmental management

In addition to the issues related to energy management, greenhouse gas emissions, and Green Finance disclosed above, the Company has continuously integrated environmental considerations into its business operations, digital system development, and human resource development. The Company regularly conducts communication and training activities to raise employee awareness regarding environmental management and the Low Carbon concept.

The Company recognizes that enhancing employees' knowledge, understanding, and environmentally responsible behavior is a key mechanism for driving sustainable environmental management in the long term. This approach also supports the effective implementation of the Company's environmental initiatives and policies.

Information on incidents related to legal violations or negative environmental impacts

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

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

3.4 Social sustainability management

3.4.1 Social policy and guidelines

The Company places importance on conducting its business with social responsibility, guided by the principles of respect for human rights, fairness, and compliance with applicable laws, regulations, and requirements throughout its business operations and value chain. This approach aims to foster trust and create sustainable shared value for employees, customers, business partners, shareholders, and society as a whole.

The Company has established social principles and practices integrated within its corporate governance policy, code of business conduct, human resource practices, and sustainability framework. These cover key issues including respect for human rights, fair labor practices, responsible financial services (Responsible Lending), protection of customers' personal data, ethical business conduct, and participation in community and social development.

In developing these practices, the Company has adopted nationally and internationally recognized principles and standards as reference frameworks and integrated them into its policies and operational guidelines. These include the Thai Labor Standard (TLS), the Thai Social Responsibility Standard (TIS 8001-2553), the United Nations Guiding Principles on Business and Human Rights (UNGPs), OECD guidelines, and the principles and standards of the International Labour Organization (ILO). This ensures that the Company's business operations are aligned with human rights principles and social responsibility throughout the value chain.

As a financial service provider, the Company recognizes its role in managing social risks by emphasizing fair and non-discriminatory treatment of employees, transparent and responsible financial services for customers, oversight of business partners to ensure ethical conduct and respect for human rights, strict compliance with labor laws, and the promotion of a working environment that respects human dignity.

The Board of Directors and management play an active role in overseeing and monitoring the Company's social performance to ensure alignment with the Company's strategic direction and sustainability framework. Relevant practices are communicated to employees, business partners, and stakeholders through appropriate channels, while key policies and practices are disclosed on the Company's website to ensure transparency and accountability.

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, Supplier rights

Employee Rights

The Company recognizes that employees are valuable resources and a key driving force for sustainable business operations. The Company therefore conducts its business based on the principles of human rights, fairness, and equality in human resource management, in order to create a transparent working environment that respects human dignity and promotes the well-being of all employees.

Practices relating to employee rights are established under the Company's work regulations, Code of Conduct, and corporate governance policies, which have been reviewed and approved in accordance with the Company's governance structure. These policies are periodically reviewed to ensure alignment with labor laws and evolving business contexts.

The Company places importance on fair human resource management and respect for human rights by establishing practices that cover the entire employment lifecycle, including fair recruitment and termination, transparent compensation and benefits management, continuous employee development, occupational health and safety, and employee participation in improving workplace conditions. Employees are also encouraged to provide feedback and suggestions regarding welfare and working conditions through appropriate communication channels and fair grievance mechanisms.

The Company is committed to promoting and protecting employee rights under five key principles as follows:

1. Fair Employment and Termination Practices

The Company conducts recruitment, employment, and termination processes based on the principles of equality, transparency, and compliance with labor laws, without discrimination based on gender, age, race, religion, disability, economic status, or political opinion.

Employee selection is based on qualifications, experience, and suitability for the position. Clear and fair termination procedures are established, ensuring that employees receive benefits in accordance with applicable laws.

The Company strictly prohibits child labor, forced labor, and illegal labor. Given the nature of the Company's financial services business, there is no exposure to such labor risks within its value chain. The Company also requires its business partners to strictly adhere to labor and human rights principles.

2. Fair Compensation and Benefits

The Company provides fair, transparent, and competitive compensation and benefits in accordance with employees' capabilities, performance, and responsibilities.

The Company ensures that compensation is not lower than the legally prescribed minimum wage and regularly reviews remuneration to reflect economic conditions and the Company's performance.

Employee benefits cover health, financial security, and quality of life, including health insurance, provident funds, emergency financial assistance, and other appropriate welfare programs. Flexible working arrangements are also supported to promote work–life balance.

3. Employee Development and Career Advancement

The Company emphasizes continuous employee development through internal and external training programs, knowledge-sharing activities, and skill development initiatives relevant to current and future business needs.

The Company sets a target for employees to receive at least six hours of training per year, and training outcomes are evaluated to improve personnel development plans in alignment with the Company's strategic direction.

4. Occupational Health, Safety, and Working Environment

The Company aims to provide a safe and healthy working environment by complying with relevant occupational health and safety standards.

Preventive measures are implemented to minimize workplace accidents, and workplace facilities are maintained to support safe and efficient operations. Emergency preparedness measures, including emergency response planning and regular fire evacuation drills, are also conducted to ensure readiness for potential incidents.

5. Employee Participation and Feedback Channels

The Company encourages employees to participate in improving workplace conditions by establishing a Welfare Committee in accordance with labor laws and providing channels for employees to express opinions or submit complaints.

Confidential, secure, and non-discriminatory whistleblowing and complaint channels are provided, along with non-retaliation measures to ensure that employees can exercise their rights without fear of intimidation or adverse consequences.

Consumer and Customer Rights

The Company places importance on protecting the rights of consumers and customers as key stakeholders. The Company aims to provide responsible, transparent, and fair financial services, while considering potential impacts on service users. Practices are established in compliance with laws, regulatory requirements, and ethical business standards to build trust and long-term relationships with customers under the principles of good corporate governance and ESG.

1. Responsible Financial Services

The Company conducts its lending business with responsibility toward customers by considering their repayment capacity and financial status, thereby reducing the risk of excessive debt and promoting appropriate access to financial services.

Key practices include:

- Strict compliance with applicable laws and regulatory guidelines
- Transparent disclosure of interest rates, fees, and service conditions
- No additional fees or charges without prior notification to customers
- Accurate and complete disclosure of product and service information
- Responsible credit advice based on customers' repayment capability
- Continuous improvement of service processes through digital technologies to enhance convenience, transparency, and fairness

2. Transparency in Communication

The Company recognizes the importance of clear and fair communication regarding financial products and services to enable customers to make informed decisions.

The Company therefore:

- Provides complete disclosure of interest rates, fees, key terms, and potential risks
- Avoids marketing messages that could cause misunderstanding
- Develops accessible communication channels such as websites, digital platforms, and customer service units
- Supervises advertising and public communications to ensure ethical and transparent practices

3. Customer Satisfaction and Complaint Management

The Company continuously improves service quality and customer experience by:

- Establishing service quality standards and regularly improving service processes
- Providing multiple channels for feedback and suggestions
- Implementing transparent and traceable complaint-handling systems

- Ensuring fair and timely complaint resolution processes
- Promoting professional customer service training for employees

Customer satisfaction is regularly evaluated, and the results are analyzed to improve service processes, communications, and product development.

4. Personal Data Protection and Information Security

The Company places the highest importance on protecting customers' personal data in compliance with the Personal Data Protection Act (PDPA) and information security standards.

Measures include:

- Implementing controls over the collection, storage, use, and disclosure of personal data
- Applying technology and security systems to prevent unauthorized access
- Granting data access only to authorized personnel
- Informing customers of their rights regarding access, correction, and management of their personal data
- Establishing procedures to manage personal data incidents systematically

5. Fair and Non-discriminatory Treatment of Customers

The Company treats customers fairly and without discrimination, regardless of business size, economic status, or other personal factors. The Company aims to promote appropriate access to financial services and maintain transparent and fair service processes for all customers.

Community and Environmental Rights

The Company recognizes its responsibility toward communities, society, and the environment as a financial services provider. The Company aims to conduct business while creating **sustainable** shared value for society, including improving quality of life, expanding economic opportunities, and supporting environmental conservation under the principles of participation, transparency, and social responsibility.

Although the Company's factoring business does not directly utilize natural resources or create significant environmental impacts, the Company recognizes the role of financial institutions in supporting capital allocation. Therefore, social, ethical, and legal risks associated with customers' business activities are considered during credit approval processes to avoid supporting activities that may violate laws or cause significant social harm.

Community and environmental initiatives are integrated into the Company's sustainability management framework, with defined targets, indicators, and reporting to management and the Board in accordance with established reporting cycles.

1. Community and Environmental Development

The Company supports activities that contribute to community and environmental development, including:

- Promoting financial literacy for SMEs and the public
- Supporting education initiatives, economic opportunities, and vocational skill development
- Collaborating with government agencies, private organizations, and civil society to implement CSR projects
- Encouraging environmental conservation activities such as mangrove planting, waste reduction campaigns, and natural resource conservation

These initiatives align with relevant UN Sustainable Development Goals (SDGs) including SDG 4, SDG 8, and SDGs 13 and 15.

2. Improving Community Quality of Life

The Company supports community development by leveraging its role as a responsible financial institution, including:

- Promoting financial planning and debt management knowledge
- Supporting access to financing for SMEs and small businesses through financial advisory services and suitable loan products
- Encouraging employee participation in social initiatives

3. Community Engagement

The Company values stakeholder engagement by:

- Providing communication channels for feedback and suggestions
- Building relationships with community organizations and networks
- Supporting initiatives that encourage community participation in social and environmental programs

Occupational Health and Safety (OHS)

The Company places importance on occupational health and safety as a fundamental factor supporting sustainable business operations. The Company aims to prevent workplace accidents, reduce health risks, and promote employees' well-being while complying with relevant laws and standards.

OHS management forms part of the Company's human resource and sustainability management framework and is supervised by the Occupational Safety, Health, and Working Environment Committee (Safety Committee).

Key practices include:

- Compliance with safety and occupational health regulations
- Implementation of accident prevention measures
- Maintaining safe and suitable workplace conditions
- Regular safety training for employees

The Company also promotes employee well-being through:

- Annual health check-ups
- Mental health support and stress management initiatives
- Activities promoting physical health and work-life balance

Emergency preparedness measures include emergency response plans and regular emergency drills.

Non-Discrimination and Equal Treatment

The Company respects human rights and promotes equality and non-discrimination in all business activities. These principles are embedded in the Code of Conduct, Corporate Governance Policy, and Whistleblowing Policy.

Key Principles

1. **Equal Employment Opportunities**
   Recruitment, promotion, training, and compensation are based on merit and qualifications without discrimination.
2. **Fair Treatment of Stakeholders**
   Customers, partners, and stakeholders are treated fairly and ethically.
3. **Fair Governance and Competition**
   The Company conducts business with integrity, avoids conflicts of interest, and complies with fair competition laws.
4. **Whistleblowing and Protection**
   Confidential whistleblowing channels are provided with protection against retaliation.
5. **Policy Review**
   Non-discrimination policies are reviewed annually and communicated to employees and stakeholders.

Supplier Rights and Fair Business Practices

The Company emphasizes fair, transparent, and ethical treatment of suppliers in order to promote responsible and sustainable business relationships.

1. Fair Treatment of Suppliers

The Company treats all suppliers with respect and equality, avoids conflicts of interest, and prohibits offering or receiving inappropriate benefits.

2. Transparent Procurement Process

Procurement processes are conducted transparently and competitively based on clear criteria such as quality, delivery capability, price, and business suitability.

Internal approval and control mechanisms are implemented to prevent corruption and conflicts of interest.

3. Human Rights and ESG in the Value Chain

The Company expects suppliers to respect human rights and comply with labor laws, including prohibiting child labor, forced labor, and unsafe working conditions.

4. Complaint Mechanisms

Suppliers may submit complaints or whistleblowing reports through the Company's established channels. The Company protects whistleblowers acting in good faith and maintains confidentiality in accordance with applicable laws.

Management oversees compliance with these practices and reports significant issues to relevant committees under the Company's governance structure.

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, The UN Guiding Principles on Business and Human Rights, The OECD Guidelines for Multinational Enterprises, ILO Tripartite Declaration of Principles concerning Multinational Enterprises and Social Policy

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, Consumer/customer rights, Community and environmental rights, Safety and occupational health at work, Non-discrimination, Supplier rights

In 2025, the Company reviewed the alignment of its policies and practices relating to social management and human rights to ensure compliance with applicable laws, regulatory requirements, and good corporate governance practices. There were no material changes to the substance of the Company's Code of Conduct during the year.

In addition, in 2025, the Company approved a Whistleblowing Policy to establish clear, transparent, and verifiable mechanisms for receiving complaints, protecting whistleblowers, and investigating reported matters. This policy strengthens the Company's ethical framework and the practical protection of human rights.

The Company communicated the relevant policies and practices to directors, executives, and employees, and arranged training sessions to enhance understanding of ethics, non-discrimination, and respect for human rights, in order to support the effective implementation of such policies.

At present, the Company has not yet formally implemented a comprehensive Human Rights Due Diligence (HRDD) process. Nevertheless, the Company recognizes the importance of this concept and will consider the appropriateness of adopting it in the future, taking into account the context and scale of its business.

Human Rights Due Diligence : HRDD

Does the company have an HRDD process : No

Preparation for Human Rights Due Diligence (HRDD)

The Company recognizes the importance of respecting and protecting human rights throughout its value chain and is committed to conducting business in a socially responsible manner. The Company is currently developing a more systematic framework for human rights management to align with internationally recognized practices and to ensure suitability with the context of the Company's financial services business.

During the past year, the Company continued to review policies and practices related to social and human rights management, with a focus on key issues including:

- Fair and non-discriminatory labor practices
- Occupational health and safety in the workplace
- Responsible financial services for customers
- Ethical business conduct toward business partners and stakeholders

The purpose of this review is to strengthen the clarity of existing practices, enhance alignment with applicable laws and regulatory requirements, and improve social governance by linking these practices more closely with the Company's overall risk management framework.

Although the Company has not yet formally implemented a comprehensive Human Rights Due Diligence (HRDD) process during the year, the Company plans to study the potential adoption of HRDD principles in the future. This may include defining the scope of assessment, identifying human rights issues relevant to the Company's operations, evaluating the severity and likelihood of associated risks, and establishing appropriate prevention, mitigation, and monitoring measures.

The Company believes that developing such a framework will help strengthen stakeholder confidence and support the Company's long-term sustainable business operations in the social dimension.

3.4.2 Social operating results

In 2025, the Company carried out its social initiatives based on the principles of responsibility toward stakeholders and respect for human rights, alongside its factoring business operations. The Company aims to ensure that its social management practices are aligned with the nature of its business as a financial services provider, as well as with its corporate governance policy, Code of Conduct, and sustainability framework.

The Company's operations cover key issues across the value chain, including fair and safe treatment of employees, responsible financial services for customers, transparent business practices with suppliers, and participation in community and social development in accordance with the Company's role as an organization.

The performance during the past year reflects the Company's continued integration of social considerations into its business operations and serves as a foundation for further strengthening a more systematic approach to social management in the future.

Information on employees and labor

Employees and labor management plan

The Company places importance on responsible employee and labor management under the principles of respect for human rights, fair labor practices, equality, and non-discrimination. The Company adheres to relevant labor laws, its Code of Conduct, and human resource policies to foster a working environment that is safe, transparent, and supportive of sustainable employee development.

The Company conducts recruitment and employment practices based on the principles of equality and non-discrimination, providing fair opportunities for individuals from all groups to be employed. However, as the Company has fewer than 100 employees, it does not fall within the legal requirement for the employment of persons with disabilities under applicable regulations.

The Company has established a comprehensive employee and labor management framework covering the entire employment lifecycle, including fair recruitment and hiring practices, employee development and training, compensation and benefits management, promotion of employee engagement and relations, and occupational health and safety management. The Company aims to ensure that employees at all levels are treated equally, have opportunities for career advancement, and are able to work in a stable and safe environment.

These practices are implemented under the Company's good corporate governance framework, with monitoring mechanisms through human resource indicators and labor risk management. This approach helps ensure that employee and labor management practices are effectively implemented, minimizes the risk of labor disputes, and supports the achievement of the Company's long-term vision and mission.

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

1. Fair Compensation and Benefits Management Plan

The Company has established a compensation management system that is linked to employee performance. Annual salary adjustments are determined based on employees' performance evaluation results, while bonuses are granted based on both the Company's overall performance and individual employee performance. This approach aims to motivate employees to enhance their capabilities and perform to their full potential.

The Company determines compensation based on the principles of fairness, transparency, and non-discrimination, taking into consideration employees' skills, competencies, experience, job responsibilities, and individual performance. A clear performance evaluation system is in place, using Key Performance Indicators (KPIs) as the basis for salary adjustments, bonuses, and career advancement.

In addition, the Company provides welfare benefits that comply with legal requirements and good practices, such as health insurance, accident insurance, and a provident fund, to promote employees' quality of life, financial stability, and overall well-being. These benefits also reflect the Company's commitment to respecting labor rights and human dignity.

2. Employee Training and Development Plan

The Company provides training programs aligned with employees' roles, responsibilities, and career development paths. These programs cover key areas such as financial business knowledge, risk management, digital technologies, and emerging industry trends.

The Company promotes lifelong learning through internal and external training programs as well as knowledge-sharing activities. Employees are also encouraged to participate in planning their own career development through consultations and the formulation of development plans together with their supervisors.

Training outcomes are regularly monitored and evaluated to improve personnel development plans and ensure alignment with evolving business needs and the Company's strategic direction.

3. Employee Engagement and Relationship Development Plan

The Company promotes an open organizational culture that respects diverse opinions by providing effective communication channels through which employees can safely and confidentially express suggestions, feedback, or complaints.

Employee engagement and relationship-building activities are regularly organized, including internal activities, sports events, and communication sessions between management and employees. These initiatives aim to strengthen teamwork, reduce the gap between management and employees, and foster a collaborative working environment. Employee engagement is promoted across multiple dimensions, including physical aspects (a suitable working environment), psychological aspects (security and trust in the organization), and relational aspects (strong collaboration and communication between employees and management).

4. Occupational Health and Safety Plan

The Company has established an occupational health and safety policy in compliance with applicable laws and relevant standards. The Company also supports health promotion initiatives such as annual health check-ups and wellness activities.

Safety training is provided to employees, and the Company collaborates with the building management to conduct annual fire evacuation drills. In addition, preventive measures and disease control protocols are implemented within the workplace to ensure employee confidence and reduce potential risks that could affect business operations.

Setting employee and labor management goals

The Company has established systematic employee and labor management objectives to ensure that human resource management aligns with the principles of respect for human rights, fair labor practices, equality, non-discrimination, and

the creation of a safe and healthy working environment for employees. These objectives are closely linked to the Company's business strategy, sustainability strategy, and good corporate governance framework.

The Company has defined clear targets and indicators covering the entire employment lifecycle, including fair compensation and benefits, continuous training and development, employee engagement and participation, and occupational health and safety management. Performance against these indicators is regularly monitored, and the evaluation results are used to improve action plans for the following year to ensure tangible outcomes.

In 2025, the Company's employee and labor management objectives focused on enhancing employee satisfaction, job security, and confidence in the organization, while reducing labor-related risks and potential disputes. The Company also aims to strengthen workforce capabilities to adapt to changes in the business environment and competitive landscape, which forms an important foundation for long-term sustainable growth.

Does the company set employee and labor management goals : Yes

Details of setting goals for employee and labor management

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Fair employee compensation	Employees receive compensation and benefits in accordance with the established structure.	2025: -	2025: 100% of employees receive compensation and benefits in accordance with the established structure.
• Fair employee compensation	Review of the compensation and benefits structure.	2025: -	2025: Reviewed at least once per year.
• Fair employee compensation	Employees are evaluated under a transparent performance appraisal system.	2025: -	2025: 100% of employees are evaluated under a transparent performance appraisal system.
• Employee training and development	Average training hours per employee.	2025: -	2025: Not less than 6–10 hours per employee per year.
• Employee training and development	Employees participate in training and knowledge-sharing activities.	2025: -	2025: Not less than 90%.

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Promoting employee relations and participation	Employees participate in employee engagement and organizational activities.	2025: -	2025: Participation rate of not less than 50%.
• Safety and occupational health at work	Serious work-related accidents.	2025: -	2025: No serious work-related accidents.
• Safety and occupational health at work	Annual health check-ups.	2025: -	2025: At least 90% of employees receive annual health check-ups.
• Safety and occupational health at work	Emergency response drills.	2025: -	2025: At least once per year.
• Non-discrimination	Complaints related to discrimination or violations of labor rights.	2025: -	2025: No complaints related to discrimination or violations of labor rights.

Performance and outcomes for employee and labor management

In 2025, the Company managed its employees and workforce under the framework of good corporate governance, based on the principles of respect for human rights, equality, non-discrimination, and workplace safety. These principles were implemented alongside clearly defined targets, indicators, and systematic monitoring to ensure that human resource management aligns with the Company's business strategy and sustainability approach.

The Company established action plans covering the entire employment lifecycle, including fair employment and labor practices, transparent compensation and benefits management, continuous employee training and development, employee engagement and participation, and occupational health and safety (OHS) management. Clear indicators were defined, such as the rate of employees receiving compensation in accordance with the established structure, completion of performance evaluations, average training hours, participation rates in development activities, employee turnover rates, and the absence of serious workplace accidents.

The performance during the past year reflects the Company's achievement of the targets set across all key areas. There were no complaints related to discrimination or violations of labor rights, no labor disputes, and personnel-related risks were appropriately managed. The Company will use the results of these performance indicators to further improve its human resource management plans in the coming year, with the aim of strengthening organizational stability, workforce capability, and long-term sustainable competitiveness.

Performance and outcomes for employee and labor management : Yes

1. Fair Employment and Treatment of Employees

In 2025, the Company had a total of 86 employees, decreasing from 88 employees in 2027 and comparable to 86 employees in 2026, reflecting appropriate workforce management aligned with the Company's business size, operational requirements, and organizational efficiency.

The employee structure in 2025 consisted of:

- 35 male employees
- 51 female employees (approximately 59% of total employees)

This reflects a basic level of gender diversity within the organization and equal employment opportunities.
The Company conducts employment practices based on equality, transparency, and compliance with labor laws, with the following principles:

- No child labor
- No forced labor
- No illegal employment
- No complaints related to discrimination or violations of labor rights during the year

The Company provides confidential and secure channels for labor-related complaints, ensuring systematic labor risk management and dispute prevention.
Outcome

These practices help reduce the risk of labor disputes, enhance employee confidence in employment practices, and support workforce stability within the organization.

2. Fair Compensation and Benefits

The Company implements compensation and benefits policies based on the principles of fairness, transparency, and industry competitiveness. The compensation structure is linked to job roles, responsibilities, and employee performance in order to promote motivation, engagement, and long-term workforce stability.

The Company maintains a clear KPI-based performance evaluation system, which serves as the basis for:

- Annual salary adjustments
- Performance-based bonuses
- Career advancement

Performance Results in 2025

- 100% of employees underwent performance evaluations
- Compensation structure was reviewed at least once per year, in accordance with the Company's targets

Total Compensation Expenses

- 2024: THB 59,965,186.37
- 2025: THB 62,000,438.62

Increase of THB 2,035,252.25 (approximately 3.39%), reflecting the Company's effort to ensure appropriate compensation aligned with job responsibilities and business conditions.

Gender Analysis

- Male employees: THB 33,184,821.19 (53.5%)

- Female employees: THB 28,815,617.43 (46.5%)

Compensation is determined based on roles, responsibilities, and performance, not gender. The compensation structure is designed to support Equal Pay for Equal Work and reduce discrimination risks.

Compensation Management Practices

1. Annual Salary Adjustments

Salary adjustments are determined based on performance, economic conditions, and labor market trends to maintain competitive compensation aligned with job value.

2. Performance-Based Bonuses

Bonuses are linked to both Company performance and individual performance, reflecting employee contributions and encouraging motivation.

Employee Benefits and Well-being

The Company provides comprehensive welfare benefits including:

Health and Financial Security

- Health insurance
- Accident insurance
- Provident fund
- Benefits required under labor laws

Financial Assistance

- Medical assistance
- Marriage assistance
- Emergency financial support

Flexible Working Arrangements

- Flexible Time
- Work from Anywhere (subject to Company policies)

These practices help enhance employee quality of life, flexibility, and reduce work-related stress.

Outcome

- Reduced risks of unfair compensation practices and related complaints
- Increased employee motivation and engagement
- Strengthened employee retention and organizational stability
- Systematic management of labor and reputation risks

3. Employee Training and Development

The Company places strong emphasis on the continuous development of employees, executives, and directors to enhance organizational readiness in response to capital market regulations, evolving business environments, emerging financial industry risks, and digital transformation.

The Company set a target of at least 6–10 training hours per employee per year, with a training participation rate of at least 90%.

Performance Results in 2025

The Company successfully achieved its target with average training hours of 10.06 hours per employee, comprising:

- Internal training: 8.06 hours
- External training: 2 hours

This exceeds the minimum target and demonstrates the Company’s commitment to lifelong learning.

In addition:

- 100% of employees underwent performance evaluations
- Continuous training budgets were allocated to support skill development aligned with job roles and organizational direction.

Key Training Areas

1. ESG and Sustainability Disclosure

Directors and executives attended training on sustainability reporting standards such as ISSB Standards (IFRS S1 / IFRS S2) and ESG Governance to strengthen oversight on climate risks and sustainability disclosures.

2. Corporate Governance and Risk Management

Executives participated in programs such as:

- Audit Committee Forum
- Director Forum
- Corporate Governance training

to enhance oversight capabilities in internal controls, enterprise risk management (ERM), and related-party transactions (RPT).

3. Technology and Digital Transformation

Training in AI and Digital Transformation helped strengthen understanding of technological risks and opportunities and support the development of digital systems in factoring services.

4. Leadership and Professional Development

Programs included:

- Leadership Programs
- Company Secretary Program
- Specialized professional training

to support career advancement and succession planning.

Learning Formats

The Company uses diverse learning approaches including:

- Workshops
- Internal Knowledge Sharing
- E-Learning
- On-the-Job Training
- Orientation programs for new employees

All new employees must complete orientation programs covering business operations, anti-corruption policies, corporate governance, and key organizational practices.

In 2025:

- 100% of employees received anti-corruption training and signed acknowledgment forms

The Company has also developed long-term workforce development plans linked with career progression pathways.

Outcome

These initiatives resulted in:

- Improved employee understanding of ESG and sustainability reporting standards
- Strengthened governance and risk management capacity among directors and executives
- Reduced skill gap risks and improved readiness for technological changes
- Enhanced business continuity and long-term sustainable growth

4. Occupational Health, Safety, and Working Environment

The Company promotes a strong Safety Culture and a working environment that supports employee well-being. The Company established an Occupational Safety, Health, and Working Environment Committee (Safety Committee) in compliance with legal requirements to oversee and monitor OHS performance systematically.

2025 Targets

- Zero serious workplace accidents
- All employees receive annual health check-ups
- At least one emergency drill per year

Key OHS Measures

- Workplace accident prevention and hygiene promotion
- Annual health check-ups for employees
- Workplace safety training
- Regular fire evacuation and emergency response drills
- Workplace health and communicable disease monitoring

2025 Performance

- Zero serious workplace accidents or lost-time incidents
- All employees received annual health check-ups
- Emergency evacuation drills conducted as planned
- 20 employees completed safety training

These measures support business continuity, employee well-being, and a sustainable safety culture, with no significant safety incidents reported during the year.

5. Employee Engagement and Retention

The Company continuously monitors employee turnover to assess workforce stability and the effectiveness of HR management and retention strategies.

Voluntary Turnover Rate

- **2023:** 27 employees (31.4%)
- **2024:** 19 employees (21.6%)
- **2025:** 11 employees (12.8%)

Turnover declined from 31.4% to 12.8% within three years.

Engagement and Participation Initiatives

Engagement and Communication

- AF Town Hall for transparent communication of strategy and performance
- Open internal communication channels for employee feedback
- Knowledge Sharing sessions
- Employee Welfare Committee representing employee voices

Leadership and Career Development

- Leadership development programs
- Structured career advancement opportunities

Organizational Culture and Workplace Environment

- Improved workplace environment
- Team-building activities
- New Year celebrations and organizational events
- CSR activities
- Sports and health activities

Work-Life Integration

Flexible working arrangements support work-life balance, allowing employees to work remotely when necessary (e.g., caring for hospitalized family members), subject to operational requirements.

These initiatives significantly strengthen employee trust, flexibility, and engagement.

Outcome

The declining turnover rate reflects improved workforce stability, reduced risk of losing key personnel, and enhanced business continuity.

6. System-Level Outcomes and Labor Risk Management

In 2025, employee and labor management demonstrated systematic target-setting, performance indicators, and monitoring across key areas including employment practices, compensation, development, safety, and engagement.

During the year:

- No labor disputes occurred
- No complaints related to discrimination or labor rights violations

These practices helped mitigate labor risks, skill gap risks, and business continuity risks, while supporting the Company's long-term sustainable business operations.

Employee and labor management: Employment

Action Plan and Implementation Approach

The Company has established employment practices that comply with labor laws, good corporate governance principles, and the Company's human resource policies, based on the principles of respect for human rights, equality, and transparency. These practices cover the entire employment lifecycle, from recruitment and selection to employment and employee management throughout their tenure with the Company.

The Company focuses on the following key areas:

- **Non-discriminatory employment practices**, ensuring equal opportunities regardless of gender, age, race, religion, disability, or other status, while promoting diversity and equality within the organization.
- **Prohibition of child labor, forced labor, and illegal employment**, with thorough verification processes for applicants' qualifications and age.
- **Fair, transparent, and verifiable employment conditions**, with clear definitions of rights, responsibilities, and benefits in employment contracts and work regulations.
- **Secure and confidential grievance channels** for labor-related complaints, supported by a **Non-Retaliation Policy**, enabling employees to report concerns or provide feedback without fear of retaliation.
- **Promotion of a workplace environment that respects labor rights** and supports effective collaboration, fostering an organizational culture that respects human dignity.

These practices form part of the Company's Social Risk Management framework and serve as a mechanism for preventing labor disputes.

Performance Results in 2025

In 2025, the Company had 86 employees, consisting of 35 male employees and 51 female employees, with female employees representing approximately 59% of the total workforce, reflecting gender diversity at the organizational level.

During the year:

- No child labor was identified
- No forced labor was identified

- No illegal employment was identified
- No complaints related to discrimination or violations of labor rights were reported

The Company did not directly employ persons with disabilities during the year and complied fully with applicable legal requirements.

Outcomes and Risk Management

By implementing employment practices based on human rights and fairness principles, the Company was able to reduce labor dispute risks, legal risks, and reputational risks. These practices also strengthen employee confidence in the organization and support the Company's ability to attract and retain talented personnel, which is a key factor in ensuring sustainable business continuity.

Hiring employees

	2023	2024	2025
Total employees (persons)	86	88	86
Male employees (persons)	37	37	35
Female employees (persons)	49	51	51

Employment of workers with disabilities

	2023	2024	2025
Total employment of workers with disabilities (persons)	0	0	0
Total number of employees with disabilities (persons)	N/A	N/A	N/A
Total male employees with disabilities (persons)	N/A	N/A	N/A
Total female employees with disabilities (persons)	N/A	N/A	N/A
Total number of workers who are not employees with disabilities (persons)	0	0	0
Contributions to empowerment for persons with disabilities fund	No	No	No

Employee and labor management: Remuneration

Employee and Labor Management: Compensation

The Company places importance on providing fair, appropriate, and competitive compensation and benefits in the labor market. The Company adheres to the principles of transparency, equality, and performance-linked compensation in order to motivate employees, retain talented personnel, and support the Company's long-term sustainable growth.

Action Plan and Implementation Approach

The Company operates under the following principles:

- Establishing a clear compensation and benefits structure covering employees at all levels, taking into consideration job roles, responsibilities, and competitiveness within the industry.
- Implementing a transparent, fair, and verifiable KPI-based performance evaluation system, which serves as the basis for salary adjustments, bonus allocation, and career advancement.
- Reviewing the compensation structure at least once per year to ensure alignment with the Company's performance, economic conditions, and labor market trends.
- Providing appropriate welfare benefits in compliance with applicable laws, including provident fund contributions, social security, health insurance, and other employee welfare benefits, to enhance employees' quality of life and financial security.

Performance Results in 2025

- 100% of employees underwent performance evaluations.
- The compensation structure was reviewed in accordance with the established plan.

Total compensation has increased continuously over the past three years. In 2025, total compensation increased by THB 2,035,252.25 (approximately 3.39%) compared with 2024, reflecting adjustments aligned with business performance and labor market conditions.

Compensation by Gender (2025)

- **Male employees:** THB 33,184,821.19
- **Female employees:** THB 28,815,617.43

The compensation structure is determined based on job roles, responsibilities, and performance, with no differentiation in compensation based on gender.

Outcomes and Risk Mitigation

Fair and transparent compensation management contributes to:

- Strengthening employee motivation and engagement
- Reducing the risk of labor disputes and unfair treatment
- Supporting the retention of talented personnel
- Enhancing workforce stability, which is a key factor for business continuity

Alignment with Human Rights Principles

Providing fair and equitable compensation aligns with the principles of respect for human rights, as it helps reduce inequality within the organization, enhances job security, and reflects respect for the dignity of employees. This serves as a fundamental basis for sustainable business operations.

Employee remuneration

	2023	2024	2025
Total employee remuneration (baht)	55,910,243.01	59,965,186.37	62,000,438.62
Total male employee remuneration (Baht)	31,381,127.78	33,080,267.78	33,184,821.19
Total female employee remuneration (Baht)	24,529,115.23	26,884,918.59	28,815,617.43

Employee and labor management: Employee training and development

Action Plan and Implementation Approach

The Company prepares an annual training and development plan by considering the Company's strategic direction, key business risks (Key Risks), and the professional development needs of each function. The implementation framework is based on the following principles:

- Providing training programs that align with employees' roles and responsibilities as well as the Company's business direction
- Supporting the development of key competencies in areas such as finance, accounting, risk management, corporate governance, digital technology, and ESG
- Ensuring that employees at all levels have equal access to training and development opportunities
- Monitoring and evaluating training outcomes in order to continuously improve the Company's personnel development plan

Learning Methods

The Company designs learning programs in various formats to suit different job functions and the needs of participants, including:

- In-house training and knowledge sharing
- External training programs
- Workshops and practical seminars
- Online training (Online Seminar / Zoom / E-learning)
- On-the-job training
- Leadership Development Programs

All newly hired employees are required to attend the Orientation Program, which covers the Company's business operations, corporate governance policies, anti-corruption policy, and relevant laws and regulations. The program is designed to ensure that employees gain a proper understanding of the Company's operational framework from the beginning of their employment.

Training Implementation in 2025

In 2025, the Company organized no fewer than 30 training programs, consisting of both internal and external training activities as follows:

1. Internal Training Programs (5 Core Programs)

The Company conducted five key internal training programs, including:

Orientation Program

An onboarding program designed to help new employees understand the Company's organizational structure, regulations, and corporate culture.

Anti-Corruption Training

Training on the Company's anti-corruption policy to strengthen governance practices and promote ethical awareness among employees.

Negotiation for Persuasion and Relationship (Workshop)

A practical workshop focusing on negotiation skills and business relationship development.

Leadership Mastery

A leadership development program for executives and supervisors aimed at enhancing leadership skills, decision-making capabilities, and organizational management.

Occupational Safety, Health and Working Environment Committee Training (Safety Committee Training)

Training on occupational safety, health, and working environment in accordance with legal requirements to support the systematic operation of the Company's Safety Committee.

2. External Training Programs (Approximately 25 Programs)

The Company encourages directors, executives, and employees to attend professional training programs organized by regulatory bodies and professional institutions, such as:

- Thai Institute of Directors (Thai IOD)
- The Stock Exchange of Thailand (SET)
- The Securities and Exchange Commission (SEC)
- The Thai Listed Companies Association
- The Federation of Accounting Professions

These programs aim to enhance corporate governance standards and strengthen professional competencies.

2.1 Board Governance and Directors' Roles

Directors and Audit Committee members participated in key programs such as:

- Director Forum 2025
- Audit Committee Forum 2025
- Role of the Chairman Program (RCP)
- ESG in the Boardroom
- Insight in SET: ID & AC Focus
- Company Secretary Program (CSP)
- Company Secretary Forum

These programs help strengthen the Board's oversight role, particularly in areas such as nomination and remuneration, international risks, and evolving disclosure standards.

2.2 Sustainability Disclosure and ISSB Standards

The Company places importance on preparing for ESG and ISSB disclosure standards. Training programs attended include:

- ISSB Standards (IFRS S1 / S2)
- ESG Risk Mitigation
- ESG Risk Management: Navigating Climate Risks
- ESG Opportunities and Risks
- Biodiversity and Sustainable Business Operations

These programs involved the entire Board, as well as executives from finance, risk management, internal audit, and the Company Secretary function, reflecting enterprise-level ESG oversight.

2.3 Risk Management, Technology, and AI

To support digital transformation, the Company participated in training programs such as:

- Governance and Risk Management for AI
- AI in Everyday Life
- Leadership Journey in the AI Era
- Generative AI in HR
- AI Marketing
- Data Analytics for Internal Auditors
- Preliminary Analysis Tool on SETLink

These programs enhance understanding of both the opportunities and risks associated with AI, at both the board and operational levels.

2.4 Accounting, Finance, and Business Law

Executives and employees in accounting, finance, and legal functions attended specialized programs such as:

- CFO Refresher Course 2025
- TFRS 16
- Transfer Pricing Documentation
- IFRS S1 and S2
- Laws Driving the Online Economy
- Credit Risk Analysis for SME Businesses
- Accounting Cycle in the Digital Era

These programs help strengthen professional standards, reduce compliance risks, and improve the accuracy and reliability of financial reporting.

2.5 Leadership Development

Senior executives participated in the Leadership Mastery Program and practical leadership activities such as JUMP+ Activation Day, aimed at strengthening capabilities in change management and organizational transformation.

Outcomes

The training and development initiatives implemented in 2025 resulted in:

- Enhanced readiness of the Board in relation to ISSB standards and international ESG governance practices
- Improved capabilities in managing risks related to climate change, technology, and complex transactions
- Reduced legal, accounting, and compliance risks
- Strengthened Board effectiveness and governance maturity
- Support for sustainable business operations in line with good corporate governance principles

The Company provides equal opportunities for employees at all levels, including directors and executives, to access knowledge development programs. Training outcomes are continuously monitored and evaluated to further strengthen human capital management in alignment with the Company's long-term strategic direction.

	2023	2024	2025
Average employee training hours (hours / person / year)	8.27	8.87	10.06
Training and development expenses for employees (baht)	N/A	249,688.00	324,854.00

Employee and labor management: Safety, occupational health, and environment at work

Occupational Health, Safety, and Working Environment (OHS)

The Company places great importance on occupational safety, health, and working environment for its employees. The Company has established the Occupational Safety, Health, and Working Environment Committee (Safety Committee) to oversee and promote workplace safety measures, as well as to organize safety activities and training programs for employees on a regular basis.

The Company manages Occupational Health and Safety (OHS) in accordance with applicable laws and regulations. OHS measures cover employees at all levels and across all functions of the Company (100% of employees) and workplace accident statistics are continuously monitored.

Key Implementation Approaches

The Company implements proactive measures to prevent and reduce safety risks, including:

- Establishing clear and practical workplace safety policies and measures
- Conducting workplace safety risk assessments and implementing preventive control measures
- Providing safety and occupational health training in accordance with legal requirements
- Organizing annual health check-ups for all employees
- Conducting fire evacuation drills and emergency response exercises at least once per year
- Establishing monitoring and preventive measures for communicable diseases in the workplace

Reporting Channels and Employee Participation

The Company provides channels for employees to report unsafe conditions or unsafe acts through supervisors, the Safety Committee, and internal communication channels. Reports may be submitted anonymously.
The Company protects whistleblowers under a Non-Retaliation Policy. Reported cases are recorded, monitored, and analyzed through Root Cause Analysis, and preventive improvement measures are implemented on an ongoing basis.

Performance in 2025

In 2025, the Company continuously implemented its occupational safety management plan, with key results as follows:

- No serious work-related accidents resulting in work stoppage were reported
- Lost Time Injury (LTI): 0 cases
- Lost Time Injury Frequency Rate (LTIFR): 0
- 100% of employees received annual health check-ups
- 20 employees completed safety training in accordance with legal requirements
- Fire evacuation and emergency preparedness drills were conducted in accordance with the established plan

These results were consistent with the Company's safety target of "Zero Serious Work-Related Accidents."

Outcomes and Risk Management

The systematic implementation of OHS management contributes to:

- Reducing operational risks
- Reducing legal risks and labor disputes
- Strengthening the safety culture within the organization
- Supporting business continuity

The Company will continue to monitor safety indicators and enhance its safety measures in line with evolving working conditions and applicable regulations, with the aim of continuously improving workplace safety standards and employees' quality of life in a sustainable manner.

Safety, occupational health, and environment at work

	2023	2024	2025
Total number of lost time injury incidents by employees (cases)	0	0	0

Employee and labor management: Employee engagement and internal employee groups

Policy and Implementation Approach

The Company places importance on fostering employee engagement and promoting employee participation within the organization in order to create an open, respectful, and collaborative working environment. Such an environment enhances work efficiency, reduces the risk of employee turnover, and supports the Company's sustainable growth.

The Company continuously implements initiatives to strengthen employee engagement, covering internal communication, employee feedback mechanisms, leadership development, and work–life balance management. Key approaches include:

- Organizing corporate activities and relationship-building activities among employees, such as team-building programs, New Year events, and CSR activities
- Conducting AF Town Hall meetings to communicate organizational direction, business performance, and strategic plans in a transparent manner
- Providing open internal communication channels that allow employees to express opinions, suggestions, or complaints in a safe and confidential manner
- Supporting the operation of the Employee Welfare Committee as a formal mechanism for receiving employee feedback in accordance with labor law requirements
- Promoting work–life integration through flexible working hours and remote working arrangements where appropriate
- Encouraging employees to participate in organizational activities and form groups appropriately within the framework of labor laws and respect for labor rights

The Company gathers employee feedback through various channels, including internal communication platforms, meetings, and suggestion channels. The Company also plans to develop an Employee Engagement Survey system to monitor employee satisfaction levels in the future.

Performance in 2025

1. **1. Voluntary Turnover Rate**

The Company continuously monitors voluntary resignation data of permanent employees, excluding cases of termination, retirement, or death during employment.

The data over the past three years are as follows:

- **2023:** 27 voluntary resignations (31.4%)
- **2024:** 19 voluntary resignations (21.6%)
- **2025:** 6 voluntary resignations (6.98%)

In 2025, the voluntary turnover rate decreased to 6.98%, reflecting a continuous decline from previous years. This trend indicates improved workforce stability and demonstrates the effectiveness of the Company's measures related to compensation, employee development, internal communication, and employee well-being management.

2. Employee Participation and Working Environment

In 2025, the Company implemented employee engagement activities in accordance with its plans. These initiatives contributed to creating a workplace environment that encourages open communication, idea sharing, and effective teamwork.

During the year, the Company did not receive any complaints related to restrictions on freedom of association, discrimination, or violations of labor rights, reflecting the Company's commitment to respecting labor rights and human dignity.

Outcomes and Risk Management

The Company's employee engagement initiatives contributed to:

- A continuous reduction in employee turnover
- Lower talent loss risk
- Reduced labor dispute risks
- Enhanced knowledge continuity within the organization
- Strengthened long-term business stability

The Company will continue to monitor employee engagement and retention indicators and use the results to improve future initiatives. These efforts aim to enhance employees' quality of working life, job satisfaction, and the Company's long-term competitiveness in a sustainable manner.

Employee engagement

	2023	2024	2025
Total number of employee turnover leaving the company voluntarily (persons)	27	21	6
Total number of male employee turnover leaving the company voluntarily (persons)	16	9	3
Total number of female employee turnover leaving the company voluntarily (persons)	11	12	3
Proportion of voluntary resignations (%)	31.40	N/A	6.98

	2023	2024	2025
Evaluation result of employee engagement	No	No	No

Employee internal groups

Employee Participation and Labor Representation

The Company promotes employee participation in organizational management through formal mechanisms that are consistent with labor laws. Employees are encouraged to provide feedback, share suggestions, and participate in initiatives aimed at improving workplace safety, employee welfare, and overall quality of working life.

In 2025, the Company established the Occupational Safety, Health, and Working Environment Committee (Safety Committee) and the Employee Welfare Committee, both of which consist of representatives from management and employee representatives. These committees jointly oversee the formulation, promotion, and monitoring of initiatives related to workplace safety, occupational health, working environment, and employee welfare in a systematic manner.

Such mechanisms enhance two-way communication, strengthen employee participation, and help mitigate labor dispute risks. They also support the effective, transparent, and systematic implementation of occupational health and safety measures and employee welfare programs, in alignment with the principles of good corporate governance and respect for human rights.

Employee internal groups :	Yes
Types of employee internal groups :	Welfare committee

Information about customers

Customer management plan

Responsible Customer Management

The Company places importance on responsible customer management by adhering to the principles of fairness, transparency, and the protection of customers' rights and personal data. The Company also continuously enhances the quality of its financial services to align with the needs and business context of different customer segments. These efforts aim to build trust, increase customer satisfaction, and foster long-term sustainable relationships with customers.

The Company's customer management approach covers the entire customer lifecycle, including the design of products and services, the provision of complete and verifiable information, and the use of technology to improve service efficiency. The Company also provides appropriate customer support under both normal and challenging circumstances, ensures the protection of customers' personal data, and maintains a systematic process for receiving and addressing customer complaints. These practices ensure that the Company conducts its business responsibly in line with the principles of good corporate governance and sustainable business practices.

Company's customer management plan :	Yes
Customer management plan implemented by the company over the past year :	Responsible production and services for customers, Communication of product and service impacts to customers/consumers, Development of customer satisfaction and customer relationship, Consumer data privacy and protection

Approach to Responsible Lending and Customer-Centric Services

1. Fair and Transparent Factoring Services

The Company is committed to providing factoring services in a fair, transparent, and accountable manner. Key information such as interest rates, fees, conditions for the assignment of receivables, service periods, and risks associated with financial products are clearly disclosed through appropriate communication channels. This ensures that customers are able to make well-informed decisions based on accurate and sufficient information.

The Company strictly complies with applicable laws, regulatory requirements, and industry standards governing financial services. In addition, the Company supports access to financing for SMEs and small entrepreneurs, while ensuring fairness and appropriateness in the provision of services for each individual case.

2. Product Suitability Assessment

The Company emphasizes the assessment of the suitability of financial products and services to ensure alignment with the nature of the factoring business, customers' repayment capabilities, and their financial conditionsparticularly for SME customers. This approach aims to avoid creating excessive financial burdens for customers and to ensure that customers receive services that are appropriate to their actual needs, enabling them to operate their businesses sustainably.

3. Leveraging Technology to Enhance Service Quality and Efficiency

The Company utilizes digital technology to enhance the quality and efficiency of its factoring services. For example, the Online Factoring system (E-FAC) allows customers to apply for services and track the status of transactions in real time. This system helps reduce processing time, improve convenience, and increase access to financial services.

The Company also places strong emphasis on the security of customers' financial transactions and data. Measures have been implemented in relation to cybersecurity and personal data protection to prevent unauthorized access to information or misuse of systems. These measures aim to enhance customer confidence in the Company's digital financial services.

In addition, the Company provides customer support and consultation through online service channels to facilitate inquiries, information access, and timely problem resolution.

4. Support for Customers Facing Financial Difficulties

The Company has established guidelines to assist customers experiencing liquidity constraints or those affected by economic conditions. Appropriate measures may include debt restructuring, designing repayment plans that align with customers' repayment capabilities, or providing financial consultation. These measures aim to alleviate financial burdens and support the sustainable recovery of customers' businesses.

5. Development of ESG-Aligned Financial Products and Services

The Company promotes the development of financial products and services that support sustainable business practices. Environmental, Social, and Governance (ESG) factors are considered in the lending process, including support for businesses that reduce environmental impacts, utilize resources efficiently, and operate responsibly toward society.

The Company has integrated ESG risk considerations into its risk management process to ensure that financial services are aligned with long-term sustainable growth objectives.

6. Protection of Customer Rights and Personal Data

The Company places importance on protecting customers' personal data and privacy. The Company strictly complies with applicable laws and regulations and has established appropriate data security measures. The use of customer

information is limited to clearly defined and legitimate purposes to ensure continued trust and confidence from customers.

Communication of Information on the Impacts of Products and Services to Customers/Consumers

Communication of Product and Service Impacts to Customers / Consumers

The Company places importance on communicating accurate, complete, transparent, and easily understandable information regarding its financial products and services. This approach aims to protect customers' rights as financial service users and enable them to make informed decisions based on sufficient information. Such communication is conducted in compliance with applicable laws, regulatory requirements, the principles of good corporate governance, and the Company's code of business conduct.

1. Transparent and Comprehensive Disclosure of Product and Service Information

The Company provides clear disclosure of key information regarding its products and services, including service conditions, interest rates, fees, service periods, potential risks, and possible financial impacts that customers may incur, such as default interest or penalties. This ensures that customers understand their rights, obligations, and responsibilities before deciding to use the Company's services.

The Company requires that all communications relating to products and services be accurate, complete, and not misleading. Important details, including interest rates, fees, service conditions, and associated risks, are disclosed through appropriate channels that customers can easily access.

The Company also informs customers in advance of any relevant changes to terms and conditions through appropriate communication channels, enabling customers to assess potential impacts and plan their financial decisions accordingly.

2. Proactive Communication Through Accessible and Diverse Channels

The Company communicates information about its products and services through multiple accessible channels, including the Company's website, online systems, applications, digital media platforms, and customer service centers. These channels allow customers to conveniently access accurate and up-to-date information.

In addition, the Company utilizes digital technologies such as automated response systems (chatbots) and online customer support channels to provide preliminary information regarding service conditions, potential risks, and the impacts associated with financial products on a 24-hour basis.

3. Providing Advice and Communication in the Best Interest of Customers

The Company emphasizes responsible communication by ensuring that employees who provide advice are properly trained in knowledge, professional conduct, and ethical standards. Employees are required to provide accurate and unbiased information without misleading customers, while prioritizing the best interests of customers.

Such guidance aims to ensure that customers clearly understand product features, associated risks, and potential impacts, enabling them to make decisions that align with their financial condition and actual needs.

4. Transparency in Advertising and Public Communications

The Company conducts advertising and promotional activities related to financial products and services in a transparent, fair, and responsible manner. The Company avoids exaggerated claims, misleading statements, or any communication that may create misunderstandings regarding the benefits or risks of its products.

Marketing and communication materials are subject to internal review and approval by relevant departments prior to publication to ensure compliance with applicable laws, regulatory requirements, and the Company's code of business conduct.

5. Inquiry, Complaint Handling Channels, and Continuous Improvement

The Company provides appropriate and accessible channels for customers to submit inquiries, complaints, or suggestions. The Company also maintains processes to monitor and resolve customer issues fairly, transparently, and efficiently.

Customer feedback and suggestions are analyzed and used to continuously improve communication processes, service quality, and product development. These efforts aim to enhance customer experience and strengthen long-term customer confidence.

Enhancing Customer Satisfaction and Building Long-Term Customer Relationships

The Company places importance on building customer satisfaction and long-term relationships with customers based on the principles of fairness, transparency, and financial consumer protection. This approach encompasses listening to customer feedback, providing appropriate financial advice, maintaining ongoing customer care, and managing customer complaints effectively and systematically.

1. Listening to and Responding to Customer Needs

The Company provides multiple channels for customers to share feedback, suggestions, and complaints through online platforms, customer service centers, and electronic communication channels. These channels enable the Company to identify issues promptly and respond effectively to customers' needs.

In addition, the Company focuses on developing the capabilities of its credit and customer service personnel to ensure they possess the necessary knowledge, understanding, and advisory skills to serve as financial advisors. This enables them to provide appropriate recommendations that align with each customer's business needs and financial situation.

2. Strengthening and Developing Long-Term Customer Relationships

The Company focuses on maintaining long-term relationships with customers by offering appropriate benefits to customers with strong repayment records. Such benefits may include suitable credit terms or fair interest rate considerations, reflecting the Company's trust in its customers and encouraging continued use of the Company's services.

3. Fair and Transparent Customer Complaint Management

The Company has established a complaint and whistleblowing mechanism that is fair, transparent, and verifiable in order to protect the rights of customers and stakeholders. The Company provides a Whistleblowing Channel as a formal channel to receive reports, coordinate investigations, and systematically monitor the resolution process.

Customers may submit complaints, suggestions, or reports of suspected misconduct relating to service quality, unfair practices, or potential violations of laws and the Company's code of conduct through channels designated by the Company, such as online platforms, email, or other accessible communication channels. All complaints are reviewed carefully and handled fairly without discrimination.

The Company places strong emphasis on whistleblower protection by maintaining strict confidentiality of the complainant's identity and related information. The Company also ensures that no retaliatory actions or adverse consequences are taken against individuals who report concerns in good faith, in accordance with the Company's whistleblowing policy.

Clear procedures have been established for reviewing, resolving, and monitoring complaints, and the Company communicates appropriate updates to complainants where applicable. These measures help strengthen customer trust, enhance customer satisfaction, and maintain long-term relationships while reducing the risk of disputes and continuously improving service standards.

4. Managing Feedback, Suggestions, and Continuous Service Improvement

The Company has established a systematic process for managing customer feedback, suggestions, and complaints. A dedicated customer relations team is responsible for coordinating with customers, monitoring progress, and resolving issues appropriately. In cases of dissatisfaction, the Company will contact customers to obtain additional information and analyze the root causes of the issues.

The Company also maintains a service quality monitoring system and records and analyzes complaint data. The information obtained is used to improve internal processes, enhance products and services, and continuously track the effectiveness of corrective actions.

5. Leveraging Digital Technology to Enhance Customer Experience

The Company utilizes digital technology to enhance factoring services, including online application systems and real-time tracking of receivable purchase transactions. Services are also provided through electronic channels and customer support platforms to increase convenience, improve efficiency, reduce processing time, and enhance the overall customer experience.

Through these initiatives, the Company is able to utilize customer feedback and suggestions to continuously improve service delivery, strengthen customer satisfaction, and build long-term trust and relationships with customers.

Protection of Customer Personal Data

The Company places great importance on protecting the personal data of customers as users of financial services. The Company recognizes that personal data is sensitive information and a key factor in building long-term trust and confidence. Therefore, the Company has established appropriate policies, procedures, and internal control measures to ensure that the collection, use, disclosure, and protection of personal data are conducted accurately, transparently, securely, and in compliance with applicable laws and standards.

1. Protection of Personal Data in Compliance with Applicable Laws and Standards

The Company protects customers' personal data in accordance with the Personal Data Protection Act B.E. 2562 (2019) (PDPA) and other relevant laws, regulations, and information security standards. Appropriate technical and administrative measures are implemented, including:

- The use of data encryption systems for data storage and transmission
- Access control mechanisms that limit data access to authorized personnel on a need-to-know basis
- Establishing clear guidelines for data retention and secure data disposal within appropriate retention periods

These measures aim to prevent unauthorized access, use, disclosure, or alteration of personal data and reduce the risk of personal data breaches.

2. Respect for Customers' Rights to Control Their Personal Data

The Company respects customers' rights as personal data owners and provides appropriate channels for customers to exercise their rights under applicable laws. Such rights include the right to access, correct, restrict the use of, or withdraw consent for the processing of their personal data.

The Company also informs customers transparently of the purposes for collecting, using, and disclosing personal data and obtains explicit consent before using personal data for other purposes, such as marketing activities or business analytics. This ensures that customers maintain appropriate control over their personal data.

3. Prevention and Management of Information Security Incidents

The Company has implemented a systematic information security and cyber risk management framework, including a Cybersecurity and Data Breach Response Plan, to ensure preparedness in preventing, detecting, and responding to incidents that may affect customers' personal data.

The Company continuously monitors, reviews, and assesses cyber risks and has established procedures for incident reporting, remediation, and impact mitigation to enable timely and effective response to potential security incidents.

4. Responsible Data Governance and Use of Information

The Company ensures that personal data is used only when necessary, appropriate, and consistent with the purposes of providing financial services. Data management practices are governed by internal control systems and the Company's code of business conduct to ensure transparency, accountability, and protection of customers' rights.

Through these measures, the Company aims to strengthen customer confidence and trust by ensuring comprehensive protection of personal data, respecting privacy rights, and promoting responsible data usage. These principles form an essential foundation for providing financial services and conducting sustainable factoring business operations.

Statistics

In 2025, the Company did not receive any complaints or report any incidents related to customer personal data breaches. The Company maintains systematic procedures for managing personal data incidents to ensure that any potential issues can be investigated and resolved promptly and appropriately.

Setting customer management goals

Customer Relationship Management and Customer Satisfaction Development

The Company places importance on Customer Relationship Management (CRM) with the objective of enhancing the customer experience (Customer Experience) and building long-term sustainable relationships. This approach is guided by the principles of responsible and transparent financial services that align with customers' actual needs. The

Company recognizes that customer satisfaction, trust, and confidence are key factors influencing continued service usage, repeat transactions, and positive word-of-mouth referrals, all of which support the competitiveness and sustainable growth of the factoring business.

To ensure that customer management is conducted systematically and can be monitored, evaluated, and continuously improved, the Company has established a Customer Satisfaction Development Plan with defined quantitative indicators and targets. The plan covers three key dimensions:

- **Product Excellence** – quality and suitability of factoring products
- **Service Quality** – quality of service delivery and communication with customers
- **Trusted Reputation** – organizational credibility, transparency, and trustworthiness

The Company uses the Customer Satisfaction Score (CSAT) as the primary performance indicator, complemented by the analysis of customer feedback and complaints. The results are used to improve service processes, enhance product development, and continuously elevate operational standards. These customer management practices are implemented in accordance with the principles of good corporate governance and aligned with the Company's sustainable business practices.

Does the company set customer management goals : Yes

Details of setting customer management goals

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Development of customer satisfaction and customer relationship	- Product Factory Usage Satisfaction - Service Satisfaction - Trust in Using the Company's Services	2023: Satisfaction score is 70.	2025: Satisfaction score of 80

Customer Satisfaction Rating Criteria

The Company has established the following customer satisfaction rating criteria:

- ≥ 95% : Excellence
- ≥ 85% : Good (Company's target)
- ≥ 75% : Fair
- < 75% : Need Improvement

Performance and outcomes of customer management

Customer Satisfaction Monitoring and Customer Experience Enhancement

The Company places importance on treating customers fairly, transparently, and responsibly. The Company continuously develops its financial products and services to align with customers' needs while enhancing customer satisfaction, trust, and long-term relationships.

1. Monitoring Performance Against Targets and Indicators

In 2025, the Company conducted a Customer Satisfaction Survey covering key aspects including the quality of factoring products, service responsiveness, clarity of information, customer communication, and the Company's credibility. The survey was conducted among customers who use the Company's services.

The survey results showed that the overall customer satisfaction score was 90%, which exceeded the Company's target of 85%.

Detailed results by dimension were as follows:

- **Product Excellence:** 82%
- **Service Quality:** 89%
- **Trusted Reputation:** 99%

In addition:

- **100% of customers expressed confidence** that the Company appropriately safeguards and protects the confidentiality of their personal data.
- **97.5% of customers indicated their willingness to recommend** the Company's services to others.

2. Enhancing Customer Experience

The Company leverages digital technology to enhance its services, including:

- Online loan application and service status tracking systems
- Development of paperless documentation systems
- Expanding communication channels for customers to contact Company representatives

These initiatives aim to improve convenience, efficiency, and clarity in service delivery.

3. Complaint Management

The Company has established clear channels for receiving customer complaints, along with a monitoring and resolution process that ensures fair and prompt handling of issues.

In 2025:

- No complaints were received from customers regarding the Company's products or services.

4. Transparent Communication and Personal Data Protection

The Company provides customers with clear, accurate, and comprehensive information regarding products, financial conditions, and service fees. Operations are conducted in compliance with the Personal Data Protection Act (PDPA).

In 2025:

- No significant personal data breach incidents were reported.
- No complaints were received regarding personal data violations.

Performance and outcomes of customer management : Yes

Outcomes of Customer Relationship Management

The Company's customer relationship management initiatives have resulted in the following outcomes:

- Customer satisfaction levels exceeded the Company's established targets
- No significant complaints or disputes were reported
- Customers experienced services that are convenient, efficient, and transparent
- Customer confidence and trust in the Company have continued to strengthen

These outcomes contribute to strengthening long-term relationships with customers, reducing the risk of disputes, and supporting continued service utilization. This, in turn, serves as an important factor in enhancing the stability and sustainable growth of the Company's factoring business over the long term.

Customer management: Customer satisfaction

Customer satisfaction

	2023	2024	2025
Evaluation results of customer satisfaction	Yes	Yes	Yes

Information on community and society

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, Occupational health, safety, health, and quality of life, Disadvantaged and vulnerable groups, Reducing inequality, Others : Social Assistance During Crisis Situations

Employment and Professional Skills Development Plan

Objectives of the Plan

- To enhance employees' skills and capabilities to perform their duties effectively and adapt to changes in the industry.
  To promote equal employment opportunities by valuing diversity in gender, age, and capabilities.
  To encourage continuous learning and development to support employees' career growth.

1. Employment and Professional Skills Development Plan

Approaches and Activities

- rganize internal training and continuous knowledge-sharing activities within the organization.
  Support training programs in digital skills, factoring business, risk management, and corporate governance.
  Provide opportunities for students to participate in internships or study visits to prepare them for the labor market.

Activities Implemented

Employee Skills Development Program

- Conduct internal training programs within the organization.
  Encourage employees to participate in external training programs relevant to their job functions.
  Accept interns to help prepare students for entry into the labor market.

Fair Employment and Diversity Support

- Encourage employee participation in expressing opinions and contributing to organizational decision-making.

Expected Outcomes

- Employees acquire relevant skills that can be effectively applied to their work.
  Strengthen employee engagement and support the long-term growth of the organization.
  Employee turnover rate decreases compared to the previous year.

2. Education Development Plan

Approaches and Activities

- rganize open-house programs to welcome senior high school students for study visits and career guidance.
  Support educational activities such as Children's Day, Teacher Appreciation Day, and school-related programs.
  Provide knowledge on essential skills in the digital era and financial business.

Expected Outcomes

- Youth gain inspiration and useful information for planning their education and career paths.
  Increased opportunities for access to knowledge and career-oriented learning.

3. Occupational Health, Safety, Well-being, and Quality of Life Plan

Approaches and Activities

- Implement the Zero Accident initiative to reduce workplace accidents.
  Conduct regular emergency evacuation and fire prevention drills.
  Promote awareness of occupational health and workplace safety.
  Support annual health check-ups and activities that promote employees' physical and mental well-being.
  Implement flexible working policies (Flexitime / Work From Anywhere in accordance with Company guidelines) to promote work-life balance.
  Encourage employee participation in community development activities related to health and safety.

Activities Implemented

Zero Accident Program

- Conduct emergency evacuation and fire drills at least once per year.
  Support community development initiatives related to occupational health and safety.

Employee Health Promotion Program

- Provide free annual health check-up programs for employees.
  Support physical activities such as weekly football sports activities.

Employee Quality of Life Development Program

Flexible Working Arrangements

- Implement a flexitime policy allowing employees to choose their working hours within two time slots: 08.30 – 17.00 and 08.00 – 16.30.
  Allow employees to work remotely (Work From Anywhere) when necessary to care for family members such as parents, children, or spouses with health-related needs or medical appointments.

Improvement of Working Environment

- Relocate office premises to provide a more spacious and comfortable working environment.
  Provide meeting rooms of various sizes to facilitate collaborative work.

Relationship Building and Skills Development Activities

- Conduct monthly knowledge-sharing sessions to enable employees to develop knowledge and skills collaboratively.
  rganize recreational and team-building activities to strengthen relationships among employees.

Community Health and Safety Support Program

- Encourage employees to participate in community development activities related to occupational health, safety, and public health, such as donating supplies to schools.
  Support public health and safety initiatives beneficial to society, such as financial donations to healthcare institutions.

Expected Outcomes

- Employees achieve improved physical and mental well-being and greater job satisfaction.
  Reduced risk of workplace accidents and injuries.
  Improved work-life balance for employees.
  The organization contributes to promoting health and safety within the community and society as a whole.

4. Support Plan for Disadvantaged and Vulnerable Groups

Approaches and Activities

The Company aims to support disadvantaged groups facing physical or economic limitations that may affect their access to education, career development, and quality of life. This is carried out through collaboration with organizations and institutions working to enhance the capabilities and self-reliance of such groups.

Key Approaches

- Support organizations working with persons with disabilities.
  Provide scholarships for underprivileged children and youth.
  Promote opportunities for skills development and continuous education.

Activities Implemented

Support for the Visually Impaired

The Company supported the project “Mahakusol Charity Robe Offering to Support the Blind Nationwide for Education and Employment” organized by the Thailand Association of the Blind to promote education, skills development, and career opportunities for visually impaired persons.

Scholarship Support for Underprivileged Students

The Company supported the Teacher Appreciation Day activity for the academic year 2025 at Ban Phai Lom Samakkhi School, Chanthaburi Province, by providing scholarships to students with good conduct and academic performance who face financial constraints.

Expected Outcomes

- Disadvantaged groups receive appropriate support and opportunities to improve their quality of life.

5. Social Inequality Reduction Plan

Approaches and Activities

- Participate in financial fairs or events to provide financial consultation and knowledge.
  Promote financial literacy and access to financing for SME entrepreneurs.

Expected Outcomes

- People and entrepreneurs gain greater knowledge and improved access to financial services.
  Contribute to reducing economic inequality in society.

6. Other Initiatives: Crisis Relief and Social Assistance

Approaches and Activities

- Support relief initiatives for disaster-affected communities through credible organizations or network partners. Provide assistance through the Company's budget approval and governance process.

Expected Outcomes

- Disaster-affected communities receive timely and appropriate assistance.
  The Company contributes responsibly to supporting society during times of crisis.

Setting community and social management goals

1. Employment and Professional Skills Development Objectives

- Enhance employees' skills and capabilities to prepare them for changes in business, technology, and future working models.
- Promote fair employment practices and provide opportunities for employees to grow and advance in their careers.
- Support lifelong learning and knowledge sharing within the organization.

2. Education Development Objectives

- Promote educational opportunities and learning for youth.
- Connect learning with the world of work to help build an understanding of future career paths.

3. Occupational Health, Safety, Well-being, and Quality of Life Objectives

- Create a safe working environment and reduce risks related to workplace accidents and employee health.
- Promote physical and mental well-being and enhance quality of life to support effective work performance.
- Extend health and well-being initiatives from employees to communities and society.
- Encourage employee participation in social initiatives related to health and safety.

4. Objectives for Supporting Disadvantaged and Vulnerable Groups

- Support the improvement of quality of life and opportunities for disadvantaged groups in society.

5. Social Inequality Reduction Objectives

- Increase equitable access to knowledge and financial services.
- Support entrepreneurs and the public in making informed financial decisions.

6. Objectives for Social Assistance During Crisis Situations

- Provide relief and support to people affected by disasters or emergency situations.

Does the company set community and social management goals : Yes

Details of setting community and social management goals

Target(s)	Indicator(s)	Base year(s)	Target year(s)
• Employment and professional skill development	Number and Continuity of Learning and Knowledge-Sharing Activities	2025: -	2025: 12 sessions
• Education	Participation in and Support for Educational Activities	2025: -	2025: At least 1 activity
• Occupational health, safety, health, and quality of life	Annual Health Check-up	2025: -	2025: More than 90% of employees received annual health check-ups.
• Disadvantaged and vulnerable groups	Support for Organizations or Foundations Assisting Persons with Disabilities and Vulnerable Groups	2025: -	2025: At least 1 activity
• Reducing inequality	Participation in Financial Advisory and Financial Literacy Activities	2025: -	2025: Participated in activities to promote financial knowledge and financial products at least once.
• Others : Social Assistance During Crisis Situations	Providing assistance through credible organizations and partner networks	2025: -	2025: At least 1 activity

Performance and outcomes of community and social management

Performance and outcomes of community and social management : Yes

In 2025, AIRA Factoring Public Company Limited implemented community and social management in a systematic manner under its sustainability framework. The Company aims to create shared value for employees, communities, society, and relevant stakeholders through initiatives in human resource development, education, health and safety, support for disadvantaged groups, reduction of social inequality, and assistance during crisis situations.

The operational performance and outcomes are summarized as follows:

1. Performance in Employment and Professional Skills Development

The Company places importance on continuously developing employees' capabilities in order to enhance readiness for changes in business, technology, and future working models. In 2025, the Company regularly organized internal training and knowledge-sharing activities covering key competencies required for work, including knowledge related to financial and factoring businesses, risk management, corporate governance, digital technology, environmental issues, and sustainability.

Key activities included training programs on communication and workplace skills, digital skill development such as the use of internal tools and systems, training on business ethics, conflicts of interest, and the use of inside information, as well as awareness-building on ESG topics such as Green Solutions and Carbon Footprint for Organization (CFO).
In addition, the Company provided opportunities for students to participate in internships or study visits in order to prepare them for entry into the labor market and to promote experiential learning through real-world work experience.

Outcomes

- Employees gained skills and knowledge that can be effectively applied in their work.
- A culture of learning and continuous human resource development was fostered within the organization.
- Supported employees' career growth and long-term engagement with the Company.

2. Performance in Education and Youth Development

The Company continuously supports educational initiatives to promote learning opportunities and youth development. In 2025, the Company supported Children's Day activities, Teacher Appreciation Day events, and scholarship programs for educational institutions in provincial areas, aiming to assist students with limited financial resources and promote equal access to education.

In addition, the Company organized the activity "AF Open House for Grade 12 Students: Inspiring Careers in the Digital Era", welcoming senior high school students from Rajini School to participate in study visits and career guidance activities. The program provided insights into career paths, essential skills for the digital era, and the role of financial businesses and financial technology (FinTech).

Outcomes

- Youth received inspiration and useful information for planning their education and career paths.
- Strengthened the connection between the education sector and the working world.
- Increased access to knowledge in business and financial technology.

3. Performance in Occupational Health, Safety, Well-being, and Quality of Life

The Company prioritizes employees' well-being and quality of life through the implementation of the Zero Accident program, regular emergency evacuation and fire prevention drills, communication and awareness-building on occupational health and safety, annual health check-ups, and activities that promote employees' physical and mental well-being.

The Company also introduced flexible working policies, including Flexitime and Work From Anywhere (in accordance with Company guidelines), to support work-life balance and enhance employee productivity.

From a broader social perspective, the Company also supported public health initiatives by donating funds to medical foundations to assist in the procurement of medical equipment and support the operations of healthcare institutions.

Outcomes

- Employees experienced improved physical and mental well-being and greater job satisfaction.
- Reduced risks related to workplace accidents and health issues.
- Communities and society received appropriate support in public health.

4. Performance in Supporting Disadvantaged and Vulnerable Groups

The Company supported organizations and foundations working with persons with disabilities and vulnerable groups, particularly initiatives supporting visually impaired individuals. This was achieved through charitable donations and participation in public benefit activities aimed at promoting education, vocational training, and self-reliance for target groups.

Outcomes

- Disadvantaged groups received support and opportunities to improve their quality of life.
- Strengthened the Company's role in promoting an inclusive society that leaves no one behind.

5. Performance in Reducing Social Inequality

The Company participated in financial fairs and related events to provide responsible financial advisory services and knowledge sharing. These activities focused on promoting financial literacy and improving access to financing for SME entrepreneurs in a transparent and responsible manner.

Outcomes

- Members of the public and entrepreneurs gained improved financial knowledge and understanding.
- Supported access to financial services and contributed to reducing economic inequality.

6. Performance in Providing Social Assistance During Crisis Situations

In 2025, the Company supported relief initiatives for flood victims in several areas through collaboration with credible organizations and partner networks, including the Thai Red Cross Society and chambers of commerce networks. All activities were conducted in accordance with the Company's transparent budget approval and governance processes. In addition to flood relief assistance, the Company also emphasized humanitarian and national security support in response to unrest in the Thailand–Cambodia border area, which affected frontline military operations and the livelihoods of local communities.

The Company approved financial contributions to support frontline soldiers and affected communities along the Thailand–Cambodia border through the Panit Songkhro Foundation, under the coordination of the Thai Chamber of Commerce and the Board of Trade of Thailand, to assist in providing essential supplies and urgent humanitarian aid.

This support aimed to alleviate hardship, boost morale among frontline personnel, and assist communities affected by the unrest. All activities were conducted under the Company's official CSR budget approval process and supported by verifiable documentation.

Outcomes

- Provided timely and appropriate assistance to frontline personnel and border communities.
- Strengthened morale among officers performing duties in high-risk areas.
- Demonstrated the Company's role in supporting society and the nation during times of crisis in accordance with good governance and social responsibility principles.

Summary Table of Community and Social Management Performance (2025)

Dimension / Issue	Key Programs / Activities	Target Groups / Stakeholders	Output	Outcome (CGR-safe)
Employment and Professional Skills Development	Knowledge sharing, digital skills training, factoring business, risk management, governance training, internship programs	Employees / Students	Continuous training and knowledge-sharing activities	Employees develop relevant skills, fostering a learning culture and long-term growth
Education and Youth Development	AF Open House for Rajini School students, Children's Day, Teacher Appreciation Day, educational support	Students / Educational institutions	Study visits and educational support activities	Youth gain inspiration and career planning insights
Occupational Health, Safety, Well-being	Zero Accident program, evacuation drills, annual health check-ups, Flexitime & WFA, public health support	Employees / Communities / Healthcare institutions	Implementation of OHS measures and health promotion activities	Improved employee well-being and reduced workplace risks
Support for Disadvantaged Groups	Charity initiatives supporting the visually impaired, support for disability foundations	Visually impaired persons / Charitable organizations	Financial support to relevant organizations	Enhanced opportunities for education, vocational training, and self-reliance
Social Inequality Reduction	Financial literacy initiatives, financial fairs, SME advisory	Public / SMEs	Responsible financial advisory and knowledge sharing	Increased access to financial services and reduced economic inequality
Crisis Relief Assistance	Flood relief programs through Thai Red Cross and chamber networks	Disaster-affected communities	Donations and relief activities	Timely assistance for affected communities
Crisis Relief (Humanitarian / Security)	Support for frontline soldiers and communities along the Thailand–Cambodia border through Panit Songkhro Foundation	Frontline personnel / Border communities	Approved financial contributions through credible partners	Alleviated hardship, boosted morale, and reflected the Company's responsible role during crises

Information on other social management

In addition to the Company's core community and social initiatives, the Company also places importance on other social dimensions related to responsible business practices, stakeholder engagement, and the cultivation of an organizational culture that supports sustainable development. The Company focuses on integrating social considerations into its operational processes, communication, and business decision-making in an appropriate and consistent manner.

Plans, performance, and outcomes related to other social management

In 2025, the Company implemented additional social management initiatives alongside its regular business operations to promote responsible, transparent, and fair practices toward stakeholders at all levels. These initiatives include the following:

Promotion of Business Ethics and Good Corporate Governance

The Company continuously provides training and communication on business ethics guidelines, anti-corruption policies, conflict of interest prevention, and the appropriate use of inside information for employees. These activities aim to enhance employees' knowledge, understanding, and awareness in performing their duties in accordance with good governance principles.

In addition, the Company regularly monitors and reports the implementation of its anti-corruption policy to management and relevant committees on a quarterly basis. In 2025, no cases of fraud or corruption were identified, and no whistleblowing reports related to such matters were received through the Company's complaint channels.

Protection of Personal Data of Customers, Business Partners, and Employees

The Company strictly complies with the Personal Data Protection Act (PDPA) and has established data security measures to safeguard personal information. The Company also conducts awareness training for employees on the proper management and use of personal data.

Enhancing Employee Awareness and Participation in Social Issues

The Company encourages employee participation through internal communication activities, knowledge-sharing sessions, and opportunities for employees to propose ideas to improve work processes and the working environment on an ongoing basis.

Management of Complaints and Stakeholder Feedback

The Company provides appropriate, transparent, and verifiable channels for receiving complaints and feedback from stakeholders. A systematic process is in place to monitor and report the resolution of such matters to ensure fairness and maintain stakeholder confidence.

Outcomes of Other Social Management Initiatives

Through these efforts, the Company has achieved several positive social outcomes, including:

- Employees have greater awareness and understanding of ethical responsibilities and social accountability.
- Stakeholders have increased confidence in the Company's transparency, fairness, and protection of personal rights.
- A working environment that encourages participation, open dialogue, and continuous improvement has been fostered.
- The Company supports sustainable business operations by reducing social and reputational risks in the long term.

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

In 2025, AIRA Factoring Public Company Limited had no cases under investigation by competent authorities and were not subject to any allegations or disputes related to violations of social or human rights laws or regulations that could materially affect the Company's business operations, image, reputation, or assets. In addition, there were no publicly reported cases concerning such matters.

The Company places importance on conducting its business with social responsibility and strictly complies with applicable laws, rules, and regulations. The Company has established policies and practices relating to human rights, fair labor practices, non-discrimination, and appropriate protection of stakeholders. In addition, the Company provides complaint channels and internal control mechanisms to prevent and mitigate social and human rights risks.

Labor Disputes

Over the past three years, the Company has had no significant labor disputes and no conflicts that have affected its business operations.

The Company promotes positive relationships between management and employees through open communication, listening to employee feedback, and ensuring compliance with labor rights and welfare in accordance with applicable laws.

The Company does not have a labor union and continues to manage labor relations based on fairness, mutual respect, and employee participation in the continuous development of the organization.

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

	2023	2024	2025
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 business partner's rights violations (cases)	0	0	0
The total number of cases or complaints related to partner 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

4. Management Discussion and Analysis (MD&A)

4.1 Operation, financial condition and material changes

Operational overview

Based on the Company's ESG-oriented business strategy for the fiscal year 2025, the operating results for the years ended 31 December 2025 and 2024 can be summarized as follows.

Interest income from factoring receivables amounted to Baht 169.68 million and Baht 175.85 million, representing 68.1% and 68.9% of total revenue, respectively. Such income remains the Company's primary source of revenue. This category also includes financing provided under the Green Loan program, which continued to increase compared to the previous year, reflecting the Company's support for entrepreneurs in line with environmentally responsible and sustainable business practices.

Fee and service income amounted to Baht 42.47 million and Baht 46.07 million, representing 17.0% and 18.1% of total revenue, respectively. This decrease was consistent with the slowdown in SME financing transactions during the year.

Meanwhile, interest income from other loan facilities amounted to Baht 35.75 million and Baht 32.92 million, representing 14.3% and 12.9% of total revenue, respectively. This increase was driven by the Company's expansion of other lending products, including Green Loan financing, which forms part of the Company's strategy to diversify revenue sources and support ESG-driven business operations.

As a result, the Company recorded total revenue of Baht 249.13 million in 2025 and Baht 255.21 million in 2024. Total revenue in 2025 slightly decreased compared to the previous year, primarily due to lower interest income from factoring receivables and lower fee and service income, which was consistent with the slowdown in SME lending activities in line with economic conditions and the Bank of Thailand's reports.

In terms of financial costs, the Company recorded financial costs of Baht 74.04 million and Baht 79.93 million, representing 29.7% and 31.3% of total revenue, respectively. The decrease in financial costs in 2025 reflects the downward trend of policy interest rates, which resulted in lower funding costs for the Company.

As a result, the Company generated gross profit of Baht 173.86 million and Baht 174.91 million, representing 70.1% and 68.6% of total revenue, respectively. This reflects the Company's ability to manage financial costs efficiently and maintain an appropriate level of profitability.

In summary, although the Company's total revenue slightly decreased in 2025 due to the slowdown in SME lending activities, income from other loan facilities continued to increase. This trend reflects the Company's strategy to diversify its revenue sources and develop new lending products under the ESG framework.

Going forward, the Company plans to enhance the efficiency of receivables portfolio management with prudence, while continuing to expand its lending business under an appropriate risk management framework to support sustainable business growth in the long term.

Analysis on the operation and financial condition

Operating results and profitability

For the years ended December 31, 2025 and 2024, the Company had administrative expenses of Baht 118.22 million and Baht 118.85 million, or 47.5% and 46.6% of total revenue, respectively. Allowance for doubtful accounts amounted to Baht 36.01 million and Baht 33.39 million, respectively, or 14.5% and 13.1% of total revenue. Financial expenses were Baht 75.21 million and Baht 82.10 million, or 30.2% and 32.2% of total revenue. It can be observed that the cost-to-revenue ratio decreased due to the reduction in the policy interest rate by the bank. However, the Company increased its allowance for doubtful accounts and expected credit losses to reflect the true risk profile of the overall lending market. This resulted in a net profit of Baht 14.83 million for the year 2025, a decrease from Baht 16.74 million in 2024, representing a decrease of (11.4) percent.

Liquidity and capital adequacy

As of December 31, 2025, shareholders' equity amounted to 530.52 million Baht, or 23.8 percent of liabilities. Shareholders' equity increased by 13.34 million Baht, or 2.6 percent from the same period of the previous year, due to net profit during the year.

As of December 31, 2025, the Company had a current ratio of 1.19 times and a debt-to-equity ratio of 4.20 times, with an unutilized credit facility of 460 million Baht, indicating that the Company possesses sufficient capital and funding sources, has an appropriate financial structure, and maintains liquidity for business operations.

Debt obligations and management of off-balance sheet

The Company has obligations pertaining to lease agreements for office premises and service agreements. The remaining term of these agreements is 3 months. The Company has total minimum future payments under non-cancellable operating lease agreements.

Material Transaction (MT) and Related Party Transaction (RPT)

The Company engages in related party transactions, specifically requesting financial assistance from the parent company and subsidiaries, and leasing office space from subsidiaries (details are presented in Item 9.2 Related Party Transactions). Such transactions shall be approved by the Audit Committee before being submitted to the Board of Directors for consideration and approval. These transactions must comply with the criteria set forth in the Notification of the Stock Exchange of Thailand Board regarding the disclosure of information and operations of listed companies concerning connected transactions, and the prices and conditions must be comparable to those of transactions with third parties. Directors with a conflict of interest in such transactions shall not participate in the consideration and approval process.

Issuance of debt securities with an obligation to maintain financial ratios

Is there an issuance of debt securities with an obligation to maintain financial ratios? : Yes

Can the Company maintain the financial ratios as reported? : Yes

4.2 Potential factors or incidents that may materially affect the financial condition or the operating results

Significant factors or incidents that may materially affect the future financial condition or the operating results

Key Factors or Events That May Affect the Company's Financial Position or Future Operations

The Company's future business operations may be affected by both external and internal factors that could influence its financial position, operating results, and long-term growth prospects. The key factors that may have a significant impact are summarized as follows.

1. Geopolitical Uncertainty and the Situation in the Persian Gulf Region

Geopolitical tensions or conflicts in the Middle East, particularly in the Persian Gulf region, may affect global economic stability through several channels, including fluctuations in energy prices, disruptions in international transportation, and volatility in global financial markets.

Thailand, as a country that relies on imported energy and international trade, may be affected by changes in oil prices, logistics costs, and exchange rate volatility. Such factors may impact the business operations of many industries, particularly SMEs, which represent the primary customer base of the factoring business.
These uncertainties may affect:

- The operating capability of customers
- Liquidity of entrepreneurs
- Credit risk of trade debtors

which may in turn affect the volume of factoring transactions and the quality of the Company's receivables portfolio.
To mitigate such risks, the Company continuously monitors global economic developments and geopolitical risks and manages its receivables portfolio under the Enterprise Risk Management (ERM) framework and the Company's Risk Appetite, in order to maintain risk levels within acceptable limits.

2. Economic Outlook and Liquidity of SME Entrepreneurs

The factoring business is closely linked to economic and trade activities, particularly those involving SME entrepreneurs, who constitute the Company's primary customer base. Therefore, domestic and global economic conditions, including export trends, investment activities, and domestic consumption, may affect the demand for factoring services.
The Company therefore emphasizes careful credit assessment and customer selection, as well as continuous monitoring of debtor quality, in order to maintain the quality of its credit portfolio at an appropriate level.

3. Interest Rate Trends and Financial Costs

Changes in policy interest rates and financial market conditions may affect the Company's cost of funds, as the factoring business relies on funding sources to support lending activities.
The Company therefore focuses on appropriate capital structure and funding management, while closely monitoring interest rate trends in order to control funding costs and maintain the profitability of its operations.

4. Business Strategies for Risk Mitigation and Sustainable Growth

The Company's strategies are established under the framework of its vision, mission, and organizational Risk Appetite, with oversight from the Board of Directors. The Board regularly monitors the progress of strategic implementation and evaluates strategic risks and business opportunities to ensure alignment with the evolving economic and industry environment.

Key strategies to mitigate risks and enhance the Company's competitiveness include the following:

Expanding the Customer Base in High-Potential Industries

The Company focuses on expanding its customer base in high-growth and relatively low-risk industries, such as renewable energy, food and beverage, medical equipment, electronic components, and green industries, in order to diversify the receivables portfolio.

In addition, the Company has developed the AFP program to support liquidity for SMEs within supply chains, thereby strengthening economic resilience and creating long-term business opportunities.

Revenue Diversification and Development of New Financial Products

The Company implements a diversification strategy by developing new lending products and increasing the proportion of fee-based income and service revenue, in order to reduce revenue volatility and enhance business flexibility.

Technology Development and Digital Transformation

The Company continues to develop its e-Factoring and Online Factoring platforms to support end-to-end digital customer services. This helps improve operational efficiency, reduce operational costs, and enhance accessibility to financial services.

At the same time, the Company strengthens Cybersecurity and Data Governance measures to ensure the protection of customer data and the security of its information technology systems.

ESG Finance and Green Finance Strategy

The Company promotes financial products that support environmentally responsible business practices and integrates ESG considerations into the credit approval and customer monitoring processes. This approach helps create long-term value for stakeholders while supporting sustainable economic development.

Partnership Development Strategy

The Company expands collaboration with business partners across various industries and enhances data connectivity through API integration and Digital Supply Chain platforms, enabling broader business opportunities and customer access.

Customer Retention and Service Excellence

The Company places importance on customer data management and analytics to reduce credit risk, while encouraging repeat usage of services and continuously improving customer service quality in order to build long-term relationships with customers.

The Board of Directors regularly monitors the progress of strategic implementation through performance reports and risk management reports. The Company will disclose progress, operating results, and factors affecting the achievement or non-achievement of targets in the subsequent year's Form 56-1 One Report, allowing investors to assess the Company's future business direction with transparency.

4.3 Information from financial statements and significant financial ratios

Information from financial statements

Summary of financial position statements

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Assets			
Cash And Cash Equivalents (ThousandTHB)	97,903.33	104,711.59	140,919.30
Debtors from Purchased Claims (ThousandTHB)	1,970,783.04	1,824,882.74	1,880,595.42
Current portion of loans receivable (ThousandTHB)	249,916.22	261,810.47	385,932.69
Short-term loans to related entities (ThousandTHB)	70,000.00	10,000.00	180,000.00
Other receivables (ThousandTHB)	1,276.32	1,740.75	1,766.47
Other Current Assets (ThousandTHB)	1,161.85	1,226.55	1,219.42
Total Current Assets (ThousandTHB)	2,391,040.75	2,204,372.10	2,590,433.31
Loans to debtors - net of current portion (ThousandTHB)	45,729.17	121,461.71	92,342.21

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Equipment (ThousandTHB)	6,203.16	4,746.31	3,532.89
Right-of-use assets (ThousandTHB)	19,459.10	29,011.16	21,536.16
Intangible Assets (ThousandTHB)	5,071.28	3,896.26	5,178.02
Deposit and Security Deposit (ThousandTHB)	1,949.99	1,949.99	1,949.99
Deferred Tax Assets (ThousandTHB)	35,006.96	40,560.13	46,207.17
Total Non-Current Assets (ThousandTHB)	113,419.66	201,625.56	170,746.44
Total Assets (ThousandTHB)	2,504,460.41	2,405,997.66	2,761,179.74
Liabilities			
Short-term loans from financial institutions (ThousandTHB)	1,755,000.00	1,625,000.00	1,930,000.00
Short-term loans from related parties (ThousandTHB)	90,000.00	90,000.00	110,000.00
Guarantee from the acquisition of claims (ThousandTHB)	48,971.87	49,242.93	69,331.93

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Current portion of long-term loans due within one year (ThousandTHB)	0.00	9,925.79	17,088.40
Current portion of lease liabilities (ThousandTHB)	9,432.86	8,879.03	9,059.74
Refundable Deposits (ThousandTHB)	23,671.09	30,852.58	22,731.77
Other payables (ThousandTHB)	9,505.61	12,958.79	15,402.13
Income Tax Payable (ThousandTHB)	5,467.67	2,890.54	3,845.08
Other Current Liabilities (ThousandTHB)	1,256.05	1,348.71	1,236.29
Total Current Liabilities (ThousandTHB)	1,943,305.15	1,831,098.35	2,178,695.34
Long-term loans - net of current portion (ThousandTHB)	0.00	16,904.64	16,563.71
Lease liaibilities, net of current portion (ThousandTHB)	11,703.40	22,695.20	15,244.98
Provision for long-term employee benefits (ThousandTHB)	17,009.57	18,115.43	20,150.85

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Total Non-Current Liabilities (ThousandTHB)	28,712.98	57,715.28	51,959.54
Total Liabilities (ThousandTHB)	1,972,018.12	1,888,813.62	2,230,654.88
Shareholders' equity			
Authorised Share Capital (ThousandTHB)	400,000.00	400,000.00	400,000.00
Issued And Paid-Up Share Capital (ThousandTHB)	400,000.00	400,000.00	400,000.00
Share Premium (ThousandTHB)	75,844.89	75,844.89	75,844.89
Capital surplus from parent company (ThousandTHB)	406.08	406.08	406.08
Appropriated Retained Earnings - Legal Reserve (ThousandTHB)	37,370.00	38,208.00	38,950.00
Unappropriated Retained Earnings (ThousandTHB)	18,821.32	2,725.07	15,323.90
Total Equity (ThousandTHB)	532,442.28	517,184.04	530,524.87
Total Liabilities And Equity (ThousandTHB)	2,504,460.41	2,405,997.66	2,761,179.74

Summary of income statement

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Statement of Comprehensive Income			
Interest income from the acquisition of claims (ThousandTHB)	173,614.60	175,850.28	169,677.10
Fee and service income (ThousandTHB)	50,677.26	46,067.62	42,469.87
Interest income from loans (ThousandTHB)	15,302.47	32,917.78	35,745.29
Other Income (ThousandTHB)	1,554.56	348.09	1,224.54
Total Revenue (ThousandTHB)	241,148.89	255,183.77	249,116.80
Administrative Expenses (ThousandTHB)	115,160.40	118,848.11	118,218.50
Expected Credit Loss (ThousandTHB)	53,105.06	33,385.99	36,008.31
Total Cost And Expenses (ThousandTHB)	168,265.46	152,234.10	154,226.81
Profit (Loss) Before Finance Costs And Income Tax Expense (ThousandTHB)	72,883.43	102,949.67	94,889.99

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Financial Income (ThousandTHB)	21.66	29.95	16.94
Finance Costs (ThousandTHB)	(63,453.23)	(82,100.60)	(75,208.02)
Income Tax Expense (ThousandTHB)	(2,633.36)	(4,137.28)	(4,870.37)
Profit for the year (ThousandTHB)	6,818.50	16,741.75	14,828.54
Other Comprehensive Income (ThousandTHB)	0.00	0.00	(1,487.71)
Total Comprehensive Income for the Year (ThousandTHB)	6,818.50	16,741.75	13,340.83
Basic Earnings (Loss) Per Share (Baht/Share) (ThousandTHB)	0.00430	0.01050	0.00930

Summary of cash flow statement

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Cash flow statement			
Profit (Loss) Before Finance Costs And/Or Income Tax Expense (ThousandTHB)	9,451.86	20,879.03	19,698.91
Depreciation And Amortisation (ThousandTHB)	11,363.27	10,693.24	11,215.68
Expected Credit Loss (ThousandTHB)	53,105.06	33,385.99	36,008.31
Gain (Loss) on disposal and donation of equipment (ThousandTHB)	(20,410.00)	0.00	0.03
Finance Costs (ThousandTHB)	63,453.23	82,100.60	75,208.02
Provision for long-term employee benefits (ThousandTHB)	2,678.28	2,415.60	2,150.01
Operating profit before changes in operating assets and liabilities (ThousandTHB)	140,031.29	149,474.46	144,280.96
Receivables from purchased claims (Increase) Decrease (ThousandTHB)	46,771.75	107,586.28	(91,360.01)

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Loans Receivable (Increase) Decrease (ThousandTHB)	(177,188.43)	(83,973.64)	(95,363.08)
Short-term loans to related parties (increase) decrease (ThousandTHB)	20,000.00	60,000.00	(170,000.00)
Other receivables (increase) decrease (ThousandTHB)	(481.52)	810.44	(26.35)
Other current assets (increase) decrease (ThousandTHB)	(488.83)	(64.70)	7.13
Deposits and guarantees (Increased) Decreased (ThousandTHB)	(1,663.17)	0.00	0.00
Security from the purchase of claims increased (decreased) (ThousandTHB)	(12,534.20)	271.06	20,089.00
Payables increased (decreased) (ThousandTHB)	1,230.54	7,181.49	(8,120.81)
Other Creditors Increased (Decreased) (ThousandTHB)	2,724.76	3,263.16	(209.30)
Other current liabilities increased (decreased) (ThousandTHB)	(760.39)	92.66	(112.42)

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Cash Generated From (Used In) Operations (ThousandTHB)	17,641.80	244,641.21	(200,814.87)
Interest Paid (ThousandTHB)	(63,054.57)	(80,986.86)	(72,609.69)
Payment of long-term employee benefits (ThousandTHB)	(1,149.09)	(1,309.74)	(1,974.22)
Income Tax (Paid) Received (ThousandTHB)	(13,811.06)	(12,267.58)	(9,190.95)
Net Cash From (Used In) Operating Activities (ThousandTHB)	(60,372.92)	150,077.03	(284,589.73)
Cash paid for equipment (ThousandTHB)	(6,214.19)	(252.32)	(377.49)
Cash paid for intangible assets (ThousandTHB)	(1,645.33)	(503.47)	(2,954.86)
Cash proceeds from the sale of equipment (ThousandTHB)	23.99	0.00	0.00
Net Cash From (Used In) Investing Activities (ThousandTHB)	(7,835.53)	(755.79)	(3,332.35)

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Short-term borrowings from financial institutions increased (decreased) (ThousandTHB)	65,000.00	(130,000.00)	305,000.00
Short-term borrowings from related parties increased (decreased) (ThousandTHB)	90,000.00	0.00	20,000.00
Long-term borrowings from financial institutions increased (decreased) (ThousandTHB)	0.00	26,830.43	6,821.67
Repayments On Lease Liabilities (ThousandTHB)	(6,836.84)	(7,343.40)	(7,691.87)
Dividend Paid (ThousandTHB)	(51,200.00)	(32,000.00)	0.00
Net Cash From (Used In) Financing Activities (ThousandTHB)	96,963.16	(142,512.97)	324,129.80
Net Increase (Decrease) In Cash And Cash Equivalent (ThousandTHB)	28,754.70	6,808.26	36,207.72
Cash and cash equivalents, beginning of year (ThousandTHB)	69,148.62	97,903.33	104,711.59

	THB		
	31 Dec 2023	31 Dec 2024	31 Dec 2025
	Separate	Separate	Separate
	AUDITED	AUDITED	AUDITED
Cash and cash equivalents, end of year (ThousandTHB)	97,903.33	104,711.59	140,919.30
Non-cash items (ThousandTHB)	0.00	0.00	0.00
Right-of-use assets increased from lease liabilities (ThousandTHB)	24,437.76	17,128.73	476.69
Accounts payable for intangible asset purchases increased (ThousandTHB)	271.09	0.00	0.00

Key financial ratios

	2023	2024	2025
Liquidity ratio			
Current ratio (times)	1.23	1.20	1.19
Profitability ratio			
Net profit margin (%)	2.83	6.56	5.95
Return on equity (ROE) (%)	1.28	3.24	2.80
Gross Profit Ratio ((Interest Income + Fee and Service Income) - Financial Costs / (Interest Income + Fee and Service Inco) (%)	73.77	68.64	70.13

	2023	2024	2025
Financial policy ratio			
Total debts to total equity (times)	3.70	3.65	4.20
Debt-to-Total Assets Ratio (Total Liabilities / Total Assets) (times)	0.79	0.79	0.81
Efficiency ratio			
Return on asset (ROA) (%)	0.27	0.70	0.54

5. General information and other material facts

5.1 General information

General information

Securities registrar

Name of securities registrar :	Thailand Securities Depository Co., Ltd.
Address/location :	93 Ratchadaphisek Road
Subdistrict :	Din Daeng
District :	Din Daeng
Province :	Bangkok
Postcode :	10400
Telephone :	02-009-9000
Facsimile number :	02-009-9991

Auditing firm

Name of auditing firm* :	EY OFFICE LIMITED
Address/location :	NO. 1875 ONE BANGKOK TOWER 3, LEVEL 34 - 37, RAMA 4 ROAD,
Subdistrict :	LUMPHINI
District :	PATHUM WAN
Province :	Bangkok
Postcode :	10330
Telephone :	+66 2264 9090
Facsimile number :	+66 2264 0789-90
List of auditors :	Mrs POONNARD PAOCHAROEN
License number :	5238
List of auditors :	Miss SUMANA PUNPONGSANON
License number :	5872
List of auditors :	Miss ORAWAN TECHAWATANASIRIKUL
License number :	4807
List of auditors :	Miss KIRDSIRI KANJANAPRAKASIT
License number :	6014

5.2 Other material facts

5.2.1 Other information that may significantly influence investors' decision making

Other information that may influence investors' decision making : No

5.2.2 Restrictions of foreign shareholders

Are there restrictions on foreign shareholders? : No

5.3 Legal disputes

Legal disputes

Is there any legal dispute? : No

Details of legal dispute

As of the date of preparation of the 2025 Form 56-1 One Report, AIRA Factoring Public Company Limited

- There are no outstanding legal cases or disputes that meet the disclosure criteria of the Securities and Exchange Commission (SEC).

The Company has no cases with significant negative impacts, which include:

- Cases where the Company or its subsidiaries are defendants and are sued for damages, which may affect the Company's financial position, operating results, or business operations.
- Cases or disputes not arising from normal business operations and potentially posing significant risks to the Company.
- Cases or disputes arising after the end of the accounting period but before the submission date of Form 56-1 One Report, which have a significant impact on the Company.

However, the Company may have general disputes or lawsuits arising from its normal course of business operations (e.g., collection of trade receivables) where the Company is the plaintiff, or cases that do not significantly impact the Company's financial position and business operations. Therefore, these do not fall under the category of cases requiring disclosure according to the aforementioned criteria.

Legal Risk Management Guidelines

The Company places importance on carefully preventing and managing legal risks by operating under relevant legal frameworks. Contracts and business transactions are appropriately reviewed, and potential legal issues are regularly monitored to prevent adverse impacts on the Company's business operations, image, and long-term reputation.

5.4 Secondary market

Secondary market

Has the company's security been listed on a stock exchange in another country? : No

5.5 Financial institution with regular contact (in case of debt securities offeror)

Financial institution with regular contact

Are there any debt securities offered? : No

Part 2 Corporate Governance

6. Corporate governance policy

6.1 Overview of the policy and guidelines

Overview of the policy and guidelines

The Board of Directors of AIRA Factoring Public Company Limited (“the Company”) recognizes and places great importance on good corporate governance, which serves as a fundamental foundation for conducting business with transparency, fairness, and accountability toward shareholders and all stakeholder groups. This approach supports the creation of sustainable long-term value for the Company.

The Company has established written corporate governance policies and practices based on the Corporate Governance Code for Listed Companies 2017 (CG Code) issued by the Securities and Exchange Commission, together with internationally recognized best practices. These policies serve as a framework guiding the operations of the Board of Directors, executives, employees, the Company, and its subsidiaries to ensure alignment in governance standards and business conduct.

The Company does not necessarily structure its policies strictly according to each specific category of the CG Code. Instead, it formulates governance policies that are appropriate to the nature of its business, organizational structure, and operational context. This approach ensures that such policies can be effectively implemented in practice and genuinely reflect effective corporate governance.

The Company also requires that the Corporate Governance Policy and related policies be reviewed on an annual basis to ensure they remain up to date and consistent with applicable laws, regulatory requirements, and evolving corporate governance practices. These policies are disclosed on the Company’s website under the “Investor Relations” section and are communicated to directors, executives, and employees at all levels through internal communication channels to ensure strict adherence.

In addition, the Company discloses the full versions of its corporate governance policies, guidelines, and relevant charters as supporting documents. This enables shareholders, investors, and stakeholders to review and understand the Company’s governance framework and to monitor the Company’s business direction in a transparent and accountable manner.

Corporate governance policy and guidelines : Yes

Overview of Corporate Governance Policies and Practices

AIRA Factoring Public Company Limited (“the Company”) conducts its business in accordance with the principles of good corporate governance, emphasizing transparency, fairness, accountability, and consideration of the best interests of shareholders and all stakeholder groups. The Company has established written corporate governance policies to serve as a framework for conducting business and overseeing management operations in compliance with applicable laws, regulations, and the standards of regulatory authorities, as well as in alignment with the corporate governance practices of the Thai capital market.

The Company is committed to conducting its business with responsibility, transparency, and accountability. Directors, executives, and employees at all levels are encouraged to uphold the principles of good governance, business ethics, and responsibility toward society and the environment. This approach aims to build confidence among shareholders, investors, and stakeholders while supporting the Company’s stable and sustainable long-term growth.

Key Principles of Corporate Governance Practices

Rights of Shareholders and Equitable Treatment of Shareholders

The Company respects and protects the fundamental rights of all shareholders on an equitable basis, whether they are major shareholders, minority shareholders, or foreign investors. Shareholders are given opportunities to participate in key decisions of the Company through shareholders' meetings, voting, proposing meeting agendas, and nominating qualified individuals for appointment as directors in advance. Shareholders are also provided with accurate, complete, and sufficient information to support their investment decisions. In addition, the Company has established measures to prevent the misuse of inside information for personal benefit.

Shareholders' Meetings

The Company organizes shareholders' meetings in accordance with good corporate governance principles. Meeting notices and supporting documents are delivered to shareholders in advance within the timeframe prescribed by law. Shareholders are provided with opportunities to raise questions, express opinions, and provide recommendations to the Board of Directors and the Management. Shareholders' meetings therefore serve as an important forum for communication and mutual understanding between the Company and its shareholders.

Role of Stakeholders

The Company recognizes the importance of all stakeholder groups, including shareholders, employees, customers, trade debtors, business partners, competitors, creditors, regulators, communities, and society. The Company conducts its business responsibly while considering the mutual interests of all parties. Emphasis is placed on compliance with laws and regulations, protection of labor rights, employee development, and employee welfare. The Company also supports activities that contribute to social and environmental development.

Disclosure and Transparency

The Company places importance on the disclosure of accurate, complete, timely, and transparent information to shareholders, investors, and stakeholders. Financial information and other material information are disclosed through various channels, including the Annual Report, the 56-1 One Report, the Company's website, and the disclosure system of the Stock Exchange of Thailand. This ensures that investors have equal access to information necessary for making investment decisions.

Roles, Duties, and Responsibilities of the Board of Directors

The Board of Directors is responsible for determining the Company's vision, policies, strategies, and business direction, as well as overseeing the Management to ensure that operations are carried out effectively in accordance with the established policies and objectives. The Board also regularly monitors the Company's operating performance, risk management, and internal control systems to ensure that the Company maintains an appropriate governance framework and is able to create long-term value for shareholders.

Nomination and Remuneration of Directors and Executives

The Company has established the Nomination, Remuneration and Corporate Governance for Sustainability Committee, which is responsible for selecting qualified individuals for appointment as directors and executives. The Committee also determines appropriate remuneration structures and criteria that are aligned with roles, responsibilities, and performance, with the objective of motivating personnel to perform their duties effectively and transparently.

Prevention of Conflicts of Interest and Anti-Corruption

The Company has established clear policies and guidelines regarding the prevention of conflicts of interest. Directors, executives, and employees are required to disclose any personal interests that may be related to the Company's

business operations and must refrain from participating in the consideration of such matters. In addition, the Company has adopted an anti-corruption policy that prohibits all forms of corruption and has established internal control measures to prevent and detect any improper conduct.

Whistleblowing and Protection of Whistleblowers

The Company has established channels for stakeholders to report any suspected misconduct or actions that may violate laws, business ethics, or the Company's regulations. Measures are in place to protect whistleblowers from retaliation or adverse consequences arising from the reporting of such information. All reports are subject to fair and transparent investigation procedures.

Internal Control and Risk Management

The Company has established internal control mechanisms and a risk management system appropriate to the nature of its business. The Audit Committee oversees compliance with applicable laws, policies, and relevant standards, and monitors the effectiveness of the Company's internal control and risk management systems on a continual basis.

Board Development and Performance Evaluation

The Company conducts annual performance evaluations of the Board of Directors, Board committees, and individual directors in order to enhance the effectiveness of the Board's performance. In addition, the Company supports directors and executives in attending training programs and continuing education related to business, laws, and corporate governance.

Executive Succession Planning

The Company places importance on the development of executive capabilities and succession planning to ensure that qualified individuals are prepared to assume key leadership positions in the future, thereby supporting the continuity and sustainability of the Company's business operations.

6.1.1 Policy and guidelines related to the board of directors

The Company has established written policies, charters, and guidelines relating to the Board of Directors to serve as a framework for governing the roles, duties, and responsibilities of the Board of Directors and its subcommittees. These are aligned with the Corporate Governance Code for Listed Companies 2017 (CG Code) and the guidelines of relevant regulatory authorities. The objective is to ensure that the Board performs its duties independently, transparently, and effectively. The Company also requires that such policies and guidelines be regularly reviewed and updated to ensure alignment with the Company's business environment and strategic direction.

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, Director development, Board performance evaluation, Other guidelines related to the board of directors

Nomination of directors

The Company establishes a nomination and selection process for directors based on the principles of transparency, fairness, and alignment with the Company's business strategy and direction. Consideration is given to an appropriate

board structure and composition, including the number of directors, the proportion of independent directors, non-executive directors, and the diversity of skills, knowledge, and experience necessary for effective corporate governance at each stage of the Company's development.

The Company considers candidates based on their knowledge, capabilities, experience, suitability for the nature of the business, and their ability to perform duties effectively as directors. The selection process is conducted without discrimination on the basis of race, language, religion, gender, age, marital status, or physical limitations. The Company also emphasizes Board Diversity and considers the skills that the Board may still lack by referencing the Board Skill Matrix, ensuring that the Board's composition remains appropriate and capable of supporting effective governance and business oversight.

Given that the Company operates in the factoring business, it has identified key core business skills that are essential for governance and strategic direction, including:

- Banking / Financial Institutions
- Finance
- Business Administration
- Strategic Management
- Risk Management

These skills are directly relevant to the oversight of credit businesses, credit analysis, liquidity management, and risk management in the factoring industry.

Director Nomination Criteria

The Company establishes the following criteria for the nomination of directors:

- The nomination process must be conducted on the basis of transparency, fairness, and alignment with the Company's business strategy and direction.
- Consideration must be given to the appropriateness of the Board structure and the diversity of skills, knowledge, and experience.
- Qualified individuals must be selected without discrimination.
- The selection process must consider the skills, knowledge, and experience that the Board may still lack, with reference to the Board Skill Matrix.
- Shareholders are given the opportunity to nominate qualified individuals for consideration as directors of the Company on an equitable basis.

Opportunity for Shareholders to Nominate Directors

The Company provides shareholders with the opportunity to nominate qualified individuals for consideration for election as directors in advance for a period of three months each year, from 1 October to 31 December. The criteria, procedures, and nomination process are disclosed on the Company's website to ensure that shareholders can exercise this right on an equitable and transparent basis in accordance with good corporate governance principles.

Sources of Director Candidates

The Nomination, Remuneration and Corporate Governance for Sustainability Committee considers potential candidates from various sources, including:

- nominations by the Board of Directors
- nominations by shareholders
- recommendations from external advisors
- the director database of the Thai Institute of Directors Association (Thai IOD Director Pool)

Director Nomination and Selection Process

The Company has established a systematic nomination and selection process for directors. The process begins with a review of the Board structure, composition, and required skills based on the Board Skill Matrix to ensure alignment with the Company's business strategy and direction. Qualified candidates who meet the established criteria are then identified and proposed to the Board of Directors for consideration and approval, or subsequently proposed to the shareholders' meeting for approval as required.

In the case of directors who complete their term and are nominated for reappointment, the Nomination and Remuneration Committee considers factors such as their performance, continuity in governance oversight, meeting attendance, and the relevance of their skills and experience to the Company's business strategy.

Performance in 2025

In 2025, the Company undertook the nomination process for a new executive director to replace an executive director whose term had expired. The Nomination and Remuneration Committee conducted the nomination process in accordance with the established procedures, taking into consideration qualifications, knowledge, capabilities, and experience consistent with the Board Skills Matrix and the Company's needs, before proposing the candidate to the Board of Directors and subsequently to the shareholders' meeting for approval.

The selected executive director possesses knowledge and experience relevant to the Company's business, particularly in the areas of financial institutions, finance, and business administration, which are aligned with the Company's strategic direction and support the effective governance and management of the Company's business operations.

Determination of director remuneration

Director Remuneration Policy

The Company places importance on determining directors' remuneration in accordance with the principles of good corporate governance, taking into consideration appropriateness, transparency, and fairness. The remuneration structure is aligned with the roles, duties, responsibilities, and performance of directors in order to motivate them to perform their duties effectively and independently, while contributing to the long-term value creation of the Company.

The Company has established written policies and criteria for determining the remuneration of directors, the Chief Executive Officer, and senior executives. These policies are reviewed on an annual basis to ensure alignment with the practices of listed companies, capital market standards, and the guidelines of the Thai Institute of Directors Association (IOD).

Structure and Criteria for Determining Directors' Remuneration

The determination of directors' remuneration takes into consideration several key factors, including:

- the duties, scope of roles, and responsibilities of directors
- the time commitment and participation in Board and committee meetings
- the Company's operating performance and financial position
- economic conditions and practices within the same industry
- benchmarking information on directors' remuneration from companies with similar business characteristics, including survey results from the IOD

The Company's directors' remuneration consists of two main components:

1. Meeting Allowance

Meeting allowances are paid only to directors who attend meetings, with the rate reflecting the level of responsibility associated with each position.

2. Directors' Bonus

Directors' bonuses are considered on an annual basis and are linked to the Company's operating performance. Such bonuses must be approved by the shareholders' meeting.

Remuneration Governance and Approval Process

The determination of directors' remuneration is subject to a clear and transparent governance process, as follows:

- The Nomination, Remuneration and Corporate Governance for Sustainability Committee reviews the structure, types, and rates of remuneration.
- The proposal is submitted to the Board of Directors for consideration and approval.
- The final remuneration package is presented to the shareholders' meeting for approval.

The Board of Directors considers that the remuneration structure is appropriate and consistent with the responsibilities of directors. It is designed to motivate directors to perform their duties effectively and is comparable with remuneration practices within the same industry.

Independence of the board of directors from the management

The Company places importance on maintaining the independence of the Board of Directors from the Management to ensure effective and transparent corporate governance and to establish an appropriate balance of authority in management oversight. To achieve this, the Company has established clear policies, structures, and practices that systematically separate the roles, duties, and responsibilities of the Board of Directors and the Management, in line with the principles of good corporate governance.

1. Separation of Roles between the Board of Directors and the Management

The Company clearly separates the roles of the Chairman of the Board and the Chief Executive Officer, ensuring that these positions are held by different individuals. This structure helps prevent the concentration of authority and enables the Board to perform its oversight, monitoring, and advisory functions independently.

The Board of Directors is responsible for determining the Company's policies, vision, strategies, and business plans, as well as overseeing the overall operations of the Company without interfering in day-to-day management activities. Meanwhile, the Management, led by the Chief Executive Officer, is responsible for the day-to-day operations and the implementation of strategies and policies approved by the Board of Directors.

2. Independence of the Chairman of the Board

The Company designates the Chairman of the Board as an Independent Director who does not participate in the Company's day-to-day management. This ensures that the Chairman can perform the role of leading the Board with neutrality and promote the independent judgment of all directors.

The Chairman of the Board plays an important role in:

- setting the agenda for Board meetings in collaboration with the Chief Executive Officer
- encouraging directors to express their views independently
- arranging meetings of the Board without directors from the Management, such as meetings of independent or non-executive directors

- fostering an appropriate relationship between the Board and the Management without interfering in each other's roles and responsibilities

3. Board Structure and Proportion of Independent Directors

The Board of Directors consists of members with diverse qualifications, knowledge, and experience. The Company requires that independent directors comprise at least one-third of the total number of directors and not fewer than three persons, in accordance with regulatory requirements. This structure enhances the independence of the Board's oversight and reduces the potential influence of the Management or major shareholders.

Independent directors must not be involved in management functions, must have no financial interests that may affect their independence, and must be able to express opinions freely while prioritizing the best interests of the Company and its stakeholders.

4. Measures to Prevent Conflicts of Interest

The Company has established guidelines requiring directors who have an interest or potential conflict of interest in any agenda item to abstain from providing opinions and voting on that matter. This measure ensures independence and transparency in the Board's decision-making process.

In addition, the Board of Directors may request information, supporting documents, or advice from independent external advisors when necessary to support prudent and independent decision-making, separate from the Management.

5. Oversight of Management and Reporting

The Management is required to report operating results, key information, and material matters to the Board of Directors in a complete, transparent, and timely manner. This enables the Board to effectively perform its oversight duties and evaluate the performance of the Management.

Furthermore, if the Chief Executive Officer intends to hold a position in another company, prior approval from the Board of Directors is required in order to prevent potential conflicts of interest and to ensure that the Chief Executive Officer can fully devote his or her time and effort to performing duties for the Company.

Director development

The Company places importance on developing and strengthening the capabilities of the Board of Directors to ensure that the Board can perform its governance duties effectively, comprehensively, and in alignment with the principles of good corporate governance. This also enables the Board to respond appropriately to evolving business environments, emerging risks, and increasingly complex sustainability-related issues.

To this end, the Company has established systematic policies and practices for director development, focusing on enhancing the knowledge, skills, and strategic perspectives necessary for directors in each role. This approach aims to strengthen the Board's capacity to provide effective governance and to create long-term value for the organization.

Promotion and Support for Directors' Knowledge Development

The Company supports directors in continuously participating in training programs, seminars, and knowledge development activities relevant to their roles and responsibilities. These programs cover various areas such as corporate governance, risk management, audit oversight, finance, digital technology, and environmental, social and governance (ESG) issues. Directors may attend training programs organized by reputable and recognized institutions, including:

- the Thai Institute of Directors Association (IOD)
- the Stock Exchange of Thailand (SET)
- the Thai Listed Companies Association
- other relevant organizations or institutions

Such support aims to ensure that directors acquire up-to-date knowledge that can be applied in corporate governance practices and contribute to enhancing the overall effectiveness of the Board.

Training Aligned with Directors' Roles and Responsibilities

The Company emphasizes selecting training programs that are aligned with the roles, responsibilities, and duties of directors in each position. Directors are encouraged to attend programs relevant to their roles, whether as members of the Board of Directors, independent directors, or members of Board committees.

In 2025, the Company's directors participated in various training programs and seminars covering key topics such as ESG risk management, the role of independent directors, audit oversight, strategies for director nomination and remuneration, the role of the Chairman of the Board, and the application of technology and artificial intelligence (AI) to support corporate governance. These activities reflect the Company's commitment to enhancing directors' competencies in line with the evolving business environment and future trends.

Continuous Director Development and Readiness

The Company emphasizes that director development is a continuous process and not limited to training at any particular period. Importance is placed on preparing directors to effectively perform their duties through continuous enhancement of knowledge, awareness of emerging risks, and proactive governance practices. This enables the Board to provide strategic guidance and oversee management appropriately and independently.

Role of the Company Secretary in Supporting Director Development

The Company assigns the Company Secretary the responsibility of supporting and coordinating director development initiatives. The Company Secretary regularly informs directors of relevant training programs, seminars, and activities related to corporate governance. In addition, the Company Secretary supports newly appointed directors by ensuring that they receive appropriate orientation and an understanding of their roles and responsibilities in accordance with good corporate governance principles.

Furthermore, the Company emphasizes the continuous development of the Company Secretary's knowledge and competencies to ensure effective support to the Board of Directors, provide advice on regulatory requirements, and promote the Company's corporate governance practices in alignment with capital market best practices.

Linking Director Development with Corporate Governance and Sustainability

The Company's policies and practices for director development are integrated with its corporate governance framework, organizational strategy, and sustainability initiatives. This approach aims to strengthen the Board's ability to oversee the Company comprehensively while considering the interests of shareholders and stakeholders, thereby supporting the Company's stable and sustainable long-term growth.

Board performance evaluation

The Company places importance on the evaluation of the performance of the Board of Directors as a key mechanism for enhancing the effectiveness of corporate governance and supporting the continuous development of the organization. The performance evaluation is conducted under the Corporate Governance Policy for 2025 and in alignment with the principles of good corporate governance.

The Company requires that the performance of the Board be evaluated annually, covering all levels of the Board, including the Board of Directors and all Board committees, through both individual and collective assessments. This approach reflects both the effectiveness of each director's performance and the overall effectiveness of the Board's collaborative functioning.

Evaluation of the Performance of the Board of Directors and Board Committees

Evaluation Format and Scope

The Company conducts annual performance evaluations of the Board of Directors and all Board committees through a self-assessment process, covering both individual and collective evaluations. The Company does not conduct a separate individual evaluation of the Chairman of the Board; instead, the Chairman's performance is included as part of the overall evaluation of the Board.

In addition, the Company conducts an assessment of the diversity of skills, knowledge, and expertise of the Board (Board Skills Matrix). This assessment is used as supporting information in determining the appropriateness of the Board's composition and as a reference for planning director development in alignment with the Company's strategic direction and business objectives.

Objectives of the Evaluation

The objectives of the performance evaluation are to:

- review the roles, duties, and responsibilities of the Board in corporate governance oversight
- assess the effectiveness of the Board and Board committees
- identify strengths and areas for improvement or development
- promote continuous adherence to good governance practices

Evaluation Process

The Company prepares evaluation forms that cover key aspects of the Board's responsibilities, including understanding of the business, strategic oversight, risk management oversight, ESG governance, adherence to corporate governance principles, and participation in Board meetings. The evaluation results are compiled, analyzed, and presented to the relevant committees and the Board for acknowledgment and for consideration in improving the Board's performance in subsequent periods.

The Company does not engage external consultants to conduct the evaluation. Instead, emphasis is placed on transparency, independence, and candid reflection in the evaluation process to ensure that the results provide meaningful insights for practical improvement.

Other guidelines related to the board of directors

Disclosure of the Company's Securities Trading and Holdings

Policy on Reporting the Trading and Holding of Securities by Directors and Executives

The Company places great importance on transparency and fairness in the trading of the Company's securities in order to prevent the misuse of inside information (Insider Trading) and to build confidence among shareholders, investors, and all stakeholders. The Company has therefore established policies and practices requiring directors and executives to clearly disclose their holdings and trading of the Company's securities. Such information is also regularly reported to the Board of Directors. The key practices are as follows:

1. Disclosure of Securities Holdings and Trading

Directors and executives are required to report their holdings of the Company's securities to the Office of the Securities and Exchange Commission (SEC) in accordance with the criteria prescribed under Section 59 of the Securities and Exchange Act. They must report their initial securities holdings and any changes in such holdings whenever there is a purchase, sale, transfer, or receipt of transfer of the Company's securities.

Such reporting must also cover the securities holdings of their spouse and minor children, as well as other related persons as prescribed by law, in order to ensure that disclosure is complete, transparent, and verifiable.

2. Reporting of Securities Trading and Holdings to the Board of Directors

The Company requires directors and executives to notify the Company Secretary of any trading or changes in their securities holdings each time such transactions occur. The Company Secretary will then compile and prepare a summary report on the securities holdings of directors and executives.

Such reports will be presented to the Board of Directors for acknowledgement at each Board meeting, enabling the Board to appropriately monitor the securities holdings of related persons in a transparent manner and in accordance with good corporate governance principles.

3. Prohibition of the Use of Inside Information in Securities Trading

Directors, executives, and employees of the Company are strictly prohibited from using inside information of the Company or its business partners that has not yet been disclosed to the public for personal benefit in trading the Company's securities, or for persuading others to trade the Company's securities, whether for their own benefit or for the benefit of others. They are also prohibited from improperly disclosing such information to external parties.

4. Blackout Period

The Company has established a Blackout Period for directors, executives, and employees who have access to inside information, including their spouses and minor children. During this period, they are prohibited from purchasing, selling, transferring, or accepting the transfer of the Company's shares for a period of 30 days prior to the public disclosure of the Company's financial statements.

The Company Secretary will notify the relevant persons in advance prior to the disclosure of financial statements each quarter to ensure strict compliance with this requirement.

5. Oversight and Compliance

The Company Secretary is responsible for monitoring and ensuring that directors, executives, and relevant employees comply with this policy and practice. The Company Secretary also provides guidance on laws and regulations related to the trading of the Company's securities.

In the event of any violation, the Company will take strict disciplinary and legal actions in accordance with applicable rules and regulations.

Insider Trading Prevention

Guidelines for the Prevention of Insider Trading

The Company places great importance on strict supervision over the use of inside information in order to protect investors' rights, promote fairness in securities trading, and strengthen confidence in the capital market system. The Company has therefore established policies and guidelines to prevent the misuse of inside information by directors, executives, and employees as follows:

1. Prohibition of the Use of Inside Information for Securities Trading

Directors, executives, and employees of the Company must not use inside information of the Company or its business partners that has not yet been disclosed to the public, either directly or indirectly, for the purpose of purchasing, selling, offering to purchase, offering to sell, or inducing others to trade securities of the Company or its business partners.

They are also prohibited from using such information for their own benefit or the benefit of others, or for conducting businesses that compete with or are related to the Company, even if such actions may not cause direct damage to the Company.

2. Suspension of Securities Trading upon Possession of Inside Information

Directors, executives, and employees who possess material inside information that may affect the price of the Company's securities must immediately refrain from trading the Company's securities until such information has been fully disclosed to the public. They must also refrain from disclosing such information to any other person without proper authorization.

3. Blackout Period

The Company has established a Blackout Period for directors, executives, and employees who have access to inside information, including their spouses and minor children. During this period, they are prohibited from purchasing, selling, transferring, or accepting the transfer of the Company's securities 30 days prior to the disclosure of the quarterly and annual financial statements. After such information has been disclosed, they must wait at least 48 hours before trading the Company's securities.

The Company Secretary will notify the relevant persons in advance of each Blackout Period through the Company's communication channels to ensure strict compliance.

4. Scope of Persons Required to Comply

In addition to directors, executives, and employees, the Company also requires other persons who may have access to the Company's inside informationsuch as financial advisors, auditors, business partners, or contractors involved in financial, investment, or significant transaction informationto comply with these insider trading prevention guidelines.

5. Oversight and Compliance Monitoring

The Company assigns the Company Secretary to oversee and monitor compliance with this policy. Key responsibilities include:

- Communicating and notifying relevant persons of the Blackout Period
- Monitoring changes in securities holdings of directors and executives
- Maintaining records acknowledging receipt and understanding of the policy and guidelines by personnel
- Reporting compliance monitoring results to the Board of Directors or relevant committees on an appropriate basis

6. Communication

The Company communicates the insider trading prevention policy and guidelines to directors, executives, and employees to ensure that they understand and comply with the policy.

Implementation in the Past Year

In 2025, the Company continuously provided knowledge and communicated insider trading prevention practices to directors, executives, and employees in order to promote understanding and strict compliance with relevant laws and the Company's policies. Various communication channels were used, including internal Knowledge Sharing activities, publication through the Company's Intranet system, internal circulars, and the group's Newsletter, as well as Blackout Period reminders via the Company's email system.

In addition, directors, executives, and relevant employees are required to acknowledge and agree to comply with the insider trading prevention policy and guidelines, including their obligation to report securities holdings of themselves, their spouses, and minor children, in order to strengthen transparency and good corporate governance.

In 2025, the Company conducted awareness and communication activities on insider trading prevention as follows:

Target Group	Form of Communication	Number of Participants / Acknowledgements
Board of Directors, Executive Committee, and Credit Committee	Policy communication through the Company Secretary and Blackout Period reminders	17 persons (100%)
Executives and Employees	Knowledge dissemination through Knowledge Sharing activities and internal communication systems	87 persons (100%)

Statistics

Based on compliance monitoring, no cases were found where directors, executives, or employees traded the Company's securities during the Blackout Period.

Furthermore, in 2025, the Company found no cases where any director or executive was accused, fined, or subject to legal actions by regulatory authorities, such as the Office of the Securities and Exchange Commission (SEC) or the Stock Exchange of Thailand (SET), in relation to insider trading.

Conflict of Interest Prevention and Declaration of Interest

Prevention of Conflict of Interest

The Board of Directors places great importance on the prevention of conflicts between personal interests and the interests of the Company in order to ensure that business operations are conducted with transparency and fairness, while taking into consideration the best interests of the Company and all stakeholder groups.

The Company has therefore established written policies and guidelines on the prevention of conflicts of interest, which are stipulated in the Corporate Governance Policy and the Code of Conduct of the Company. These policies apply to directors, executives, and employees at all levels and serve as guidelines for conducting duties and making business decisions in an appropriate, transparent, and ethical manner in accordance with the principles of good corporate governance.

Plans and Guidelines for the Prevention of Conflicts of Interest

The Company has established key practices to prevent conflicts of interest as follows:

1. Disclosure of Interests

Directors, executives, and employees are required to disclose and report their personal interests, including those of related persons, to the Company Secretary. The Company Secretary will compile such information, maintain a register of interests, and report it to the Board of Directors for acknowledgement. This information is used to support proper oversight and ensure transparency and compliance with good corporate governance principles.

2. Performance of Duties in Accordance with Fiduciary Duties

Directors and executives must perform their duties with honesty, integrity, prudence, and due care, while prioritizing the best interests of the Company. They must avoid using their position or the Company's inside information for personal gain or transferring the Company's benefits to themselves or others, whether directly or indirectly.

3. Abstention from Participation in the Case of Conflict of Interest

Directors or executives who have an interest in any transaction must disclose such interest to the meeting and refrain from participating in the consideration, discussion, and voting on that matter. This ensures that decisions are made independently, fairly, and without influence from personal interests.

4. Consideration of Connected Transactions

Transactions that may give rise to conflicts of interest or constitute connected transactions shall be conducted in accordance with the regulations of the Stock Exchange of Thailand, under fair commercial terms (Arm's Length Basis). Such transactions must first be reviewed by the relevant subcommittee and subsequently by the Audit Committee, before being proposed to the Board of Directors for consideration and approval.

Communication and Monitoring

The Company communicates the policy and guidelines on the prevention of conflicts of interest to directors, executives, and employees on a continuous basis through various channels, such as the Company's Intranet system, internal circulars, and corporate governance training programs. Personnel are also required to acknowledge and sign to confirm their understanding of the Company's Corporate Governance Policy and Code of Conduct.

In addition, in 2025, the Company continuously provided knowledge and communication regarding the prevention of conflicts of interest to directors, executives, and employees through training activities and communication of the Company's corporate governance and code of conduct policies in order to strengthen understanding of conflict of interest prevention and compliance with good corporate governance principles.

In 2025, the Company communicated and provided knowledge on this policy to personnel as follows:

Target Group	Form of Communication	Number of Participants / Acknowledgements
Board of Directors, Executive Committee, and Credit Committee	Briefing and acknowledgement of the Company's Corporate Governance Policy and Code of Conduct	17 persons (100%)
Executives and Employees	Training or communication on the conflict of interest prevention policy through Knowledge Sharing activities	87 persons (100%)

All personnel of the Company received communication and acknowledged the policy to ensure that they can perform their duties properly, transparently, and in accordance with good corporate governance principles.

Monitoring of Policy Compliance

The Company continuously monitors compliance with the conflict of interest prevention policy and guidelines. Directors, executives, and employees are required to disclose their interests and those of related persons annually and whenever there are changes.

The Company Secretary compiles and maintains the register of interests and reports such information to the Board of Directors for use in overseeing agenda items that may involve conflicts of interest. Directors or executives who have an interest in such matters must abstain from participating in the consideration and voting.

Implementation in the Past Year

In 2025, the Company continuously communicated and provided knowledge on conflict of interest prevention to directors, executives, and employees. All personnel signed to acknowledge and confirm their compliance with the Company's Corporate Governance Policy and Code of Conduct. The Company also compiled and monitored disclosures of interests as part of its governance database.

Performance Statistics

Based on monitoring and verification, no violations of the policy or actions that may constitute conflicts of interest were found, and no transactions that could be considered as transferring benefits from the Company were identified during the year.

In 2025, the Company strictly complied with the rules and regulations of the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) regarding connected transactions and acquisitions or disposals of assets. There were no cases in which the Company was fined, accused, or subject to civil sanctions by regulatory authorities in relation to such matters.

Board Diversity Policy

Board Diversity and Composition

The Company places importance on the diversity and appropriateness of the Board of Directors' composition (Board Diversity and Composition) in order to support effective and transparent corporate governance and enable the Board to determine the strategic direction of the organization comprehensively.

The Company considers diversity of the Board in terms of gender, skills, expertise, experience, and independence, together with the Board Skill Matrix, to ensure that the Board structure is balanced and appropriate for the Company's business characteristics.

1. Gender Diversity

Target

The Company promotes gender diversity on the Board of Directors in order to ensure diverse perspectives in policy formulation and corporate governance oversight. The Company has set a target of at least one female director or not less than 10% of the total number of directors.

The Company continuously monitors and reviews the appropriateness of this proportion as part of the director nomination and appointment process.

Indicator

- Number and proportion of female directors on the Board of Directors

Performance

As of the end of 2025, the Board of Directors comprised 10 directors, consisting of 4 female directors and 6 male directors, representing 40% female representation on the Board, which is higher than the minimum target set by the Company.

2. Skills Diversity

Target

The Company aims for the Board of Directors to possess diverse knowledge, competencies, and experience covering key areas essential for governance and business operations, such as:

- Finance
- Accounting
- Business Administration
- Risk Management
- Corporate Governance
- Law
- Leadership

The Company has established a Board Skill Matrix as a guideline for evaluating the appropriateness of the Board's composition and supporting the nomination and appointment of directors.

Indicator

- Number and proportion of directors with competencies aligned with the Board Skill Matrix

Performance

The assessment as of the end of 2025 indicates that the Board of Directors possesses diverse skills and expertise covering key competencies relevant to the Company's business operations, including finance, accounting, corporate management, corporate governance, risk management, and strategic leadership. These competencies support the Board in effectively overseeing the Company and determining its policies and strategic direction.

3. Experience Diversity

Target

The Company promotes a Board composition comprising individuals with experience from diverse professional backgrounds, including the public sector, private sector, financial institutions, and business sectors, in order to contribute different perspectives in policy formulation, strategic direction, and corporate governance oversight.

Indicator

- Number of directors with professional experience from different sectors and industries

Performance

As of the end of 2025, the Board of Directors comprises individuals with diverse professional backgrounds, including financial institutions, private business sectors, the public sector, and regulatory agencies, as well as those with expertise in finance, accounting, corporate management, and risk management. This diversity enhances the Board's perspectives when considering the Company's strategic matters.

4. Board Independence

Target

The Company requires that independent directors constitute not less than one-third of the total number of directors and not fewer than three persons, in order to ensure appropriate oversight and checks and balances in management, in line with the corporate governance principles for listed companies.

Indicator

- Proportion of independent directors relative to the total number of directors

Performance

As of the end of 2025, the Company has 5 independent directors out of a total of 10 directors, representing 50% of the Board, which exceeds the minimum requirement.

Monitoring and Review

The Company assigns the Nomination, Remuneration and Corporate Governance Committee (NRC-CG) to review the structure and composition of the Board of Directors at least once a year to ensure alignment with:

- The Company's business strategy
- The appropriateness of the Board Skill Matrix
- The Corporate Governance Code (CG Code)
- The Corporate Governance Report (CGR) assessment criteria of the Stock Exchange of Thailand

Implementation in the Past Year

In 2025, the Board of Directors reviewed the structure and composition of the Board and its sub-committees to ensure their appropriateness in relation to the Company's business characteristics and to support effective corporate governance.

Board Skills Matrix Policy

Board Skill Matrix of the Board of Directors

The Board of Directors places importance on establishing a Board composition that reflects diversity in knowledge, expertise, experience, and skills appropriate to the nature of the Company's business, as well as alignment with the Company's strategic direction, business risks, and principles of good corporate governance. This enables the Board to effectively perform its duties in determining policies, providing oversight, and offering strategic guidance to the management.

Accordingly, the Company has established a Board Skill Matrix as an important tool for assessing the appropriateness of the Board's composition. The Board Skill Matrix is used as a framework to:

- assess the knowledge, expertise, and experience of individual directors;
- analyze the completeness of the Board's overall skill sets;
- support the nomination and appointment of new directors; and
- determine appropriate development programs to enhance directors' capabilities on a continuous basis.

Previously, the Company defined the Board Skill Matrix under eight key competency areas, which cover the knowledge and experience necessary for overseeing the Company's business operations, as follows:

- Business and Management
- Strategic Planning
- Accounting, Finance, Audit, and Governance
- Credit Business, Financial Institutions, and Factoring Business
- Enterprise Risk Management
- Legal
- Information Technology and Digital
- Sustainability and ESG

Revision of the Board Skill Matrix in Alignment with the 56-1 One Report

In 2025, the Company reviewed and revised its Board Skill Matrix to align with the disclosure format prescribed under the 56-1 One Report (Form E) of the Stock Exchange of Thailand. The Company compared the existing skill framework with the list of competencies specified in the form and selected those competencies that are appropriate and relevant to the Company's business operations.

The review identified 19 relevant skill categories, which collectively cover the competencies necessary for effective oversight of the Company's business. The Board of Directors therefore resolved to adopt these competencies as the Company's official Board Skill Matrix effective from 2025 onwards.

The revision and improvement of the Board Skill Matrix were first reviewed by the Nomination, Remuneration and Corporate Governance Committee (NRC-CG) before being proposed to the Board of Directors for approval. This process ensures that the Company's Board Skill Matrix remains appropriate, aligned with the Company's business strategy, and effective as a tool for evaluating the Board's composition.

Core Skills for the Company's Business

Considering the nature of the Company's business, which primarily involves factoring loans and financial services for entrepreneurs, the Company has identified several core skills essential for business oversight and strategic direction, namely:

- Banking / Financial Institutions
- Finance
- Business Administration
- Strategic Management
- Risk Management

These competencies are directly relevant to the factoring business, which requires expertise in credit analysis, liquidity management, trade receivables risk management, and strategic decision-making in the financial services industry.

Assessment of the Board's Expertise

The Company conducted an assessment of the knowledge, competencies, and experience of the Board of Directors in accordance with the Board Skill Matrix, taking into consideration each director's professional background, areas of expertise, and roles and responsibilities.

No.	Name of Director	Banking	Strategic Management	Business Administration	Finance	Risk Management	Leadership	Audit	Law	Corporate Governance	Governance	Sustainability	Accounting	Data Management	Corporate Management	Change Management	Corporate Social Responsibility
1	Mr. Sorasit Soontornkes	✓	✓	✓	✓			✓									
2	Mr. Kunakorn Makchaidee	✓	✓	✓	✓	✓											
3	Mrs. Yajai Puttanasukwasun	✓						✓	✓	✓			✓				
4	Mr. Poonsak Thiapairat		✓	✓			✓			✓	✓						✓
5	Mrs. Ladavan Tanatarit	✓				✓			✓					✓			
6	Mr. Visit Vongruamlarp	✓	✓		✓		✓								✓	✓	
7	Mrs. Nalinee Ngamsettamas	✓	✓	✓	✓		✓										
8	Admiral Navapol Damrongpong		✓			✓	✓	✓				✓					
9	Mrs. Pornpilai Burasai	✓	✓	✓	✓							✓					
10	Mr. Akrawit Sooksai	✓	✓	✓		✓					✓						
		8	8	6	5	4	4	3	2	2	2	2	1	1	1	1	1

Based on the Board Skill Matrix assessment as of the end of 2025, the Board of Directors possesses diverse knowledge, expertise, and experience that collectively cover the key competencies relevant to the Company's business operations. The Board includes directors with expertise in the following areas:

- Banking / Financial Institutions: 8 directors
- Strategic Management: 8 directors
- Business Administration: 6 directors
- Finance: 5 directors
- Risk Management: 4 directors

These results reflect that the Board possesses a broad range of knowledge and experience covering the key competencies necessary for overseeing and guiding the Company's business operations.

Furthermore, the Board Skill Matrix assessment indicates that the Board includes directors with sufficient expertise in the core skills essential for the factoring business, namely banking and financial institutions, finance, business administration, strategic management, and risk management.

The Company has seven non-executive directors with expertise in these core business skills, who possess experience in finance, financial institutions, lending businesses, risk management, and corporate governance. Their expertise contributes to independent perspectives and effective oversight of the Company's business operations.

The Company currently has one executive director, Mr. Akharawit Suksai, who has extensive experience in managing the Company's business and related industries.

Therefore, the expertise structure of the Board of Directors is consistent with the principles of good corporate governance, with the number of non-executive directors possessing core business expertise exceeding the minimum requirement of at least one director.

Utilization of the Board Skill Matrix

The Company utilizes the results of the Board Skill Matrix assessment to continuously enhance the Board's composition, including:

- developing directors' knowledge and competencies;
- organizing appropriate training programs; and
- planning for the nomination and appointment of directors in the future.

The Board Skill Matrix is reviewed at least once a year by the Nomination, Remuneration and Corporate Governance Committee (NRC-CG) to ensure that the Board's composition remains appropriate and aligned with the Company's strategic direction and business environment.

Directorship in Other Companies Policy

Directorship in Other Companies

The Board of Directors places importance on overseeing that directors and executives are able to perform their duties effectively, devote sufficient time to their responsibilities, and exercise their duties with due care, integrity, and in the best interests of the Company and its shareholders in accordance with their fiduciary duties. The Company also seeks to avoid risks arising from excessive commitments and to prevent potential conflicts of interest that may result from holding positions in other companies.

The Company has therefore established policies and guidelines regarding the holding of directorships in other companies under the Company's Corporate Governance Policy, which serves as a framework for overseeing the duties of directors and senior executives.

Established Guidelines

1. Limitation on Directorships in Other Listed Companies

The Company stipulates that a director may hold directorships in no more than five listed companies on the Stock Exchange of Thailand, without exception. This requirement ensures that directors are able to devote adequate time to performing their duties on the Board of Directors and its sub-committees and to effectively oversee the Company's operations.

2. Directorships in Other Companies by the Chief Executive Officer

The Chief Executive Officer may serve as a director in other companies provided that such positions do not interfere with the performance of duties for the Company. In addition, such companies must not operate in the same line of business as, or compete with, the Company in order to prevent potential conflicts of interest.

3. Prior Approval for Holding Directorships in Other Companies

In the event that the Chief Executive Officer intends to accept a directorship in another company, prior approval from the Board of Directors must be obtained before assuming such position. This requirement ensures that the appointment will not give rise to conflicts of interest and will not affect the Company's corporate governance or management efficiency.

Implementation in the Past Year

In 2025, the Company continuously monitored and reviewed the directorships held by directors and executives in other companies to ensure compliance with the Company's Corporate Governance Policy.

The review results indicated that:

- No director held directorships in more than five listed companies, in accordance with the Company's policy.
- No independent director, non-executive director, or director of the Company held directorships in more than three listed companies.
- The Chief Executive Officer did not hold a directorship in any other listed company.

These practices are in line with the Company's established policies and reflect the appropriateness of the workload management of directors and executives. They also support effective, transparent corporate governance and ensure that directors and executives are able to perform their duties in the best interests of the Company and its shareholders.

New Director Orientation

Orientation Program for New Directors

The Board of Directors places importance on enhancing the knowledge, understanding, and readiness of directors in performing their duties, particularly newly appointed directors, to ensure that they are able to effectively carry out their oversight responsibilities in accordance with their roles, duties, and responsibilities, as well as the Company's business context, under the principles of good corporate governance.

The Company has established guidelines regarding the orientation program for new directors under the Company's Corporate Governance Policy and Code of Conduct, with the objective of ensuring that newly appointed directors receive comprehensive information relating to the Company's organizational structure, corporate governance framework, business strategies, key risks, as well as relevant laws, regulations, and internal policies. This enables directors to perform their duties with due care, integrity, and in the best interests of the Company and all stakeholders.

Established Guidelines

Orientation Program for New Directors

The Company arranges a structured orientation program for newly appointed directors. The program covers key information including the Company's vision and mission, shareholder structure, corporate governance framework, roles and responsibilities of the Board of Directors and its sub-committees, management structure, key business risks, internal control systems, legal and regulatory compliance, conflict of interest prevention, and policies regarding the prevention of insider trading.

Understanding Directors' Roles and Responsibilities

New directors are provided with information regarding their roles, duties, and responsibilities in accordance with fiduciary duties, as well as guidelines relating to ethics, transparency, and compliance with applicable laws and the Company's policies. This ensures that directors are able to perform their duties independently, prudently, and with accountability.

Continuous Development of Directors' Knowledge

The Company encourages directors to participate in training programs, seminars, and knowledge-development activities relating to corporate governance, risk management, information technology, and ESG on an ongoing basis in order to enhance their capabilities in overseeing the Company's operations in the long term.

Implementation in the Past Year

In September 2025, the Company organized an orientation program for a newly appointed executive director. During the program, the management team and the Company Secretary provided key information regarding the Company's business overview, corporate governance structure, roles and responsibilities of the Board of Directors and its sub-committees, risk management framework, internal control system, policies on conflict of interest prevention and insider trading prevention, as well as the Company's management structure and information technology systems.

The orientation program enabled the new director to gain a comprehensive understanding of the roles, responsibilities, and business context of the Company, allowing the director to effectively participate in the Company's corporate governance from the outset.

Information Technology Governance and Information Security

The Board of Directors places importance on information technology governance and information security, as the Company's factoring business relies significantly on information systems to support key operational processes, such as the purchase of trade receivables, customer data management, and the provision of services through digital platforms.

The Board has established the Information Technology Security Policy (IT Security Policy) and the Cyber Security Policy to serve as frameworks for managing information technology risks, preventing unauthorized access to data, and ensuring the integrity, completeness, and availability of the Company's information assets. These policies are reviewed annually to ensure their continued effectiveness and relevance.

The Company has implemented various IT control measures, including system access control, the use of firewalls, intrusion detection and prevention systems (IDS/IPS), data encryption, and continuous monitoring of cyber threats. These measures are designed to ensure that the Company's information systems remain secure and capable of supporting business operations effectively.

Key IT and Cybersecurity Initiatives in 2025

In 2025, the Company continued to strengthen and enhance its information technology systems and cybersecurity measures to support business operations and mitigate cyber risks. Key initiatives included the following:

1. Enhancement and Improvement of Information Technology Systems

The Company upgraded and enhanced its Core Factoring System and E-Factoring System to improve system stability, support increasing transaction volumes, and facilitate digital business operations.

2. Implementation of Information Security Measures

The Company implemented security controls in accordance with the IT Security Policy, including the use of firewalls,

intrusion detection and prevention systems (IDS/IPS), system access control mechanisms, and data encryption to protect against cyber threats.

3. Business Continuity Planning (BCP) and Disaster Recovery Testing

The Company conducted testing of its IT-related Business Continuity Plan (BCP) in 2025, including testing data recovery from a backup data center. The test results confirmed that the Company was able to restore its systems and data within the specified Recovery Time Objective (RTO) and Recovery Point Objective (RPO), not exceeding 24 hours.

4. Strengthening IT Infrastructure Resilience

The Company continued to enhance its IT infrastructure, including implementing network and server redundancy, to improve service continuity and system reliability.

5. Cybersecurity Monitoring and System Security Testing

The Company continuously monitors cyber threats and conducts security assessments such as penetration testing. In addition, employees are encouraged to enhance their awareness of information security through internal communication and training programs.

The results of the Company's information technology and information security operations are reported to Management on a monthly basis and to the Executive Committee on a quarterly basis, enabling continuous oversight and monitoring of the effectiveness of IT security measures.

6.1.2 Policy and guidelines related to shareholders and stakeholders

Are there policy and guidelines and measures related to shareholders and stakeholders :	Yes
Guidelines and measures related to shareholders and stakeholders :	Shareholders, Employee, Customer, Business competitors, Suppliers, Creditors, Government agencies, Community and society, Other guidelines and measures related to shareholders and stakeholders

Shareholders

Policies and Practices Relating to Shareholders

Shareholder Policy

The Company places importance on the protection of shareholders' rights and the equitable and fair treatment of all shareholder groups in accordance with the principles of good corporate governance, applicable laws, and regulatory requirements. This approach aims to build confidence and create sustainable value for shareholders over the long term.

The Company recognizes the fundamental rights of shareholders, including the right to buy, sell, or transfer securities; the right to receive dividends; the right to attend and vote at shareholders' meetings; and the right to receive accurate, complete, sufficient, and timely information about the Company to support investment decisions.

The Company encourages shareholders to participate in the corporate governance process by providing opportunities for shareholders to propose meeting agendas and nominate qualified individuals for election as directors in advance, subject to specified criteria and timelines. Shareholders are also encouraged to exercise their voting rights on important matters, such as the appointment of directors, determination of directors' remuneration, approval of financial statements, dividend payments, appointment of auditors, and approval of significant corporate transactions.

In addition, the Company emphasizes fair disclosure, ensuring that all shareholders receive information on an equal basis. The Company discloses operating results, financial performance, and material information accurately, completely, and in a timely manner, and communicates future business trends and directions based on reasonable and verifiable information.

The Company has also established measures to prevent the misuse of inside information and conflicts of interest. Directors, executives, and relevant personnel are prohibited from using undisclosed information for personal benefit and must disclose any interests in related transactions, as well as refrain from participating in consideration or voting on matters in which they have an interest.

Furthermore, the Company provides channels for shareholders to submit suggestions or complaints, which are used as feedback to continuously improve the Company's operations and corporate governance practices.

Practices and Measures (Practices & Measures: Shareholders)

1. Equitable and Fair Treatment of Shareholders

The Company treats all shareholders equally and without discrimination, based on the principle of "One Share One Vote." The Company protects the rights of all shareholders, including major shareholders, minority shareholders, and institutional investors.

Shareholders are entitled to equal access to information, participation in meetings, expression of opinions, and the exercise of voting rights. The Company does not grant special privileges or impose restrictions on any particular group of shareholders.

At shareholders' meetings, voting procedures for important agenda items are conducted transparently and are subject to verification. For example, directors are elected individually, and voting results for each agenda item are clearly disclosed.

2. Transparent and Fair Disclosure (Fair Disclosure)

The Company discloses material financial and non-financial information accurately, completely, and in a timely manner through official channels such as the Stock Exchange of Thailand's disclosure system, the Company's website, and the 56-1 One Report.

Information disclosure is conducted on the basis of accuracy, transparency, and fairness, without selectively providing material information to any specific party prior to public disclosure.

For significant corporate matters, the Board of Directors discloses the rationale and opinions supporting its decisions, enabling shareholders to consider and make decisions based on sufficient information.

3. Promoting Shareholder Engagement Prior to the Shareholders' Meeting (Pre-AGM Engagement)

The Company provides shareholders with the opportunity to propose meeting agendas and nominate qualified individuals for election as directors in advance, subject to the criteria and timelines specified by the Company.

The Company also publishes the notice of the shareholders' meeting and supporting documents in advance through multiple channels to allow shareholders sufficient time to review the information.

In addition, the Company prepares proxy forms and provides clear explanations of the procedures for attending meetings and exercising voting rights to facilitate shareholders' participation.

4. Transparent and Verifiable Shareholders' Meeting Process (During AGM)

The Company organizes shareholders' meetings through processes that are transparent, fair, and verifiable, while ensuring equitable treatment of all shareholders.

The Company conducts meetings through an electronic meeting system (E-AGM) that supports electronic registration, identity verification, question submission, and electronic vote counting, thereby enhancing convenience, accuracy, and reliability in the meeting process.

During the meeting, shareholders are given opportunities to raise questions, express opinions, and provide suggestions freely. Directors, executives, and the auditor attend the meeting to provide clarifications as appropriate.

5. Transparent Disclosure of Resolutions and Meeting Minutes (Post-AGM Disclosure)

The Company discloses the resolutions of the shareholders' meeting and the voting results for each agenda item clearly and in a verifiable manner.

The Company prepares meeting minutes that record key details such as the list of attendees, voting procedures, questions raised and responses provided, as well as the voting results for each agenda item. These minutes are disclosed through the Company's communication channels within an appropriate timeframe.

6. Prevention of Conflicts of Interest and Insider Trading

The Company has established measures to prevent the misuse of inside information. Directors, executives, and personnel with access to material information are prohibited from using undisclosed information for personal benefit or to gain an unfair advantage over other investors.

Where any individual has an interest in a particular agenda item or transaction, such person must disclose the interest and refrain from participating in the consideration or voting on that matter.

Related party transactions must undergo a proper review process and be disclosed in accordance with regulatory requirements.

7. Channels for Shareholder Suggestions and Complaints

The Company provides channels for shareholders to submit suggestions, complaints, or whistleblowing reports in cases where they believe that shareholder rights may have been violated.

The Company has established procedures for receiving, reviewing, and following up on such matters in a fair, transparent, and verifiable manner, while ensuring that the information of complainants is protected in accordance with the Company's policies.

Performance and Outcomes: Shareholders

In 2025, the Company continued to emphasize the protection of shareholders' rights and the equitable and fair treatment of all shareholders in accordance with good corporate governance principles. The Company focused on transparent information disclosure, facilitating shareholders in exercising their rights, and promoting shareholder participation in the Company's decision-making processes.

The Company held its Annual General Meeting of Shareholders through a transparent, fair, and verifiable process. The notice of the meeting and supporting documents were disclosed in advance, and shareholders were given opportunities to raise questions, express opinions, and exercise their voting rights on all agenda items.
Voting results for each agenda item were clearly disclosed, and meeting minutes were prepared to record key details of the meeting, allowing shareholders to review the information.

During the year, the Company received no significant complaints or disputes regarding violations of shareholders' rights, and there were no cases of penalties, sanctions, or legal actions imposed by regulatory authorities relating to shareholder rights. The Company continues to conduct its business in strict compliance with good corporate governance principles and applicable laws.

Employee

Employee Policy and Practices

Employee Policy

The Company recognizes employees as key stakeholders and an important resource in driving the organization toward sustainable growth. Accordingly, the Company has established policies and systematic practices for managing and supporting employees, covering labor rights, compensation and benefits, employee development, career advancement, as well as occupational health, safety, and working environment.
These policies are implemented under the principles of respect for human rights, equality, non-discrimination, compliance with applicable laws, and good corporate governance.
The Company promotes fair and respectful treatment of all employees and recognizes the dignity of every individual. Discrimination based on race, religion, gender, age, or physical or mental condition is strictly prohibited. The Company also encourages an organizational culture that is transparent, accountable, and conducive to collaboration and mutual respect.
The Company places strong emphasis on continuous employee development and career advancement. Employees are encouraged to participate in training programs of not less than six hours per person per year, covering employees at all levels. These programs aim to enhance knowledge, skills, and competencies required for job performance, risk management, adaptation to changes in business and technology, and sustainable business practices.
With regard to occupational health, safety, and working environment, the Company has established governance mechanisms through the Occupational Safety, Health and Working Environment Committee (Safety Committee) and has implemented appropriate measures to promote workplace safety, reduce the risk of accidents, and support employee well-being.
In addition, the Company provides appropriate channels for employees to submit opinions, suggestions, complaints, and whistleblowing reports in a secure, fair, and confidential manner. Whistleblower protection measures are in place, and the Company has established procedures for monitoring, investigating, and reporting matters to relevant committees on a periodic basis to ensure transparency and continuous organizational improvement.

Operational Practices and Measures

1. Respect for Human Rights and Non-Discrimination

The Company treats all employees with respect and dignity, recognizing human rights as a fundamental principle in the workplace. The Company strictly prohibits discrimination based on race, religion, gender, age, or physical or mental condition.
The Company is committed to fostering a transparent, fair, and accountable organizational culture that enables all employees to work collaboratively and receive equal opportunities for development.

2. Fair Employment, Compensation, and Performance Management

The Company conducts recruitment, appointment, performance evaluation, and merit-based consideration of employees in a fair, transparent, and objective manner, taking into account qualifications, knowledge, capabilities, and suitability for the role.
Compensation is determined based on job responsibilities, performance, and the Company's ability to pay. The Company also provides employee benefits that are no less than those required by law, and additional benefits may be provided as appropriate to support employee well-being and job security.

3. Occupational Health, Safety, and Working Environment

The Company has established a governance mechanism for occupational health, safety, and working environment through the Occupational Safety, Health and Working Environment Committee, as required by law.
Appropriate measures and guidelines are implemented to create a safe working environment, reduce the risk of accidents and health impacts, and promote employee well-being.
The Company also promotes communication and awareness regarding workplace safety on an ongoing basis to ensure that employees are able to perform their duties safely and maintain good health.

4. Employee Development and Career Advancement

The Company continuously promotes employee development to enhance knowledge, skills, and competencies necessary for job performance and to support adaptation to changes in business, technology, risk management, and sustainability.
Employees at all levels are required to participate in training programs for not less than six hours per person per year, and the Company supports various forms of training, knowledge sharing, and development activities throughout the year.
In addition, the Company has established a Succession Plan for key positions to ensure the availability of qualified personnel in alignment with the Company's strategic direction and business continuity.

5. Channels for Feedback, Complaints, and Whistleblowing

The Company provides appropriate channels for employees to express opinions, submit suggestions, lodge complaints, and report misconduct.
Such mechanisms ensure safety, fairness, confidentiality, and whistleblower protection.
The Company has established clear procedures for receiving complaints, conducting investigations, monitoring progress, and reporting matters in accordance with established guidelines. Significant issues are reported to the relevant committees periodically.

6. Promotion of Ethical Conduct and Responsible Work Practices

The Company communicates and promotes adherence to the Code of Conduct, encouraging employees to perform their duties with integrity, responsibility, and prudence.
Employees are also encouraged to develop risk awareness and comply with applicable regulations, policies, and operational guidelines to maintain high standards of professional conduct across the organization.

Performance & Outcomes: Employees

In 2025, the Company continued to prioritize employees as valuable resources and a key driver of sustainable business operations. The Company remained committed to ensuring fair treatment, providing a safe working environment, supporting employee development, and respecting employee rights under the principles of good corporate governance.

Fair Treatment of Employees

The Company treats employees at all levels equally and without discrimination, while respecting human dignity and adhering to human rights principles and applicable labor laws.
Recruitment, appointment, performance evaluation, and merit-based considerations are conducted in a transparent, fair, and accountable manner.
In 2025, there were no significant complaints related to discrimination, human rights violations, or unfair treatment of employees.

Employee Development and Learning

The Company requires employees at all levels to participate in training and development programs of not less than six hours per person per year in order to strengthen the skills necessary for job performance and adaptation to business changes.
In 2025, the Company organized training and knowledge-sharing activities covering important topics such as work skills, digital technology, factoring business, risk management, ESG, and environmental knowledge including carbon footprint awareness. These activities covered employees at all levels and encouraged the practical application of knowledge in their work.

Occupational Health, Safety, and Working Environment

The Company manages occupational health, safety, and working environment under the supervision of the Safety Committee, in accordance with legal requirements. Continuous communication and awareness campaigns on workplace safety and employee well-being are also promoted.
In 2025, there were no significant workplace accidents or safety incidents.

Employee Feedback and Complaint Management

The Company provides appropriate channels for employees to submit complaints and whistleblowing reports. Measures are in place to ensure confidentiality and whistleblower protection.

All complaints are reviewed and handled through transparent and fair procedures under the oversight of the relevant committees.

During the past year, no employee complaints with material impact on the Company's operations or reputation were reported.

Employee Engagement and Organizational Culture

The Company promotes a working environment that encourages collaboration, mutual respect, and teamwork. Policies, codes of conduct, and employee-related practices are continuously communicated throughout the organization to ensure consistent understanding and implementation across the Company.

Customer

Policies and Practices Relating to Customers

The Company places importance on customers as key stakeholders and is committed to providing high-quality financial services in order to build customer satisfaction, trust, and long-term relationships. The Company conducts its business with fairness, equality, and transparency under the principles of good corporate governance and compliance with applicable laws and regulations.

The Company recognizes the fundamental rights of customers, including the right to receive accurate, complete, and timely information, the right to freely choose products and services, and the right to be treated fairly without discrimination. The Company also places importance on maintaining the confidentiality of customer information and

protecting customers' personal data by establishing clear personal data protection policies and measures in compliance with the Personal Data Protection Act (PDPA).

In addition, the Company has established systems and channels for receiving customer complaints in order to resolve issues promptly, fairly, and efficiently. Customer complaints and suggestions are analyzed and used as information to continuously improve service quality, enhance customer experience, and strengthen long-term confidence.

Practices and Measures: Customers

1.Fair Financial Services and Respect for Customers' Rights

The Company conducts its business with a focus on providing quality, fair, and equitable financial services under the fundamental rights of customers.

- The Company respects customers' rights to receive accurate information and to freely choose products and services without coercion or unfair exploitation.
- Customers are treated equally and without discrimination, with due regard to their best interests.

2.Offering Products and Services Appropriate to Customers

- The Company offers products and services that are appropriate to customers' needs, capabilities, and circumstances.
- Related risks and conditions are carefully considered to ensure that services are provided responsibly.

3.Transparent Disclosure and Communication with Customers

- The Company discloses complete information regarding products and services, including terms and conditions, risks, service fees, and applicable interest rates.
- Information is communicated clearly, accurately, promptly, and in a manner that does not cause misunderstanding.
- Advertising and public communications must be transparent, use appropriate wording, and must not distort facts.

4.Ethical Relationship Management with Customers

- The Company maintains long-term relationships with customers on the basis of business ethics.
- The Company does not solicit or accept bribes, gifts, assets, or entertainment in any form that may imply improper benefit.
- The Company strictly adheres to the Code of Conduct and principles of honesty and integrity.

5.Personal Data Protection and Confidentiality of Customer Information

- The Company collects, uses, and discloses customers' personal data lawfully, transparently, and fairly.
- Personal data is used only to the extent necessary for specified purposes, such as credit consideration, provision of financial services, and the Company's business operations.
- The Company obtains the consent of data subjects prior to the use or disclosure of personal data, unless otherwise permitted by law.
- Information security measures are in place to prevent unauthorized access, use, disclosure, or alteration of data.
- Data subjects are entitled to access, obtain copies of, correct, or request deletion of their personal data in accordance with applicable laws.
- The Company has no policy to transfer personal data overseas and has appointed a Data Protection Officer (DPO) to oversee and provide advice on such matters.

6.Channels and Procedures for Customer Complaints

- The Company provides clear and appropriate channels for customers to submit complaints and suggestions, such as by telephone, email, or at the Company's office.
- The Company has established a systematic complaint-handling process, including:
  - receipt of requests and complaints
  - verification of facts and review of the matter
  - notification of the outcome and corrective action within an appropriate timeframe
- Problems are resolved fairly, transparently, and with due regard to customers' rights.
- Information obtained from complaints is analyzed and used to continuously improve service quality.

7.Channels and Procedures for Personal Data-Related Complaints

- The Company provides channels for data subjects to submit complaints or requests relating to personal data through the Data Protection Officer (DPO).
- The process includes:
  - submission of requests relating to access, correction, or deletion of data, including complaints concerning violations of data subject rights
  - careful review of such requests in accordance with internal procedures
  - notification of the results of the review and implementation of corrective action or clarification in accordance with relevant laws

Performance and Outcomes: Customers

In 2025, the Company conducted its business with due regard to customers as key stakeholders, focusing on providing fair, transparent, and responsible financial services under the principles of good corporate governance, while strictly protecting customers' rights and personal data in order to build trust and long-term relationships.

Performance in Service Delivery and Fair Treatment of Customers

- The Company provided services to customers equally and without discrimination, while offering financial products appropriate to customers' business characteristics and capabilities.
- Information on products, terms and conditions, service fees, and related risks was disclosed accurately, completely, and in a timely manner so that customers would have sufficient information for decision-making.
- In 2025, there were no significant complaints regarding unfair treatment or misleading information provided to customers.

Performance in Customer Personal Data Protection

- The Company strictly complied with its personal data protection policy and applicable laws by limiting the collection, use, and disclosure of customer information to what was necessary for business operations.
- Information security measures were implemented to prevent unauthorized access, use, or disclosure of customer data.
- During the year, there were no incidents involving customer personal data breaches or complaints regarding the misuse of personal data.

Performance in Feedback and Complaint Handling

- The Company provided appropriate channels for customers to submit complaints and suggestions so that issues could be resolved promptly and fairly.
- Complaints received, if any, were reviewed and handled in accordance with the established procedures, taking into account customers' best interests and legal compliance.

- In 2025, there were no customer complaints that had a significant impact on the Company's operations or reputation.

Performance in Transparency and Customer Communication

- The Company communicated material information regarding services, changes in terms and conditions, and information that could affect customers' rights in an appropriate and timely manner.
- Advertising and public relations relating to products and services were conducted transparently, using clear wording and without causing misunderstanding.

Business competitors

Responsible Conduct Toward Business Competitors

The Company conducts its business under the principle of **fair competition**, adhering to integrity, transparency, and business ethics. The Company treats business competitors appropriately and fairly and refrains from using any unlawful or unfair methods in business competition. The Company does not seek improper advantages through the violation of competitors' rights, trade secrets, or intellectual property.

The Company focuses on improving the quality of its own products and services in order to compete in the market based on capability, efficiency, and value delivered to customers. All business operations are conducted in strict compliance with applicable laws and regulations, and the Company avoids any actions that may distort fair competition in the market.

Practices

The Company has established practices for responsible conduct toward business competitors as follows:

- The Company does not defame, make malicious accusations, or disseminate false information to damage the reputation of competitors.
- The Company does not seek or use competitors' trade secrets through dishonest means, such as providing benefits to competitors' employees in exchange for confidential information.
- The Company does not enter into agreements or engage in conduct with competitors that may reduce or restrict market competition.
- The Company's personnel must exercise caution when interacting with competitors and must not disclose the Company's confidential information or customer information to competitors.
- In the event of disputes with competitors, the Company will pursue appropriate dispute resolution or negotiation within the framework of applicable laws and business ethics.

Performance in the Past Year

In 2025, the Company conducted its business under the principle of fair competition and supported the development of the factoring industry together with other industry participants through the Thai Factoring Business Association, which serves as a collaborative platform for business operators within the industry to exchange information and support the development of transparent and fair business practices.

As a member of the Association, the Company participated in various activities organized by the Association, such as seminars, providing information to SMEs regarding the use of factoring services, and discussions with regulatory authorities to promote greater access to financial resources for entrepreneurs.

Such activities were conducted in a manner that does not restrict competition or create unfair commercial advantages.

During the past year, there were no disputes or legal actions between the Company and its business competitors. These practices reflect the Company's commitment to conducting business ethically, respecting fair competition rules, and supporting the sustainable development of the factoring industry.

Suppliers

Policies and Practices Relating to Suppliers and Business Partners

The Company recognizes suppliers and business partners as important stakeholders and is committed to conducting business relationships with transparency, fairness, and integrity in accordance with business ethics. All procurement and supplier selection processes are conducted under the principles of good corporate governance and compliance with applicable laws and regulations.

To ensure that procurement operations are efficient, transparent, and verifiable, and aligned with sustainable business practices, the Company has established clear policies and practices for procurement and supplier selection.

Procurement Process

The Company has established clear procurement criteria and procedures by considering factors such as quality, price, delivery capability, and supplier reliability. This ensures that the procurement of goods and services is conducted efficiently and fairly. Key practices include the following:

1.Transparency and Fairness in Procurement

- Procurement processes are conducted transparently and are subject to verification.
- All suppliers are treated equally and fairly.
- Clear selection criteria are established, allowing qualified suppliers the opportunity to participate in the bidding or quotation process.

2.Selection of Suppliers with Sustainable Business Potential

- The Company considers suppliers with stable business operations and reliable performance standards.
- Consideration is given to suppliers that operate in accordance with Environmental, Social, and Governance (ESG) principles.
- Suppliers must not have a history of violations of laws or business ethics.

3.Quality of Goods and Services

- Goods and services must comply with the specified quality standards.
- Products and services must meet safety requirements and comply with applicable laws and regulations.

4.Delivery of Goods and Services

- Suppliers must be capable of delivering goods and services in accordance with agreed conditions.
- Suppliers should have management systems that reduce delivery risks and supply chain disruptions.

5.Compliance with Laws and Business Ethics

- Suppliers must comply with labor laws and must not engage in the use of child labor or forced labor.
- Suppliers must respect human rights and avoid discrimination.
- Suppliers must not be involved in corruption, bribery, or any unethical business practices.

6.Confidentiality and Data Protection

- Suppliers must maintain the confidentiality of the Company's business information.
- The Company has appropriate controls for access to and use of information to prevent unauthorized disclosure.

7.Supplier Relationship Management

- The Company strictly complies with contractual terms and commercial agreements with suppliers.
- In the event that contractual obligations cannot be fulfilled, the Company will notify suppliers in advance to jointly determine appropriate solutions.
- The Company provides transparent and fair channels for suppliers to submit complaints or whistleblowing reports.

Green Procurement

The Company recognizes the importance of environmentally responsible procurement and considers environmental impacts throughout the supply chain. The Company supports sustainable business practices by incorporating environmental considerations alongside quality and cost factors in procurement decisions.

The Company's Green Procurement practices include:

- Supporting the procurement of environmentally friendly products and services, such as recycled materials, energy-efficient products, or products certified under recognized environmental standards.
- Supporting operational practices that reduce resource consumption, minimize waste, and reduce greenhouse gas emissions from production or transportation processes.
- Encouraging collaboration with suppliers to continuously develop environmentally and socially responsible business practices.

These approaches help ensure that the Company's procurement processes are aligned with Green Procurement principles and contribute to reducing environmental impacts throughout the organization's supply chain.

Performance in the Past Year

In 2025, the Company conducted procurement activities in accordance with the principles of transparency, fairness, and accountability. Suppliers selected met the Company's criteria in terms of product quality, pricing, delivery capability, and compliance with applicable laws and regulations.

The Company did not encounter any significant disputes or complaints from suppliers regarding unfair treatment. In addition, there were no incidents involving corruption, bribery, or unethical conduct in connection with business operations with suppliers.

In terms of environmental initiatives, the Company implemented a policy of procuring paper from certified sources that ensure reforestation and do not involve logging from natural forests. This supports responsible resource utilization and aligns with the Company's Green Procurement policy.

Creditors

Policies and Practices Relating to Creditors

The Company recognizes creditors as important stakeholders who play a key role in the Company's financial stability and business continuity. The Company's creditors include financial institution creditors, such as banks and other financial lenders, as well as trade creditors, including business partners who provide trade credit to the Company in relation to the procurement of goods and services.

The Company is committed to conducting its business with responsibility and financial discipline while adhering to the principles of good corporate governance, applicable laws and regulations, and contractual obligations agreed with

creditors. The Company places importance on fulfilling all obligations relating to repayment of principal and interest, capital management, collateral maintenance, and compliance with financial covenants and other contractual requirements in order to maintain credibility and sustainable relationships with all groups of creditors.

In cases where the Company faces constraints or may be unable to comply with agreed conditions, the Company will communicate and negotiate with creditors in advance in a transparent, fair, and good-faith manner to jointly consider appropriate solutions. Such actions are undertaken with due regard to the interests of all parties and to maintain creditors' confidence in the long term.

Practices and Measures: Creditors

Compliance with Financial Agreements and Obligations

The Company strictly complies with contractual conditions and financial obligations with creditors, including repayment of principal, interest, fees, collateral maintenance, and other related financial covenants. These practices aim to maintain the Company's credibility and the confidence of creditors.

Transparent Disclosure and Communication

The Company provides accurate, complete, and regular disclosure of financial information and other relevant information to creditors in accordance with applicable laws, regulations, and contractual requirements. This supports creditors' decision-making based on sufficient and transparent information.

Capital and Liquidity Management

The Company carefully manages its capital structure and cash flow to ensure the ability to meet debt obligations and financial commitments as they become due. The Company also regularly monitors its debt status and liquidity risks in order to prevent potential default risks.

Collateral and Related Obligations Management

The Company manages collateral arrangements, guarantees, and related conditions with creditors on the basis of fairness, transparency, and strict compliance with applicable laws, regulations, and contractual requirements.

Prevention and Management of Default Risk

The Company has measures in place to monitor and manage financial risks in order to prevent debt default. If constraints arise or events occur that may affect the Company's ability to comply with contractual conditions, the Company will promptly notify creditors in advance and negotiate appropriate solutions in a transparent, fair, and good-faith manner without concealing relevant information or taking actions that may cause harm to creditors.

Maintaining Sustainable Relationships with Creditors

The Company aims to build and maintain strong and sustainable relationships with all creditor groups based on integrity, transparency, responsibility, and fairness. The Company also supports effective communication and cooperation with creditors to ensure stable and sustainable business operations.

Performance and Outcomes: Creditors

In 2025, the Company managed its relationships with creditors in a transparent and fair manner by strictly complying with financial contractual conditions. The Company fulfilled its obligations in terms of loan repayments and interest payments to financial institution creditors, as well as payments to trade creditors in accordance with agreed terms and conditions.

The Company effectively managed its capital and liquidity, continuously monitored its debt obligations and financial risks, and implemented measures to prevent default risks. The Company also provided accurate, complete, and regular financial disclosures in order to maintain creditors' confidence.

Furthermore, during the past year, no significant disputes or complaints from creditors were reported, reflecting the Company's financial discipline, responsibility in fulfilling obligations, and credibility in conducting its business over the long term.

Government agencies

Policies and Practices Relating to Government Authorities and Regulatory Agencies

The Company recognizes government authorities and regulatory agencies as key stakeholders who play an important role in ensuring lawful business operations, regulatory oversight, and the credibility of the organization. In the context of the Company's business, government and regulatory authorities include agencies responsible for supervision and regulation of business operations, such as the Department of Business Development (Ministry of Commerce), the Revenue Department (Ministry of Finance), the Stock Exchange of Thailand (SET), and the Securities and Exchange Commission (SEC).

The Company conducts its business under the principles of legal compliance, transparency, integrity, and accountability. The Company cooperates with government authorities and regulatory organizations in complying with legal requirements and in providing accurate, complete, and timely disclosure of information. All communications, coordination, and interactions with government authorities are conducted honestly, transparently, and in a manner that is verifiable, without improper influence or undue benefit.

In addition, the Company places importance on preventing corruption risks and conflicts of interest in its interactions with government authorities. The Company adheres to its Code of Conduct, Anti-Corruption Policy, policy on the employment of government officials, and whistleblowing mechanisms as key tools to strengthen sustainable corporate governance standards.

Practices and Measures: Government Authorities and Regulatory Agencies

1.Compliance with Laws and Regulations

- The Company strictly complies with laws, regulations, and requirements of relevant regulatory authorities, including the Department of Business Development, the Revenue Department, the Ministry of Finance, the Stock Exchange of Thailand, and the Securities and Exchange Commission.
- The Company continuously monitors regulatory changes and updates its practices to remain aligned with applicable legal and regulatory requirements.
- Internal control systems are established to support regulatory inspections and compliance with supervisory requirements.

2.Transparency in Disclosure and Communication with Government Authorities

- The Company cooperates with government authorities by providing accurate, complete, and timely disclosure of financial, business, and operational information.
- The Company prepares and submits reports as required by law, such as annual reports, financial reports, and tax filings.
- The Company does not conceal, distort, or provide false information that may affect regulatory oversight.

3.Tax Compliance

- The Company fulfills its tax obligations accurately and within the timeframe prescribed by law.

- The Company strictly complies with tax regulations and does not engage in tax evasion or inappropriate practices to reduce tax liabilities.
- Internal review mechanisms are promoted to ensure that tax management complies with applicable laws and accounting standards.

4.Cooperation with Regulatory Reviews and Monitoring

- The Company cooperates with government authorities in inspections, information requests, and regulatory reviews.
- Relevant documents and information are prepared in a complete and transparent manner to facilitate efficient regulatory examinations.

5.Anti-Corruption and Ethical Conduct

- The Company strictly prohibits bribery, gifts, or any improper benefits offered to government officials in exchange for business advantages.
- The Company adheres to its Anti-Corruption Policy and related governance policies.
- Employees are encouraged to report any behavior that may violate laws or business ethics through designated whistleblowing channels.

Performance and Outcomes: Government Authorities and Regulatory Agencies

In 2025, the Company conducted its business in accordance with good corporate governance principles and strictly complied with applicable laws and regulations imposed by government authorities and regulatory agencies. The Company fully complied with relevant legal requirements, including tax obligations, and fulfilled all tax payments accurately and within the prescribed timeframe.

The Company disclosed financial and tax-related information transparently in accordance with the requirements of the Revenue Department, the Stock Exchange of Thailand, and the Securities and Exchange Commission. The Company also cooperated appropriately with government authorities in regulatory inspections and follow-up processes.

During the past year, no significant legal violations or regulatory complaints were reported, reflecting the Company's commitment to transparent business operations, integrity, and compliance with legal and ethical standards.

Community and society

Community and Social Engagement and Development Relating to the Business

The Company places importance on social responsibility and community engagement, recognizing communities and society as stakeholders that play an important role in sustainable business development. The Company conducts its business in accordance with ethical principles, transparency, and good corporate governance, together with strict compliance with applicable laws and regulations.

The Company focuses on contributing to sustainable community and social development through activities and projects that are aligned with the nature of its business and the needs of stakeholders. Particular emphasis is placed on enhancing the financial capabilities of entrepreneurs, promoting education, improving quality of life, and caring for the environment. The Company also encourages employees to develop awareness of social and environmental responsibility, as well as the efficient use of resources, so that the Company's operations create long-term benefits for society.

Practices & Measures: Community and Society

1. Policy Framework and Governance

The Board of Directors has established a sustainability policy and social and community practices to serve as a framework for the Company's operations by integrating social, community, and environmental considerations into business activities under the principles of good governance and stakeholder responsibility.

2. Continuous Support for Community and Social Activities

The Company regularly supports activities that are beneficial to communities and society, including activities undertaken directly by the Company and those carried out in collaboration with government agencies, communities, industry associations, and network partners, with the aim of creating shared value and improving community quality of life over the long term.

3. Environmental Care and Promotion of Sustainability Awareness

The Company places importance on safety and environmental management in its operations and promotes employee awareness of social and environmental responsibility, efficient resource utilization, and consideration of impacts on surrounding communities and society.

Sustainable Community and Social Development Plan

1. Financial Education and Capability Building for Communities

The Company aims to share financial and business management knowledge with small entrepreneurs and community businesses through participation as speakers at seminars and knowledge-sharing forums, as well as through advisory support on capital management, financial management, and sustainable growth approaches.

2. Support for Access to Funding

The Company develops electronic lending service channels and offers appropriate financial solutions to increase opportunities for people and entrepreneurs in communities to access funding more conveniently, reduce barriers to obtaining credit, and support grassroots economic development.

3. Promotion of Education and Human Capital Development

The Company supports educational opportunities and skills development for youth and the public through scholarships, learning activities, career guidance, and the transfer of financial and technology knowledge in order to prepare them for the future world of work.

4. Improvement of Community Quality of Life and Environment

The Company undertakes activities relating to the environment and quality of life, such as learning activities on carbon reduction, energy conservation, and support for educational and public health organizations in local areas, in order to help improve the quality of life of people and surrounding communities.

5. Building Collaboration with Network Partners

The Company places importance on working with the public sector, private sector, industry associations, educational institutions, and civil society organizations to develop projects that enhance community capabilities, support SMEs, and create sustainable mutual benefits.

Objectives of the Plan

The Company has established the following objectives for its community and social engagement and development plan:

- to create opportunities for the public, entrepreneurs, and communities to access knowledge and appropriate funding sources
- to promote economic resilience and sustainable self-reliance within communities
- to support the development of skills among youth and members of society in preparation for change in the digital era
- to encourage efficient resource use, reduce environmental impacts, and improve the quality of life of communities
- to reduce inequality and support sustainable development in the economic, social, and environmental dimensions

Performance & Outcomes: Social and Community

In 2025, the Company carried out and participated in various activities and projects to support the development of communities, society, and entrepreneurs, with a focus on creating shared value through knowledge transfer, support for access to funding, development of financial and technology skills, promotion of education, and social assistance in collaboration with domestic and international network partners.

1. Support for Financial Knowledge and Innovation for Entrepreneurs

The Company participated in business activities and seminar platforms to share knowledge on finance, technology, and supply chain management with entrepreneurs and the business sector. For example, the Company participated as a speaker at Digital Converge 2025 – Where Innovation Meets Industry, organized by NEC Thailand on 18 November 2025 at Kimpton Maa-Lai Bangkok Hotel, where one of the Company's executives was invited to speak on the topic "From Vision to Value – Co-Creating the Future of Supply Chain" to share perspectives on the role of financial technology in developing supply chain systems and improving entrepreneurs' access to funding.

In addition, the Company participated in the Singapore FinTech Festival 2025 in Singapore, an international financial technology forum, where one of the Company's executives delivered a presentation on "Thailand's Economic Overview and Trends in the Factoring Business" and exchanged views on collaboration in developing digital supply chain solutions to help SMEs access funding more conveniently.

These activities contributed to enhancing knowledge of financial technology and capital management among business operators and supported the development of the country's digital economy ecosystem.

2. Support for SMEs and Access to Funding

The Company participated in exhibitions and business and financial fairs to provide consultation and information on financial services to entrepreneurs, such as:

- participation in Thailand Smart City Expo 2025, Booth E01, Halls 3–4, at the Queen Sirikit National Convention Center, during 5–7 November 2025, to introduce financial solutions and factoring services that support entrepreneurs in the digital economy ecosystem
- participation in Big Match 2025 together with the Thai Factoring Business Association at the Convention Hall, 3rd Floor, Auditorium Building, Panyapiwat Institute of Management (PIM),

3. Support for Education and Youth Skills Development

On 1 October 2025, the Company welcomed a group of teachers and 40 Grade 12 students from Rajini School for an educational visit and study tour at the Company. The program included an introduction to the Company's business overview, visits to various functional departments, and a Career Talk session to provide knowledge about career paths and skills needed in the digital era.

This activity focused on engagement with education-related stakeholders in order to connect the world of learning with the world of work, allowing students to better understand roles in the financial and digital business sectors, as well as to strengthen 21st-century skills such as critical thinking, communication, teamwork, and FinTech awareness, which are important foundations for developing quality talent in the future.Nonthaburi, to provide information on factoring credit services to SMEs and new entrepreneurs

4. Social Support and Humanitarian Assistance

On 23 September 2025, the Company's executives participated in a donation ceremony to provide financial contributions and relief items to support Thai soldiers and civilians affected by unrest in the Thai-Cambodian border area. This activity was organized in collaboration with the Thai Chamber of Commerce and related organizations.

Such participation reflects the Company's commitment to supporting society and assisting those affected by various situations through cooperation with relevant network partners.

Outcomes and Value Created for Communities and Society

The Company's activities in 2025 generated positive outcomes for stakeholders and society in several areas, including:

- SMEs gained knowledge relating to capital management, financial instruments, and appropriate options for access to funding
- access to financial services and liquidity support for businesses, particularly small entrepreneurs and businesses in the grassroots economy, was enhanced
- youth gained inspiration and knowledge about career paths in the finance and technology industries, as well as skills needed for the future
- support was provided for the development of the digital economy, financial ecosystem, and collaboration between the business sector and innovation partners
- assistance was provided to alleviate impacts on society and communities in situations requiring urgent support

Other guidelines and measures related to shareholders and stakeholders

Business Partners

Supplier Capability and Development

The Company places importance on building collaborative relationships with business partners and suppliers in order to strengthen operational capabilities and support sustainable mutual growth. The Company promotes supplier development in areas including finance, technology, and business management to enhance their competitiveness and enable them to operate efficiently in a rapidly changing business environment.

Collaborative Approaches to Supplier Development

1.Joint Development of Products and Innovation

The Company encourages the adoption of digital technology in financial services, such as e-Factoring and Online Factoring, to enhance convenience and efficiency for business partners. The Company also collaborates with strategic partners to develop digital financial solutions that help businesses manage working capital more effectively and support the modernization of financial processes within supply chains.

2.Support for Access to Funding

The Company provides appropriate funding solutions to business partners through Factoring Solutions and Supply Chain Financing, which help improve financial liquidity and support business expansion. These financial services enable partners, particularly SMEs, to access working capital more efficiently without requiring traditional collateral.

3.Development of Knowledge and Business Capability

The Company organizes knowledge-sharing activities, training programs, and advisory services relating to financial management, risk management, and financial technology. These initiatives aim to enhance partners' operational capabilities and ensure that their business practices align with financial standards, regulatory requirements, and principles of good corporate governance.

4.Business Networking and Partnership Development

The Company supports business partners in participating in joint business activities and forums that facilitate knowledge exchange and new business opportunities. This includes seminars and workshops organized in collaboration with strategic partners to strengthen the resilience of the supply chain and foster long-term business relationships.

Supplier Development and Enhancement Programs

1.Digital Capability Development Program for Suppliers

The Company develops online platforms that allow partners to access financial information and manage transactions more conveniently. The Company also promotes the application of technologies such as Artificial Intelligence (AI) and Big Data to support financial analysis and risk management, thereby improving operational efficiency across the supply chain.

2.ESG Promotion Program for Suppliers

The Company encourages partners to conduct business responsibly with consideration for Environmental, Social, and Governance (ESG) principles. This includes promoting efficient energy use, waste reduction, responsible business practices, and compliance with relevant environmental and social standards.

3.Working Capital Support Program

The Company expands Supply Chain Financing and other financial services to improve liquidity for partners and entrepreneurs, particularly businesses with strong growth potential. These initiatives aim to strengthen financial stability and support sustainable business expansion.

4.Strategic Partnership Development Program

The Company promotes collaboration with organizations and partners across various industries to jointly develop products, services, and new business opportunities that create long-term value for partners within the business ecosystem.

Performance and Outcomes

During the past year, the Company collaborated with business partners to enhance the capabilities of suppliers and entrepreneurs within the supply chain. The Company entered into a cooperation agreement with NEC Corporation to develop a Digital Supply Chain Platform, which supports digital management of factoring credit services.

The platform improves the efficiency of financial transactions, reduces operational procedures, and enables entrepreneursparticularly SMEsto access financial liquidity more conveniently and quickly.

In addition, the Company promoted the use of e-Factoring and Online Factoring services, enabling partners to conduct financial transactions through digital systems, reducing paper usage and enhancing efficiency in business cash-flow management. These initiatives help support the sustainable growth of partners and strengthen the resilience of the overall supply chain ecosystem.

6.2 Business code of conduct

Business code of conduct

Business code of conduct : Yes

Code of Conduct

The Board of Directors recognizes the importance of establishing a Code of Conduct, which serves as an important mechanism for promoting good corporate governance at all levels of the organization. The Code of Conduct is based on principles of integrity, fairness, and ethical business practices, with the objective of ensuring transparent operations and creating fair value for all stakeholders, thereby supporting the Company's sustainable growth.

To ensure practical implementation, the Company has established this written Code of Conduct as a guideline for directors, executives, and employees to study, understand, and strictly comply with in accordance with the spirit and intent of ethical business conduct.

The Company's Code of Conduct is divided into three sections, as follows:

Section 1: Corporate Code of Business Conduct

1. Compliance with laws and adherence to the principles of good corporate governance
2. Anti-corruption and anti-bribery practices
3. Prevention of conflicts of interest
4. Whistleblowing and reporting of misconduct
5. Responsible business conduct with respect to society and the environment
6. Treatment of stakeholders with respect for human rights, non-discrimination, and equality, including:
   - Treatment of shareholders
   - Treatment of employees
   - Treatment of customers
   - Treatment of suppliers and trade creditors
   - Treatment of financial institution creditors
   - Treatment of business competitors and dispute resolution
   - Treatment of government agencies, including tax compliance
   - Treatment of society, communities, and the environment
7. Trading of the Company's securities and the use of insider information for personal gain
8. Occupational health, safety, and working environment
9. Reliability and integrity of information
10. Data protection and confidentiality
11. Information security, information systems security, and intellectual property protection
12. Organizational management and internal control

Section 2: Code of Conduct for Directors, Executives, and Employees

1. Code of conduct for directors
2. Code of conduct for executives
3. Code of conduct for employees, including:
   - Responsibilities toward the Company
   - Responsibilities toward supervisors, subordinates, and colleagues
   - Personal conduct and professional behavior
   - Responsibilities toward customers and business partners
4. Monitoring and enforcement of compliance

5. Disciplinary actions
6. Governance and review mechanisms

Section 3: Supplier Code of Conduct

1. Compliance with laws and regulations
2. Conducting business with integrity and due diligence
3. Anti-corruption and anti-bribery practices
4. Protection of confidential information and personal data
5. Fair competition
6. Respect for intellectual property rights
7. Management of conflicts of interest
8. Employment practices and treatment of labor
9. Environmental responsibility

Communication and Implementation

The Company communicates and disseminates the Code of Conduct through the Company's website and internal intranet system, ensuring that directors, executives, and employees are informed and encouraged to comply with the established ethical standards. All executives and employees are required to study and understand the Code of Conduct in order to maintain consistent standards of professional conduct across the organization.

Governance and Review

The Nomination, Remuneration and Corporate Governance for Sustainability Committee, as delegated by the Board of Directors, is responsible for reviewing the Company's Code of Conduct on an annual basis to ensure that it remains appropriate, up to date, and aligned with the Company's business operations, applicable laws and regulations, and good corporate governance practices.

Statistics

In the past year, no cases were found in which directors or executives of the Company committed violations relating to ethical conduct.

Policy and guidelines related to business code of conduct : https://airafactoring.co.th/wp-content/uploads/2025/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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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, Preventing the misuse of inside information, Gift giving or receiving, entertainment, or business hospitality, Compliance with laws, regulations, and rules, Information and assets usage and protection, Anti-unfair competitiveness, Information and IT system security, Environmental management, Human rights, Safety and occupational health at work

Prevention of conflicts of interest

Conflict of Interest

Principle

The Company has established measures to prevent conflicts of interest by considering transactions that may involve potential conflicts of interest, related party transactions, or connected transactions. Such measures are implemented in accordance with the regulations and guidelines of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).

Practices

The Company has established the following guidelines to prevent conflicts of interest:

- Directors and employees are required to perform their duties with the best interests of the Company as the primary consideration and must always ensure that their actions do not create conflicts between their personal interests and those of the Company.
- Directors and employees must avoid any actions that may conflict with the interests of the Company, including both direct and indirect conflicts of interest. Such conflicts may arise from interactions with the Company's business partners, customers, competitors, or from the use of business opportunities or confidential information obtained through their positions as directors or employees for personal benefit. This also includes engaging in businesses that compete with the Company or undertaking external activities that may affect the performance of their duties.
- Any individual who has an interest or is connected to a transaction under consideration must disclose such relationship or interest to the Company and must abstain from participating in the consideration, decision-making process, or approval of such transaction.
- In the event that directors, employees, or connected persons have an interest in transactions with the Company, such transactions must be conducted transparently and in accordance with established governance procedures.
- Transactions involving directors, employees, or related persons must be conducted under conditions comparable to those of arm's length transactions with external parties, using fair and appropriate pricing and in accordance with normal commercial terms, as well as complying with the regulations prescribed by the Stock Exchange of Thailand.
- The Audit Committee is responsible for reviewing the appropriateness of related party transactions and transactions that may involve conflicts of interest before proposing them for approval in accordance with the applicable regulations of the Stock Exchange of Thailand.

Performance in the Past Year

- The Company strictly complied with its policies and guidelines to prevent conflicts of interest.
- The Audit Committee performed its duties in reviewing and providing opinions on related party transactions to ensure that such transactions were conducted appropriately and in accordance with good corporate governance principles and relevant regulatory requirements.
- No cases of misconduct or conflicts of interest that had an adverse impact on the Company were identified during the year.

Reference link for prevention of conflicts of interest : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Anti-corruption

Anti-Corruption Policy and Practices

The Company conducts its business based on principles of integrity, transparency, and good corporate governance. The Company has established an Anti-Corruption Policy and adopts a Zero-Tolerance Policy toward corruption in all forms. The Company also strictly complies with applicable laws and regulations in order to prevent any actions that may violate the law, business ethics, or cause damage to the Company, its shareholders, and stakeholders.

The Company requires directors, executives, and employees at all levels to uphold ethical standards in conducting business and strictly prohibits the giving or receiving of bribes, gifts, or any other inappropriate benefits, whether directly or indirectly, in order to obtain or retain business or gain an unfair competitive advantage.

In addition, the Company encourages its business partners, suppliers, and stakeholders to conduct business with the Company based on principles of transparency, fairness, and ethical business practices.

Practices

The Company has established systematic guidelines and measures to prevent corruption, including the following key practices:

- Establishing anti-corruption policies and guidelines as part of the Company's business conduct framework, and communicating such policies to directors, executives, and employees at all levels to ensure strict compliance.
- Prohibiting directors, executives, and employees from offering or accepting bribes, money, gifts, or other inappropriate benefits, whether directly or indirectly, that may influence decision-making or create unfair business advantages.
- Establishing appropriate internal control systems and risk management processes to reduce risks associated with fraud, corruption, or non-transparent conduct.
- Providing whistleblowing channels for employees and stakeholders to report suspected misconduct or corruption, along with appropriate measures to protect whistleblowers.
- Promoting an organizational culture of transparency, accountability, and ethical business conduct.

Corruption Risk Assessment and Management

The Company conducts corruption risk assessments as part of its enterprise risk management process. This assessment aims to identify potential corruption risks arising from business operations, operational processes, business transactions, and relationships with business partners and stakeholders.

The results of such risk assessments are used to develop appropriate internal control measures and preventive guidelines, ensuring that the Company's business operations remain transparent and efficient.

Oversight and Review

The Company assigns the Internal Audit function to review and evaluate the adequacy of the internal control system and to monitor compliance with the anti-corruption policy and related measures on a regular basis.

The results of such reviews are reported to the Audit Committee, which oversees the effectiveness of the Company's internal control system, risk management practices, and compliance with the anti-corruption policy.

The Audit Committee also supervises and monitors the implementation of internal control and anti-corruption measures, and the key aspects of such oversight are disclosed in the Audit Committee Report in the Company's annual report.

Anti-Corruption Awareness and Training

The Company places importance on raising awareness regarding anti-corruption practices by continuously communicating policies and guidelines to directors, executives, and employees through knowledge sharing activities and internal communication channels.

All employees are required to acknowledge and sign the Anti-Corruption Policy annually to confirm their understanding and commitment to comply with the Company's ethical standards.

During the past year, 100% of the Company's employees acknowledged and signed the Anti-Corruption Policy.

Performance in the Past Year

During the past year, the Company continuously implemented its anti-corruption policy with the following key outcomes:

- The Company strictly complied with its anti-corruption policy, and no incidents of corruption or misconduct related to corruption were identified.
- Internal control systems were regularly monitored and reviewed to ensure that corruption risk prevention measures remained adequate and effective.
- Personnel were encouraged to uphold ethical standards and transparency in conducting business.
- The Company participates in the Private Sector Collective Action Against Corruption (CAC), reflecting the Company's commitment to transparent business practices and anti-corruption efforts.

Reference link for anti-corruption : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Whistleblowing and Protection of Whistleblowers

Whistleblowing and Complaint Handling

Principle

The Company provides opportunities for its stakeholders to report whistleblowing information and complaints regarding any actions that may violate the Code of Conduct, Anti-Corruption Policy, or other Company policies. Stakeholders may submit complaints or report misconduct through the designated channels so that the Company can investigate the facts and properly consider such complaints.

The Company has established three whistleblowing channels, as follows:

Channel 1: Company Website

Through the Company's website www.airafactoring.co.th under the section "Contact Us", selecting the topic "Audit Committee" or "Compliance and Internal Audit Department."

Channel 2: Email or Direct Contact with the Compliance and Internal Audit Department

Email to the Audit Committee

: **auditcommittee@airafactoring.co.th**

Email to the Compliance and Internal Audit Department

: **internalaudit@airafactoring.co.th**

Telephone : **+66 2 657 6222**

Fax : **+66 2 657 6244**

Channel 3: Postal Mail

Compliance and Internal Audit Department
AIRA Factoring Public Company Limited
188 Spring Tower Building, 12A Floor, Unit 6–10
Phaya Thai Road, Thung Phaya Thai Sub-district
Ratchathewi District, Bangkok 10400, Thailand

For employees, complaints or suggestions may also be submitted directly to the Board of Directors or management through the Company's internal email system.

Complaint Handling Process

The Audit Committee appoints and assigns a working team to collect facts, review and analyze information, and propose appropriate measures to address any violations of the Code of Conduct or related policies.

Such findings are submitted to the Audit Committee for consideration in order to determine appropriate actions and mitigate any potential damage to affected parties. The Chairman of the Audit Committee, an independent director, or the Company Secretary will report the matter to the Board of Directors for acknowledgment.

If the complainant chooses to disclose his or her identity, the Company will also inform the complainant of the investigation results.

Whistleblower Protection Measures

Complainants, whistleblowers, and individuals who cooperate in fact-finding investigations are protected by the Company's whistleblower protection measures.

Whistleblowers may choose to remain anonymous if they believe that disclosure of their identity may result in safety concerns or potential harm. If the whistleblower discloses his or her identity, the Company will keep such information strictly confidential and disclose it only when necessary, taking into consideration the safety and protection of the whistleblower and related persons.

Appropriate protection measures will be implemented to prevent retaliation against whistleblowers or individuals who provide information.

In the event that the accused person is a member of the complaint-handling committee or has any interest related to the complaint, such person must immediately withdraw from the investigation and decision-making process.

Performance in the Past Year

During the past year, the Company strictly implemented its whistleblowing and complaint-handling policy, with systematic monitoring and verification of information received through all channels.

No incidents of fraud, misconduct, or violations of the Code of Conduct or the Anti-Corruption Policy that could adversely affect the Company were reported.

Statistics:

No whistleblowing reports or misconduct cases were received during the year.

Improvement and Prevention Measures

The Company has established preventive measures to avoid recurrence of potential complaints by strengthening operational processes and internal controls. The Company continuously improves work processes through clearly defined control guidelines and ongoing internal audit monitoring.

In addition, the Company has adopted technology and information systems to enhance monitoring processes and reduce operational risks. The Company also provides training and raises awareness among employees regarding proper conduct and compliance with established policies.

The Company promotes a transparent organizational culture where employees are encouraged to report irregularities safely and responsibly, thereby enhancing operational efficiency and reducing potential risks in the future.

Remediation for Affected Parties

The Company places importance on mitigating impacts on affected parties. The Board of Directors will consider appropriate corrective actions based on the level of damage incurred to ensure fair and reasonable resolution.

In cases where complaints involve the interests of customers, the Company may implement compensation measures or service improvements in order to address customer concerns, enhance satisfaction, and maintain long-term business relationships.

Reference link for whistleblowing and protection of whistleblowers :	https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf
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Preventing the misuse of inside information

Insider Information and Securities Trading Policy

Principle

The Company places great importance on the proper management of inside information that has not yet been disclosed to the public or information that may affect the price of the Company's securities. The Company strictly prohibits the use of such information for personal benefit or for the benefit of others in an improper manner.

The Company considers the misuse of inside information to be a serious matter and has therefore established clear measures and guidelines to prevent the inappropriate use of such information.

Practices

The Company has established the following practices regarding the use of inside information and securities trading:

- Directors, executives, and employees must avoid using inside information of the Company for personal benefit and must strictly comply with this policy, including compliance with Section 242 of the Securities and Exchange Act B.E. 2535 (as amended).
- Directors and executives as defined by the Securities and Exchange Commission (SEC), as well as employees who may have access to inside informationsuch as the Company Secretary, Investor Relations Officer, and Accounting and Finance Managerare required to report their securities trading transactions within three business days, in order to prevent insider trading and avoid any concerns regarding the appropriateness of such transactions.
- During the blackout period, all relevant persons are strictly prohibited from conducting any transactions involving the Company's securities.
- Persons who possess inside information or undisclosed information must not trade the Company's securities or disclose or use such information for personal benefit or for the benefit of others, whether directly or indirectly.
- Directors, executives, and employees should refrain from trading the Company's securities during the 30-day period prior to the disclosure of financial statements or other material information and must wait at least 48 hours after such information has been publicly disclosed before trading the Company's securities.

Performance in the Past Year

During the past year, the Company Secretary communicated via email to directors, executives, and employees, reminding them to avoid using undisclosed information or information that may affect the price of the Company's securities for personal benefit or for the benefit of others.

Such notification was sent during the 30-day period prior to the disclosure of financial statements or other significant information, and all relevant persons were advised to wait at least 48 hours after public disclosure before trading the Company's securities.

Statistics

During the past year, no violations relating to the misuse of inside information were identified.

Reference link for misuse of inside information : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Gift giving or receiving, entertainment, or business hospitality

Gifts, Hospitality, and Donations

The Company conducts its business based on principles of transparency, integrity, and ethical business conduct. The Company strictly prohibits requesting or accepting any benefits from customers or business partners in exchange for performing duties or providing preferential treatment.

Directors, executives, and employees must not offer or accept gifts, entertainment, hospitality, or other benefits of significant value that may create expectations of improper return benefits or influence business decisions in a manner inconsistent with the Company's ethical standards.

In addition, any donations or sponsorships must be conducted in accordance with the Company's established policies and procedures to ensure that all such activities are transparent, ethical, and free from hidden benefits or conflicts of interest.

Practices

The Company has established the following guidelines:

- Directors, executives, and employees must not request any benefits from customers or business partners in return for performing their duties.
- Directors, executives, and employees must not give or accept hospitality, benefits, or gifts of significant value, or any form of benefit that may cause them to act improperly or deviate from the Company's standard practices or ethical principles.
- Donations and sponsorships must strictly comply with the Company's policies and procedures on donations and sponsorships to ensure transparency and proper governance.

Reference link for gift giving or receiving, entertainment, or business hospitality : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Compliance with laws, regulations, and rules

Compliance with Laws and Good Corporate Governance Principle

The Company is committed to conducting its business in full compliance with applicable laws, relevant regulations, the Company's policies and operational procedures, as well as the principles of good corporate governance.

Practices

The Company has established the following guidelines to ensure compliance:

- Directors, executives, and employees are required to perform their duties with integrity, honesty, and a strong sense of responsibility in conducting business.
- The Company strictly complies with applicable laws, regulatory requirements, rules and regulations of relevant authorities, and the Company's internal policies and procedures.
- The Company has established a compliance function responsible for overseeing adherence to applicable laws and regulatory requirements. This function operates independently from the Company's management and is provided with adequate personnel and resources to perform its duties effectively.
- The Company regularly monitors and reviews compliance with laws, regulatory requirements, and the Company's policies and procedures. Appropriate management measures, corrective actions, and preventive mechanisms are implemented to ensure compliance with legal requirements and good corporate governance principles.

Reference link for compliance with laws, regulations, and rules :	https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf
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Information and assets usage and protection

Confidential Information and Personal Data Protection

Principle

Confidential information refers to non-public information or any information that, if disclosed to the public or obtained by competitors, may cause significant damage to the Company. Such confidential information also includes any information provided to the Company by customers and business partners, regardless of its form.

The Company recognizes the importance of protecting confidential information and personal data and is committed to ensuring that such information is handled with appropriate care and in accordance with applicable laws and regulations.

Practices

The Company has established the following guidelines for the protection and management of confidential information and personal data:

- Personal data is collected and processed only for specific purposes, within appropriate scope, and through lawful and fair means, and only to the extent necessary for providing services.
- Personal data is used and disclosed in accordance with the terms of service and with the consent of the customer, and the use of such information must be consistent with the purposes communicated to the customer. The Company does not use personal data beyond the purposes for which consent has been obtained.
- Personal data is retained only for the period necessary to achieve the purposes communicated to customers, including the duration of contractual relationships or legal obligations.
- The Company has implemented appropriate information security measures to protect personal data and confidential information from loss, unauthorized access, destruction, misuse, alteration, modification, or unlawful disclosure.
- Such measures are implemented in accordance with the Company's Cybersecurity and Information Security Policy to prevent unauthorized use or disclosure of personal data.

Reference link for information and assets usage and protection : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Anti-unfair competitiveness

Fair Competition

Principle

The Company conducts its business under the principles of free and fair competition, operating within the framework of applicable laws and regulations governing business competition.

Practices

The Company has established the following guidelines regarding fair competition:

- The Company shall not defame, take unfair advantage of, or damage the reputation of competitors through false accusations, misleading information, or unfair attacks against competitors.
- The Company shall not seek or obtain confidential information of competitors through dishonest or inappropriate means, such as offering incentives to employees of competitors in exchange for confidential information.
- The Company may cooperate with competitors in ways that are beneficial to customers and the industry as a whole. However, such cooperation must not result in actions that reduce or restrict fair market competition or create disadvantages for customers.
- The Company's personnel must exercise caution when interacting with competitors and their personnel. Under no circumstances shall confidential information of the Company or customer information be disclosed to competitors.
- In the event of a dispute with competitors, the Company shall establish appropriate mechanisms to resolve or mediate such disputes in a fair and lawful manner.

Reference link for anti-unfair competitiveness : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Information and IT system security

Information Security and Intellectual Property

Principle

The Company recognizes the importance of information, information systems, and intellectual property as key factors that support efficient business operations. The Company is also aware of potential risks arising from information security threats and therefore emphasizes maintaining the security, reliability, and integrity of its information technology operations.

The Company is committed to implementing appropriate measures to safeguard information systems and intellectual property in order to ensure secure and reliable business operations.

Practices

The Company has established the following practices:

- Establishing and implementing an Information Security Policy to ensure the protection and proper management of the Company's information systems.
- Prohibiting the disclosure of material business information to unauthorized persons or parties not related to the Company's operations.
- Prohibiting the misuse of the Company's information systems in any manner that may damage the Company's reputation, assets, or negatively affect its business operations.
- Ensuring compliance with applicable laws and regulations relating to intellectual property rights and copyright protection, and preventing any infringement of such rights.

Reference link for information and IT system security : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Environmental management

Social Responsibility and Sustainable Development

Principle

The Company is committed to becoming an organization that promotes sustainable development, creating economic value while minimizing environmental impacts and improving the quality of life for society. The Company conducts its business under the principles of good corporate governance and ethical business practices, while continuously supporting activities that contribute to communities and society.

In conducting its business operations, the Company emphasizes social responsibility and carefully considers any actions that may affect public interest.

Practices

The Company has established the following practices:

- The Company regularly undertakes and supports activities that benefit communities and society, both through initiatives organized by the Company and through cooperation with government agencies and local communities, with the aim of enhancing the quality of life within the community.
- The Company places importance on workplace safety and environmental management, ensuring that its operations do not create adverse impacts on nearby communities. Employees are also encouraged to develop awareness and responsibility toward society and the environment.
- The Board of Directors has established a Sustainability Policy and sustainability guidelines to support responsible business practices and long-term sustainable development.
- The Company encourages employee participation in social and environmental responsibility initiatives to foster a culture of sustainability throughout the organization.

Reference link for environmental management : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Human rights

Human Rights Policy and Practices

Human Rights Policy

The Company places importance on respecting human rights of all stakeholder groups and conducts its business in accordance with the principles of good corporate governance, business ethics, and social responsibility. The Company complies with relevant laws and regulations relating to labor protection, personal data protection, and non-discrimination.

The Company is committed to conducting business with respect for human dignity, equality, and fundamental rights, taking into consideration stakeholders involved throughout the Company's business operations, including employees, customers, business partners, and other relevant stakeholders.

Human Rights Risk Prevention and Mitigation Measures

The Company has established policies and governance mechanisms to prevent human rights violations, covering the following key areas:

1. **1. Fair Treatment of Labor**

The Company promotes employment and human resource management based on competence, equality, and fairness, without discrimination in recruitment, employment, compensation, or promotion.

1. **2. Prohibition of Child Labor and Forced Labor**

The Company does not support the use of child labor or forced labor in any form and strictly complies with applicable labor laws. The Company also encourages its business partners to adhere to the same principles.

1. **3. Equality and Non-Discrimination**

The Company treats employees and stakeholders fairly and equally, without discrimination based on gender, age, race, religion, political views, health condition, or other factors as defined by law. The Company also promotes an organizational culture that respects diversity.

1. **4. Prevention of Workplace Harassment**

The Company is committed to maintaining a safe and respectful working environment by establishing measures to prevent and address harassment in all forms, including physical, verbal, psychological, and sexual harassment.

1. **5. Employee Welfare and Occupational Safety**

The Company provides appropriate employee welfare in accordance with labor law standards and places importance on occupational health and safety, ensuring that employees can work in a safe environment with a good quality of life.

1. **6. Human Rights Awareness**

The Company promotes awareness of human rights principles through communication and training programs for employees on human rights, business ethics, and the prevention of human rights violations, fostering an organizational culture that respects the rights of others.

Measures to Prevent Human Rights Violations

The Company has implemented measures to prevent and manage risks related to potential human rights violations in its business operations, including:

- Establishing clear policies and guidelines on human rights and business ethics
  versight through the Company's internal control system
  Promoting knowledge and awareness of human rights among employees
  Establishing channels for complaints and whistleblowing related to human rights violations
  Conducting investigations, implementing corrective actions, and establishing preventive measures to avoid recurrence

Complaint Mechanism and Whistleblower Protection

The Company has established channels for receiving complaints or whistleblowing reports regarding actions that may involve human rights violations, corruption, or unethical conduct. Employees and stakeholders may report concerns through the Company's designated channels.

The Company places importance on protecting whistleblowers by ensuring confidentiality of information and implementing measures to prevent retaliation or harassment. Complaints are investigated through a fair, transparent, and verifiable process.

Remediation Measures

If incidents related to human rights violations are identified, the Company will conduct a fair and transparent investigation and implement corrective and preventive measures to prevent recurrence. The Company may also provide appropriate remedial support or assistance to affected parties, where applicable.

Human Rights Complaint Statistics

During the past year, no complaints or legal cases related to human rights violations were reported in the Company's business operations.

Future Development on Human Rights Management

Although no human rights complaints were received during the past year, the Company remains committed to continuously improving its human rights management practices. The Company plans to develop a Human Rights Risk Assessment process in order to strengthen human rights due diligence across its business operations in the future.

Reference link for human rights : https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf

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Safety and occupational health at work

Principles:

The company prioritizes the health and safety of its employees, which is a crucial factor in fostering morale and efficient, high-quality operations. Therefore, the company is committed to developing a safety, occupational health, and working environment management system that complies with relevant laws and regulations.

Practices:

• Support and promote the improvement of the work environment and safe work practices, including the good health and hygiene of all employees.
• Enhance the knowledge and awareness of all employees to work safely and maintain good occupational hygiene.
• Support and promote workplace safety activities to maximize practical outcomes for all parties.

Reference link for safety and occupational health at work :	https://airafactoring.co.th/wp-content/uploads/2024/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf
Page number of the reference link :	13/25

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 :	Yes

Process for Promoting Compliance with the Code of Conduct

The Company has established a systematic approach to promote strict compliance with the Code of Conduct among directors, executives, and employees. Clear roles and responsibilities are defined at each level of the organization as follows:

1. Acknowledgement and Compliance with the Code of Conduct

- It is the duty and responsibility of all directors, executives, and employees to acknowledge, understand, and strictly comply with the Company's Code of Conduct.
- The Code of Conduct is considered a mandatory disciplinary framework. Any violation of the Code of Conduct is regarded as a breach of the Company's policies and ethical standards and may result in disciplinary actions in accordance with the Company's work regulations.

2. Role of Executives in Oversight

- Executives at all levels are responsible for supervising and encouraging employees under their supervision to acknowledge, understand, and strictly comply with the Company's Code of Conduct.

3. Consultation and Guidance Channels

- In the event of uncertainty regarding compliance with the Company's Code of Conduct, employees may seek guidance directly from their supervisors.
- Employees may also consult the Compliance and Internal Audit Department, which is responsible for providing clarification and guidance on appropriate practices.

4. Review and Monitoring of Compliance

- Management is responsible for reviewing the Code of Conduct and considering appropriate mechanisms for monitoring compliance.
- The Code of Conduct is reviewed and updated annually to ensure its relevance to changes in the business environment. Any revisions will be proposed to the Board of Directors for consideration and approval.
- In the event of any changes, management must submit the proposed revisions to the Board of Directors for approval and ensure timely implementation.

5. Oversight and Monitoring

- The Audit Committee is responsible for overseeing and monitoring the implementation of the Code of Conduct.
- The Compliance and Internal Audit Department regularly reviews the Company's internal control systems and operational processes to ensure compliance with the Code of Conduct.
- The Compliance and Internal Audit Department will discuss audit findings with relevant parties to determine appropriate corrective actions and report the results to management and the Audit Committee accordingly.

Performance in 2025

In 2025, the Company continuously communicated and promoted awareness of business ethics and the Code of Conduct to directors, executives, and employees.

- 100% of the Board of Directors received communication regarding the Company's Code of Conduct.
- 100% of executives and employees received communication and guidance regarding the Code of Conduct.

During the year, no cases of misconduct relating to the Company's business ethics were identified.

Reference link for the process of promotion for the board of directors, executives, and employees to comply with the business code of conduct :	https://airafactoring.co.th/wp-content/uploads/2025/12/1.1-%E0%B8%88%E0%B8%A3%E0%B8%A3%E0%B8%A2%E0%B8%B2%E0%B8%9A%E0%B8%A3%E0%B8%A3%E0%B8%93%E0%B8%98%E0%B8%B8%E0%B8%A3%E0%B8%81%E0%B8%B4%E0%B8%88.pdf
Page number of the reference link :	21/25

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

6.3 Material changes and developments in policy and corporate governance system over the past year

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

In the past year, did the company review the corporate governance policy and guidelines, or board of directors' charter	:	Yes
Material changes and developments in policy and guidelines over the past year	:	Yes

Review of Corporate Governance Charters, Policies, and Practices

In 2025, the Company continued to strengthen its corporate governance framework by conducting annual reviews of the Board Charter, corporate governance policies, and related practices, as well as reviewing them whenever necessary. This ensures that such governance documents remain appropriate, up to date, and aligned with applicable laws, regulatory requirements, and the Corporate Governance Code for Listed Companies 2017 (CG Code).

During the year, the Company conducted an annual review of the Board of Directors Charter and the charters of its subcommittees. The review concluded that the contents remained comprehensive and appropriately reflected the roles, duties, and responsibilities of the Board of Directors in accordance with good corporate governance practices. Therefore, it was deemed appropriate to maintain the existing charters without amendment. The results of the review were subsequently submitted to the Board of Directors for consideration and acknowledgement in accordance with the established procedures.

In addition, the Company conducted annual reviews of all corporate governance-related policies. In 2025, several key policies were reviewed and enhanced to further strengthen the Company's governance framework. These included improvements to the Whistleblowing and Complaint Handling Policy to enhance clarity, transparency, and practical implementation, in preparation for the Company's second renewal of certification under the Private Sector Collective Action Against Corruption (CAC).

The Company also established a Disclosure and Investor Relations Policy, and revised the Management Succession Planning Policy to ensure alignment with the Company's governance framework and international best practices.

With regard to governance mechanisms, the Company reviewed and improved key governance tools, including the Board of Directors' performance evaluation form and the Chief Executive Officer performance evaluation form, as well as the Board Skill Matrix, to align with disclosure requirements under the 56-1 One Report framework. These improvements enhance the effectiveness of board oversight, performance evaluation, and systematic board development.

The annual review of charters, policies, and governance practices reflects the Company's strong commitment to continuously improving its corporate governance framework, enhancing governance standards in accordance with the CG Code, and strengthening confidence among shareholders, investors, and all stakeholders.

6.3.2 Implementation of the CG Code for listed companies

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

Adoption of the Corporate Governance Code (CG Code)

In 2025, the Board of Directors adopted the Corporate Governance Code for Listed Companies (CG Code) issued by the Securities and Exchange Commission (SEC) as a key framework for corporate governance, policy formulation, and oversight of the Company's operations on an ongoing basis. This is to ensure that the Company's management is conducted with transparency, accountability, and due regard for the rights of shareholders and all stakeholder groups, while supporting the Company's sustainable and long-term growth.

The Board of Directors regularly reviews the implementation of the CG Code and has assigned the management team and relevant Board Committees to monitor the progress of such implementation and report to the Board of Directors as appropriate. The Company has adopted the CG Code principles in most respects, particularly in the following key areas:

1. Protection of shareholder rights and equitable treatment of shareholders
2. Roles toward stakeholders and sustainable business development
3. Disclosure of information and transparency
4. Responsibilities of the Board of Directors

1. Shareholder Rights and Equitable Treatment of Shareholders

The Company promotes the full exercise of shareholder rights without restriction or infringement. Shareholders are provided with appropriate, sufficient, and timely information and are able to participate in meetings, vote, and express opinions on an equitable basis.

Shareholders have the right to participate in decision-making on significant matters of the Company, including dividend payments, appointment or removal of directors, determination of directors' remuneration, appointment and remuneration of auditors, and approval of significant transactions in accordance with applicable laws and regulations.

2025 Annual General Meeting of Shareholders (E-AGM)

The Company held the 2025 Annual General Meeting of Shareholders on Monday, 21 April 2025 at 10:00 a.m. via electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and related laws. This approach facilitated convenient participation and ensured that shareholders could exercise their rights thoroughly and equitably.

Advance Notice of Meeting and Supporting Documents

The notice of the meeting dated 13 March 2025, together with complete supporting documents, was delivered to shareholders in advance. Such documents included the Annual Registration Statement / Annual Report (56-1 One Report) in QR Code format, information on director nominees, qualifications of independent directors, the list of independent directors available for proxy appointment, relevant articles of association, and proxy forms A and B. These materials were also published on the Company's website to provide shareholders with sufficient time to review the information before making decisions.

Record Date

The Company determined 4 March 2025 as the Record Date for shareholders entitled to attend the 2025 Annual General Meeting of Shareholders.

Facilitation of Meeting Participation, Proxy Appointment, and Voting

The Company provided shareholders with the ability to attend the meeting and vote via the IR PLUS AGM system through both Mobile Application and Web Application platforms. Clear procedures for registration, identity verification,

and voting instructions were provided to ensure that shareholders could exercise their rights accurately, conveniently, and efficiently.

Shareholder Proposal of Agenda and Director Nomination

The Company provided shareholders with the opportunity to propose meeting agenda items and nominate qualified candidates for election as directors in advance in accordance with the established criteria. Information regarding such rights was disclosed through the Company's investor relations channels. However, no shareholder proposed any agenda items for the 2025 Annual General Meeting.

Transparency During and After the Meeting

The Company prepared and disclosed the minutes of the shareholders' meeting through a transparent and verifiable process. The minutes of the 2025 Annual General Meeting clearly specified the date, time, and format of the meeting conducted via electronic means, allowing shareholders to review and monitor the meeting outcomes appropriately.

2. Roles Toward Stakeholders and Sustainable Business Development

The Company recognizes the importance of all stakeholder groups throughout the business value chain and has established clear guidelines for the treatment of stakeholders under its corporate governance policy. This ensures that each stakeholder group is treated fairly and appropriately in accordance with their rights, obligations, and agreements.

The Board of Directors and relevant management oversee and monitor the implementation of such policies and practices.

The Company has established channels for receiving feedback, suggestions, and complaints through appropriate, transparent, and verifiable mechanisms. The information obtained is analyzed and utilized to continuously improve operational processes, service quality, and management practices, thereby supporting responsible and sustainable business operations in the long term.

3. Disclosure of Information and Transparency

The Company places importance on the accurate, complete, transparent, and timely disclosure of both financial and non-financial information through accessible and reliable channels, including the Stock Exchange of Thailand, the Annual Registration Statement / Annual Report (56-1 One Report), and the Company's website in both Thai and English.

This ensures that shareholders and investors have sufficient information for informed decision-making.

The Company has also established clear procedures and practices for information disclosure in both normal and urgent situations under the oversight of the Board of Directors and relevant management to ensure fairness, equal access, and compliance with applicable laws and regulatory requirements.

4. Responsibilities of the Board of Directors

The Board of Directors determines the term of office of directors in accordance with the Company's Articles of Association and oversees that Board meetings are conducted in an appropriate manner. Notices of meetings, agendas, and supporting documents are distributed in advance to allow directors sufficient time to review information and provide thoughtful input.

The Board places significant emphasis on strategic oversight, performance monitoring, and risk management. It also oversees the management of conflicts of interest by requiring directors or executives with vested interests to disclose

such interests prior to consideration and abstain from voting on related agenda items. Such disclosures are recorded in the meeting minutes.

In addition, the Company promotes orientation programs for newly appointed directors to ensure that they have a clear understanding of their roles and responsibilities, key policies, and the Company's business operations. This enables them to perform their duties effectively and in line with good corporate governance principles.

Areas Where the Company Has Not Fully Adopted Certain CG Code Principles

In 2025, the Company considered the adoption of the CG Code principles in alignment with its organizational structure and operational context. However, certain principles have not been fully adopted, with explanations as follows:

1. Independent Directors Serving More Than 9 Years

The Company has not imposed a limitation that independent directors must serve no longer than nine years. The Board of Directors considers that tenure alone does not necessarily diminish independence, provided that independent directors continue to perform their duties and provide opinions independently without conflicts of interest.

All independent directors of the Company continue to possess qualifications in accordance with the Company's criteria and the regulations of the Capital Market Supervisory Board, and they bring valuable knowledge, expertise, and experience to the Company's governance and business operations.

2. Prior Notification of Securities Trading by Directors and Senior Executives

The Company does not require directors and senior executives to notify the Board of Directors at least one business day in advance before trading the Company's securities. Nevertheless, directors and executives are required to strictly comply with all relevant laws, regulations, and supervisory requirements, including the Company's policy on the use of inside information and reporting of securities transactions as required by law.

3. Disclosure of Chief Executive Officer Remuneration

The Company does not disclose the remuneration of the Chief Executive Officer separately from that of other senior executives. Instead, remuneration is presented on an aggregated basis in accordance with the Company's management structure, remuneration policy, and disclosure practices.

However, executive remuneration is considered and overseen by the relevant Board Committee in accordance with established principles to ensure appropriateness and fairness.

6.3.3 Other corporate governance performance and outcomes

Corporate Governance Recognition

In 2025, the Board of Directors continued to place strong emphasis on promoting and enhancing good corporate governance practices. The Company remains committed to operating under the principles of transparency, accountability, fairness, and consideration of all stakeholder groups. The Company has systematically integrated good corporate governance principles into its policies, governance processes, and operational practices to ensure alignment with regulatory requirements and internationally recognized best practices.

As a result of these ongoing efforts, the Company has continuously received positive evaluations and recognition in corporate governance from external organizations. These recognitions reflect the strength of the Company’s governance structure and its consistent adherence to good corporate governance principles. In 2025, the Company received the following notable recognitions:

AGM Checklist Assessment

The Company achieved a full score of 100 points in the 2025 Annual General Meeting Quality Assessment Program (AGM Checklist). The assessment was organized by the Thai Investors Association (TIA) in collaboration with the Securities and Exchange Commission (SEC) and the Thai Listed Companies Association (TLCA).

This recognition reflects the Company's commitment to conducting shareholder meetings with transparency, fairness, and efficiency, while facilitating shareholders' ability to exercise their rights fully and equitably.

Corporate Governance Report (CGR)

The Company received an "Excellent" rating with a 5-Star symbol in the Corporate Governance Report of Thai Listed Companies (CGR) 2025, conducted by the Thai Institute of Directors Association (IOD).

The Company has maintained this 5-Star Excellent rating for six consecutive years, demonstrating its consistent commitment to maintaining high standards of corporate governance and effective governance practices.

The above recognitions reflect the strong commitment of the Board of Directors, management, and employees at all levels to continuously enhance the Company's corporate governance standards in line with international practices. This commitment aims to strengthen confidence among shareholders, investors, and all stakeholders while supporting the Company's stable and sustainable long-term growth.

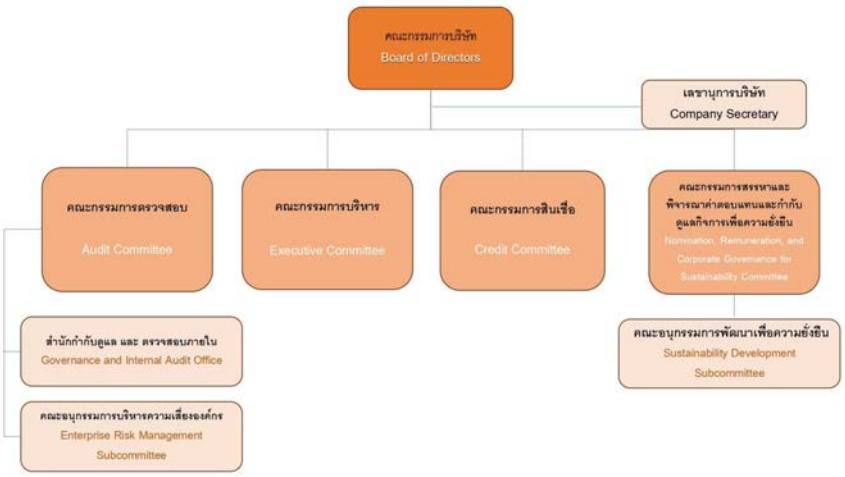
7. Corporate governance structure and significant information related to the board of directors, subcommittees, executives, employees, and others

7.1 Corporate governance structure

Corporate governance structure diagram

Corporate governance structure as of date : 31 December 2025

Corporate governance structure diagram



Corporate Governance Structure

7.2 Information on the board of directors

7.2.1 Composition of the board of directors

The Board of Directors consists of 10 directors, who are qualified individuals with knowledge, capabilities, expertise, and experience beneficial to and aligned with the Company's business operations. Their areas of expertise include finance, banking, accounting, economics, strategic management, law, information technology, and sustainable business development (ESG). This enables the Board to effectively oversee and provide strategic guidance to the management.

The composition of the Board of Directors is appropriate and complies with the notifications of the Capital Market Supervisory Board and the regulations of the Stock Exchange of Thailand. The Board reflects diversity in professional skills, areas of expertise, age, gender, and experience, which supports well-rounded perspectives and prudent decision-making in corporate governance.

To ensure appropriate checks and balances in overseeing management, the Company appoints independent directors comprising not less than one-third of the total number of directors and not fewer than three persons. The Company has also established an Audit Committee, consisting of at least three independent directors, with at least one member possessing knowledge and experience in accounting or finance. The Audit Committee performs its duties in accordance with the regulations of the Stock Exchange of Thailand and applicable laws.

In addition, the Company has clearly defined the management structure and the delegation of authority between the Board of Directors and the management. The Board is responsible for setting policies, strategic directions, and overseeing the Company's operations, while management is responsible for day-to-day operations within the scope of authority delegated by the Board. This structure ensures that the Company's management is conducted efficiently, transparently, and with proper accountability.

	Number (persons)	Percent (%)
Total directors	**10**	**100.00**
Male directors	6	60.00
Female directors	4	40.00
Executive directors	1	10.00
Non-executive directors	9	90.00
Independent directors	5	50.00
Non-executive directors who have no position in independent directors	4	40.00

7.2.2 The information on each director and controlling person

The Company discloses information on the Board of Directors and controlling persons on an individual basis to reflect the directors' qualifications, knowledge, capabilities, independence, and diversity in terms of skills, expertise, gender, and age. These factors are essential for effective corporate governance in a non-bank financial institution and for the

operation of the factoring business, which requires prudent risk management, sound judgment, and a high standard of governance.

The Company discloses the name of the Chairman of the Board, the list of directors, and the controlling persons of the Company, clearly indicating the status of each director, including independent directors, audit committee members, and members of various board committees. Key background information is also provided, such as age, gender, nationality, educational background, work experience, areas of expertise, and positions held in other organizations. This disclosure enables investors to comprehensively assess the appropriateness of the Board composition, as well as the roles and responsibilities of the Board in overseeing the Company and supporting its sustainable growth.

The composition of the Board reflects a diversity of skills and experience aligned with the Company's business nature, including finance and accounting, risk and credit management, corporate governance, legal affairs, information technology, and sustainable business development (ESG). Such diversity strengthens the Board's ability to effectively oversee and balance the management's operations.

List of the board of directors

List of directors	Position	First appointment date of director	Skills and expertise
1. Mr. SORASIT SOONTORNKES Gender: Male Age : 73 years Highest level of education : Master's degree Study field of the highest level of education : Accounting 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 : Yes	Chairman of the board of directors (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	14 May 2018	Banking, Finance, Audit, Business Administration, Strategic Management

List of directors	Position	First appointment date of director	Skills and expertise
2. Mr. POONSAK THIAPAIRAT Gender: Male Age : 61 years Highest level of education : Master's degree Study field of the highest level of education : Finance 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 : No **Shareholding in a company** • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**) : 0 Shares (0.000000 %)	Director (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Continuing director (Full term of directorship and being re-appointed as a director)	25 Feb 2004	Governance/ Compliance, Strategic Management, Leadership, Business Administration, Corporate Social Responsibility
3. Mr. VISIT VONGRUAMLARP Gender: Male Age : 76 years Highest level of education : Bachelor's degree Study field of the highest level of education : Accounting Thai nationality : Yes Residence in Thailand : Yes Family relationship between directors and executives : Doesn't Have Legal offenses in the past 5 years (*) : Doesn't Have DAP course : Yes DCP course : Yes	Director (Non-executive directors) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	29 Apr 2011	Banking, Finance, Strategic Management, Leadership, Corporate Management

List of directors	Position	First appointment date of director	Skills and expertise
4. Mrs. YAJAI PATTANASUKWASUN Gender: Female Age : 67 years Highest level of education : Master's degree Study field of the highest level of education : Political Science 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 : Yes **Shareholding in a company** • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**) : 0 Shares (0.000000 %)	Director (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	14 Aug 2014	Banking, Law, Accounting, Audit, Governance/ Compliance

List of directors	Position	First appointment date of director	Skills and expertise
5. Mrs. NALINEE NGAMSETTAMAS Gender: Female Age : 66 years Highest level of education : Doctoral degree Study field of the highest level of education : Finance 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 : No **Shareholding in a company** • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**) : 0 Shares (0.000000 %)	Director (Non-executive directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Continuing director (Full term of directorship and being re-appointed as a director)	10 Nov 2016	Business Administration, Leadership, Strategic Management, Finance, Banking
6. Mr. KUNAKORN MAKCHAIDEE Gender: Male Age : 70 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 : Yes	Director (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	10 Nov 2016	Risk Management, Strategic Management, Banking, Business Administration, Finance

List of directors	Position	First appointment date of director	Skills and expertise
7. Mr. AKRAWIT SOOKSAI Gender: Male Age : 52 years Highest level of education : Master's degree Study field of the highest level of education : Economics 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 **Shareholding in a company** • Direct shareholding : 0 Shares (0.000000 %) • Shareholding by persons related to directors, executives according to Section 59 (**) : 0 Shares (0.000000 %)	Director (Executive Directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Existing director	5 Jul 2018	Banking, Risk Management, Strategic Management, Business Administration, Governance/ Compliance
8. Police Lieutenant Colonel NAVAPOL DAMRONGPONG Gender: Male Age : 67 years Highest level of education : Master's degree Study field of the highest level of education : Political Science 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 : No	Director (Non-executive directors, Independent director) Authorized directors as per the company's certificate of registration : No Type of director : Existing director	12 May 2020	Leadership, Strategic Management, Audit, Risk Management, Sustainability

List of directors	Position	First appointment date of director	Skills and expertise
9. Mrs. PORNPILAIB BURASAI Gender: Female Age : 63 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 : No	Director (Non-executive directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Continuing director (Full term of directorship and being re-appointed as a director)	15 Nov 2023	Business Administration, Banking, Strategic Management, Finance, Sustainability
10. Mrs. Ladavan Tanatanit Gender: Female Age : 80 years Highest level of education : Master's degree Study field of the highest level of education : Finance 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 : Yes	Director (Non-executive directors) Authorized directors as per the company's certificate of registration : Yes Type of director : Existing director	1 Mar 2011	Change Management, Banking, Risk Management, Law, Data Management

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.

Diagram of the board of directors

Board of Directors

Mr. Sorasit Soontornkes
Independent Director

Chairman of the Board of Directors

Mrs. Yajai Pattanasukwasun
Independent Director

- Chairman of Audit Committee
- Member of Nomination, Remuneration, and Corporate Governance for Sustainability

Mr. Poonsak Thiapairat
Independent Director

- Chairman of the Nomination, Remuneration, and Corporate Governance for Sustainability
- Member of Audit Committee

Mr. Kunakorn Makchaidee
Independent Director

Member of Audit Committee

Admiral Navapol Damrongpong
Independent Director

Director

Mr. Akrawit Sooksai
Authorized Director

- Chief Executive Officer
- Member of Executive Committee
- Member of Credit Committee

Mrs. Nalinee Ngamsettamas
Authorized Director

- Member of Executive Director
- Member of Nomination, Remuneration, and Corporate Governance for Sustainability

Mr. Visit Vongruamlarp
Non-Executive Director

Director

Mrs. Ladavan Tanatanit
Authorized Director

Director

Mrs. Pornpilai Burasai
Authorized Director

Director

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. SORASIT SOONTORNKES	Chairman of the board of directors		✓	✓		
2. Mr. POONSAK THIAPAIRAT	Director		✓	✓		
3. Mr. VISIT VONGRUAMLARP	Director		✓		✓	
4. Mrs. YAJAI PATT ANASUKWASUN	Director		✓	✓		
5. Mrs. NALINEE NGAMSETTAMAS	Director		✓		✓	✓
6. Mr. KUNAKORN MAKCHAIDEE	Director		✓	✓		
7. Mr. AKRAWIT SOOKSAI	Director	✓				✓
8. Police Lieutenant Colonel NAVAPOL DAMRONGPONG	Director		✓	✓		
9. Mrs. PORNPILAIB BURASAI	Director		✓		✓	✓
10. Mrs. Ladavan Tanatanit	Director		✓		✓	✓
Total (persons)		**1**	**9**	**5**	**4**	**4**

Changes in Securities Holdings of Directors and Executives During the Year

No.	Name–Surname	Position	Shares at Beginning of Year	Increase	Decrease	Shares at End of Year	Direct Shareholding	Indirect Shareholding
1	Mr. Sorasit Soontornkes	Chairman of the Board	–	–	–	–	None	None
2	Mr. Kunakorn Makchaidee	Director / Audit Committee Member	12,000,000	–	–	12,000,000	12,000,000 shares (0.75%)	None
3	Mrs. Yajai Pattanasukwasun	Director / Chairman of the Audit Committee / Member of the Nomination, Remuneration and Corporate Governance for Sustainability Committee	–	–	–	–	None	None
4	Mr. Poonsak Thiapairat	Director / Audit Committee Member / Chairman of the Nomination, Remuneration and Corporate Governance for Sustainability Committee	–	–	–	–	None	None
5	Mrs. Ladavan Tanatanit	Director	–	–	–	–	None	None
6	Mr. Visit Vongruamlarp	Director	–	–	–	–	None	None
7	Mrs. Nalinee Ngamsettamas	Director / Executive Director	–	–	–	–	None	None

8	Admiral Navapol Damrongpong	Director	–	–	–	–	None	None
9	Mrs. Pornpilai Burasai	Director	–	–	–	–	None	None
10	Mr. Akrawit Sooksai	Director / Executive Director / Credit Committee Member / Chief Executive Officer	–	–	–	–	None	None
11	Mr. Chanon Chotvijit	Chairman of the Executive Committee	–	–	–	–	None	None
12	Mr. Ekawat Piriyawarasakul	Executive Committee Member	–	–	–	–	None	None
13	Mr. Piroon Paireepairit	Executive Committee Member	–	–	–	–	None	None
14	Mr. Chan Weng Meng	Executive Committee Member	–	–	–	–	None	None
15	Mrs. Nongluk Chantarasombat	Chairman of the Credit Committee	–	–	–	–	None	None
16	Mr. Suthiporn Tanthikul	Credit Committee Member	–	–	–	–	None	None
17	Mr. Watana Sangvongmai	Credit Committee Member	–	–	–	–	None	None

18	Mr. Pongsakorn Sangvijit	Managing Director	–	–	–	–	None	None
19	Mr. Pattawut Veerapradit	Assistant Managing Director – Finance and Administration	–	–	–	–	None	None
20	Mr. Pipob Jirawongsakorn	Assistant Managing Director – Credit Operations	–	–	–	–	None	None
21	Mr. Sirisak Borisuitsawat	Assistant Managing Director – Risk Management and Debt Resolution	–	–	–	–	None	None
22	Mr. Sirivat Nuntagowit	Assistant Managing Director – Information Technology	–	–	–	–	None	None
23	Ms. Watcharaporn Ngampradit	Assistant Managing Director – Credit and Marketing	–	–	–	–	None	None
24	Ms. Pornsiri Kusolputchong	Company Secretary and Investor Relations	–	–	–	–	None	None
25	Ms. Cholathorn Chaidaeng	Director of Accounting and Finance	–	–	–	–	None	None
26	Ms. Somjai Amornchainoppakun	Head of Compliance and Internal Audit	–	–	–	–	None	None

Overview of director skills and expertise

Skills and expertise	Number (persons)	Percent (%)
1. Banking	8	80.00
2. Law	2	20.00
3. Accounting	1	10.00
4. Finance	5	50.00
5. Corporate Social Responsibility	1	10.00
6. Sustainability	2	20.00
7. Data Management	1	10.00
8. Corporate Management	1	10.00
9. Change Management	1	10.00
10. Leadership	4	40.00
11. Strategic Management	8	80.00
12. Risk Management	4	40.00
13. Audit	3	30.00
14. Governance/ Compliance	3	30.00
15. Business Administration	6	60.00

Information about the other directors

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

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

The measures for balancing the power between the board of directors and the Management :	Yes
Methods of balancing power between the board of directors and Management :	Appointing an independent director to jointly consider the agenda of the board of directors' meeting

The Company places importance on good corporate governance and maintaining an appropriate balance of power between the Board of Directors and the Management to ensure that policy formulation, oversight, and management are conducted with transparency, fairness, and accountability. To this end, the Company has clearly established its governance structure and checks and balances mechanisms in the Corporate Governance Policy and the Charter of the Board of Directors.

The Chairman of the Board is an Independent Director and does not serve as an executive director, nor is he involved in the Company's day-to-day management. The Chairman performs the role of leading the Board in overseeing the Management's performance independently, in line with the principle of separating the roles of policy oversight and management functions. This structure helps prevent the concentration of authority and strengthens the independence of the Board's judgment.

The Board of Directors comprises a total of 10 directors, including 5 independent directors. This composition enhances the system of checks and balances within the Board and supports prudent and impartial deliberation and decision-making on key matters of the Company, taking into account the best interests of the Company and its shareholders as a whole.

In addition, in accordance with the Corporate Governance Policy and the Charter of the Board of Directors, the Chairman of the Board participates in setting the agenda for Board meetings together with the Chief Executive Officer. All directors are given the opportunity to propose agenda items for Board consideration to ensure that meetings adequately address key issues relating to strategy, governance, risk oversight, and monitoring of the Management's performance.

These measures enable the Company to maintain an effective balance of power between the Board of Directors and the Management, in alignment with the principles of good corporate governance, while enhancing confidence among shareholders and all stakeholder groups.

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

Board charter : Yes

The Company has established the Charter of the Board of Directors as a framework for governing the performance of the Board's duties to ensure efficiency, transparency, and alignment with the principles of good corporate governance. The Charter covers the following key aspects:

1. Roles, Duties, and Responsibilities of the Board of Directors

The Charter stipulates that the Board of Directors is responsible for setting the Company's policies, vision, strategies, business plans, and corporate objectives. The Board also oversees and monitors the Management's performance to ensure compliance with applicable laws, the Company's Articles of Association, and resolutions of the shareholders' meeting. In addition, the Board is responsible for overseeing the Company's internal control system, risk management

framework, information disclosure practices, and the conduct of business in accordance with good corporate governance and sustainable development principles.

2. Roles and Duties of the Chairman of the Board

The Charter specifies that the Chairman of the Board serves as the leader of the Board of Directors and ensures that the Board performs its duties effectively, independently, and in accordance with good corporate governance principles. The Chairman is responsible for setting the agenda for Board meetings, presiding over meetings, encouraging directors to exercise sound judgment, and maintaining an appropriate balance between the Board's oversight role and the Management's operational responsibilities.

3. Scope of Authority and Approval Powers of the Board of Directors

The Board of Directors has the authority and responsibility to supervise the Company's operations to ensure compliance with applicable laws, regulations, the Company's Articles of Association, and resolutions of the shareholders' meeting. The Board is responsible for determining the Company's business direction and strategic framework, approving operating plans, annual budgets, and key corporate policies. The Board also has the authority to appoint and remove members of Board committees, senior executives, and the Company Secretary. In cases where applicable laws or regulations require approval from the shareholders' meeting, the Board shall strictly comply with such requirements.

4. Delegation of Authority

The Charter clearly establishes guidelines for the delegation of authority. Any appointment or delegation must be conducted with due consideration and prudence. Individuals receiving delegated authority must not have any conflict of interest, and the scope of authority, duties, and responsibilities must be clearly defined to ensure transparency, accountability, and effective management.

Reference link for the board charter : https://airafactoring.co.th/wp-content/uploads/2024/12/0.1.-%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9A%E0%B8%A3%E0%B8%B4%E0%B8%A9%E0%B8%B1%E0%B8%97.pdf

Page number of the reference link : 1-24

7.3 Information on subcommittees

7.3.1 Information on roles of subcommittees

Roles of subcommittees

Board of Directors

Role

- Audit of financial statements and internal controls
- Risk management
- Director and executive nomination
- Remuneration
- Corporate governance

Scope of authorities, role, and duties

1. To perform duties in accordance with the Public Limited Company Act, the Securities and Exchange Act, other relevant laws, the objectives, articles of association, and resolutions of the company's shareholders' meetings, with transparency, in line with good governance principles, and efficiently for the benefit of the company and its shareholders. 2. To define the vision, mission, strategies, policies, short-term and long-term strategic goals (both financial and non-financial), business plans, approve the company's budget and operational plans, and to support the company's operations with consideration for sustainable business practices, emphasizing environmental, social, and governance (ESG) factors, as well as changes in the environment and various factors proposed by management, which have been approved by the relevant sub-committees. 3. To consider and approve transactions material to the business operations in accordance with the specified approval authority, or as required by law or by regulatory authorities. 4. To determine qualifications and appoint sub-committees to assist in overseeing management in accordance with policies, and to approve the powers and duties of the appointed sub-committees, including requiring a review of the roles and responsibilities of the sub-committees at least once a year. 5. To control, supervise, and oversee the administration and management of sub-committees to ensure efficient and effective adherence to approved policies, in order to protect the interests of all stakeholders and ensure sustainable business operations, except for the following matters which require prior approval from the shareholders' meeting: matters required by law to obtain a resolution from the shareholders' meeting, such as capital increase, capital decrease, issuance of debentures, purchase, sale, or transfer of the company's business, or acquisition or merger with other entities, amendment of the memorandum or articles of association, and payment of directors' remuneration, etc. 6. To consider the appointment of the Chief Executive Officer and senior executives of the company, based on the recommendations of the Nomination and Remuneration Committee. 7. To consider and define the approval authority of the Chief Executive Officer, executives, and various sub-committees regarding credit limits, investments, incurring obligations, or engaging in transactions similar to lending, as well as procurement and administrative expenses, to ensure they are appropriate and responsive to changing business circumstances. 8. To arrange for annual performance evaluations of the Board of Directors, sub-committees, and the Chief Executive Officer. 9. To establish a process for developing senior executives of the company to ensure continuous succession (Succession Plan). 10. To be responsible for financial statements and financial information, and to have the authority and duty to ensure that financial and general information reports of the company are provided to shareholders, stakeholders, or general investors accurately, timely, and in accordance with legal requirements. 11. To acknowledge significant audit reports from the Audit Committee or internal audit department, as well as external auditors and various company advisors, and to define guidelines for corrective actions in cases of material deficiencies. 12. To review the adequacy and appropriateness of the company's internal control and risk management systems. 13. To establish provisions regarding business ethics, and the ethics of directors, executives, and employees to serve as

internal guidelines for the company, and to ensure that the company discloses important governance information to shareholders' meetings and the public accurately, completely, transparently, and timely (Duty of Disclosure). 14. To attend Board of Directors meetings and shareholders' meetings, with a requirement that directors attend at least 75% of the Board meetings held each year, unless there is a reasonable and necessary cause, in which case the reason must be notified to the Chairman of the Board or the Company Secretary in advance of the meeting. 15. In performing its duties, the Board of Directors may seek advice from independent external consultants or other professional experts if deemed necessary and appropriate. 16. To delegate authority / assign to any individual or group of individuals the power to operate or perform various matters of the company, except for the power to act on the following matters, which can only be exercised with the approval of the shareholders' meeting, such as: • Matters required by law to obtain a resolution from the shareholders' meeting, such as capital increase, capital decrease, issuance of debentures, purchase, sale, or transfer of the company's business, or acquisition or merger with other entities, amendment of the memorandum or articles of association, and payment of directors' remuneration, etc. • Transactions in which directors have a conflict of interest and are subject to legal or stock exchange regulations requiring approval from the shareholders' meeting. Powers of Operation / Approval of the Board of Directors The Board of Directors is responsible for managing all affairs of the company and has the authority to operate within the scope of laws, the company's objectives, articles of association, and resolutions of the shareholders' meeting, including the power to operate / approve on the following matters: 1. To define the overall strategic direction and goals of the company. 2. To approve the company's annual business plan and income and expenditure budget. 3. To establish and approve various policies as required by law or regulatory authorities, including key policies for business operations such as risk management policy and credit policy, etc. 4. To approve the corporate governance principles policy and provisions regarding the company's business ethics. 5. To appoint, remove, and define the powers and duties of sub-committees, including senior executives. 6. To appoint and remove the Company Secretary. 7. To approve the payment or non-payment of interim dividends to shareholders. 8. To propose capital increase or decrease, or changes in share value, amendments to the memorandum or articles of association and/or the company's objectives to shareholders. 9. To approve the granting or cancellation of loans, guarantees, and credit for loans exceeding the approval authority of the Executive Committee. 10. To approve the acquisition or disposal of assets and connected transactions in accordance with the Capital Market Supervisory Board's notifications.

Reference link for the charter

https://airafactoring.co.th/wp-content/uploads/2024/12/0.1.-%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9A%E0%B8%A3%E0%B8%B4%E0%B8%A9%E0%B8%B1%E0%B8%97.pdf

Audit Committee

Role

- Others
    - Verify

Scope of authorities, role, and duties

1. Review that the company's financial reporting is accurate and adequate. 2. Review that the company has appropriate and effective internal control and internal audit systems, and consider the independence of the Internal Control and Audit Department, as well as approve the appointment, transfer, dismissal, and performance evaluation of the head of the Internal Control and Audit Department or any other unit responsible for internal audit, in conjunction with management. 3. Review the Risk Management Policy and risk management processes to ensure that operations are appropriate, efficient, and effective according to the criteria set by the company. 4. Review that the company complies

with securities and exchange laws, stock exchange regulations, or laws related to the company's business. 5. Consider, select, and propose the appointment of independent persons to serve as the company's auditors, and propose the auditors' remuneration, as well as attend meetings with the auditors without management present at least once a year. 6. Consider connected transactions or transactions that may have conflicts of interest to ensure compliance with laws and stock exchange regulations, and to ensure that such transactions are reasonable and provide the maximum benefit to the company. 7. Review and provide opinions on anti-corruption measures regarding their clarity, appropriateness, and consistency with the company's anti-corruption policy, as well as having effective and efficient processes for implementing these measures in practice. 8. Prepare the Audit Committee's corporate governance report, to be disclosed in the company's annual report. This report must be signed by the Chairman of the Audit Committee and must include at least the following information: (a) Opinion on the accuracy, completeness, and reliability of the company's financial reports. (b) Opinion on the adequacy of the company's internal control system. (c) Opinion on compliance with securities and exchange laws, stock exchange regulations, or laws related to the company's business. (d) Opinion on the appropriateness of the auditors. (e) Opinion on transactions that may have conflicts of interest. (f) Number of Audit Committee meetings and attendance of each Audit Committee member. (g) Overall opinions or observations received by the Audit Committee from performing its duties according to the Charter. (h) Other items that the Audit Committee deems shareholders and general investors should be aware of, within the scope of duties and responsibilities assigned by the Board of Directors. 9. Review and revise the appropriateness of the Audit Committee Charter annually, or when there are changes in the regulations of the Stock Exchange of Thailand, the Securities and Exchange Commission (SEC), including relevant agencies, and present it to the Board of Directors for consideration and approval. 10. Perform any other duties assigned by the Board of Directors with the approval of the Audit Committee. Furthermore, the Audit Committee is directly responsible to the Board of Directors, and the Board of Directors remains responsible for the company's operations to external parties.

Reference link for the charter

https://airafactoring.co.th/wp-content/uploads/2024/12/0.2.-%E0%B8%81%E0%B8%8F%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%95%E0%B8%A3%E0%B8%A7%E0%B8%88%E0%B8%AA%E0%B8%AD%E0%B8%9A.pdf

Executive Committee

Role

- Others
    - Management

Scope of authorities, role, and duties

The Executive Committee performs duties assigned by the Board of Directors, with the following scope of authority and responsibilities: 1. To define short-term and long-term strategic directions and goals, both financial and non-financial, along with analyzing various environmental conditions and factors, for submission to the Board of Directors for approval. 2. To review and screen the company's policies, operational plans, and annual budget as proposed by the management, for submission to the Board of Directors, and to oversee that operations are conducted efficiently and effectively in accordance with approved policies and goals. 3. To consider and approve operating expenses in the ordinary course of the company's business and significant capital expenditures as stipulated in the annual budget. 4. To review, screen, and approve loans and debt restructuring loans within the scope of authority approved by the Board of Directors. 5. To have the authority to approve borrowings, collateral provision, guarantees, issuance of debt instruments, debt restructuring with financial institutions, or any loan applications under the criteria assigned by the Board of

Directors. 6. To advise the management on policies related to finance, marketing, human resources, and other operational matters. 7. To perform any other duties as assigned by the Board of Directors. This authority and delegation do not include the approval of transactions in which the committee member or any person with a conflict of interest, a vested interest, or a conflicting benefit with the company, as per the regulations of the Stock Exchange of Thailand. Such transactions must be submitted to the Board of Directors meeting and/or the Shareholders' meeting for consideration and approval, as stipulated by the company's articles of association or relevant laws. 8. To review and revise the Executive Committee Charter annually or when changes occur, and to submit it to the Board of Directors for consideration and approval.

Reference link for the charter

https://airafactoring.co.th/wp-content/uploads/2024/12/0.3.-%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9A%E0%B8%A3%E0%B8%B4%E0%B8%AB%E0%B8%B2%E0%B8%A3.pdf

The Nomination and Remuneration Committee

Role

- Sustainability development
- Others
    - Recruitment and Compensation

Scope of authorities, role, and duties

Recruitment: 1. Establish policies, criteria, and processes for recruiting qualified individuals to serve as company directors, sub-committee members, Chief Executive Officer (CEO), and senior executives, including defining criteria and methods for compensating and providing other benefits to the Board of Directors, sub-committees, Chief Executive Officer (CEO), and senior executives. 2. Consider and define the structure, size, and composition of the Board of Directors to ensure diversity in skills, knowledge, and experience (Board Skill Matrix), establish qualifications for company directors and sub-committee members to align with the company's strategy, and arrange for the assessment of the Board's skill diversity to ensure suitability with the company's strategy and to accommodate future business changes. 3. Consider and select qualified individuals to serve as company directors by establishing transparent criteria or methods for recruitment and selection, based on professional experience, diversity of skills (Board Skills Matrix), and specific qualifications essential for the company's business operations, and propose to the Board of Directors meeting for consideration and approval or to the Shareholders' Meeting for approval, as the case may be. 4. Consider nominating qualified individuals to serve as sub-committee members and propose to the Board of Directors for consideration and approval. 5. Review the independence of the Board of Directors, including potential conflicts of interest in the performance of duties. 6. Review the qualifications and suitability for holding the position of company director in the event of changes related to the director's qualifications. 7. Consider and select qualified individuals to serve as Chief Executive Officer by establishing transparent criteria or methods for recruitment and selection, based on experience, knowledge, abilities, necessary skills, and specific qualifications essential for the company's business operations, and propose to the Board of Directors meeting for consideration and approval. 8. Consider, select, and approve qualified individuals to serve as senior executives* based on experience, knowledge, abilities, necessary skills, and specific qualifications essential for the company's business operations, and provide endorsement for submission to the Board of Directors for further approval. 9. Develop and review the succession plan for the Chief Executive Officer, Managing Director, and senior executives to ensure preparedness as a continuous plan for successors, enabling the company's operations to proceed without interruption. Note: *Senior executives refer to executives as defined by the Securities and Exchange Commission (SEC). Compensation Consideration: 10. Establish criteria and a compensation

policy, including appropriate monetary and other benefits for the Chairman of the Board, company directors, and sub-committee members, considering their duties and responsibilities to attract, retain, and motivate qualified individuals, and propose to the Board of Directors meeting for consideration and endorsement, and then to the Shareholders' Meeting for approval. 11. Establish criteria and a compensation policy, including appropriate monetary and other benefits for the Chief Executive Officer and senior executives of the company, considering their duties and responsibilities to attract, retain, and motivate qualified individuals, and propose to the Board of Directors for approval. 12. Consider the payment of annual bonuses (if any) and other remuneration, as well as the overall annual compensation adjustment for senior executives and company employees, and propose to the Board of Directors for consideration and approval. Corporate Governance for Sustainability: 13. Establish and review policies and criteria based on good corporate governance principles, including requirements related to business ethics, anti-corruption, and anti-bribery, to present to the Board of Directors, along with recommendations for corporate governance practices and advice to the Board of Directors. 14. Ensure the development of policies, goals, strategies, and operational frameworks for the company's sustainable development and corporate social responsibility activities for society, communities, and the environment, including reviewing corporate governance and sustainable development operations for submission to the Board of Directors. 15. Ensure the development of policies and practices related to sustainable development and good corporate governance in accordance with international standards, as well as supervise and monitor compliance with said policies and practices. 16. Review the company's corporate governance policy and sustainable development policy annually. 17. Review the company's Code of Conduct annually. Other Matters: 18. Consider and review the performance evaluation methods for the Board of Directors and various sub-committees annually, including monitoring and summarizing evaluation results for the Board of Directors to use the information for improving operational efficiency. 19. Consider and review performance evaluation methods, performance evaluation forms, and evaluate the performance of the Chief Executive Officer. 20. Develop a director development plan to enhance the knowledge of current and new directors regarding the business in which they serve, their roles and responsibilities, and important developments, including providing orientation and distributing useful documents and information for new directors' performance of duties. 21. Consider and review and revise the suitability of the charter annually or when there are changes in the regulations or criteria of the Stock Exchange of Thailand, the Securities and Exchange Commission (SEC), and other relevant agencies, and present to the Board of Directors for consideration and approval. 22. Perform duties or undertake any other actions as assigned by the Board of Directors and any actions as specified.

Reference link for the charter

https://airafactoring.co.th/wp-content/uploads/2024/12/0.4.-%E0%B8%81%E0%B8%8F%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%AA%E0%B8%A3%E0%B8%A3%E0%B8%AB%E0%B8%B2%E0%B9%81%E0%B8%A5%E0%B8%B0%E0%B8%9E%E0%B8%B4%E0%B8%88%E0%B8%B2%E0%B8%A3%E0%B8%93%E0%B8%B2%E0%B8%84%E0%B9%88%E0%B8%B2%E0%B8%95%E0%B8%AD%E0%B8%9A%E0%B9%81%E0%B8%97%E0%B8%99.pdf

Credit Committee

Role

- Others
    - Loan consideration

Scope of authorities, role, and duties

1. Consider and approve the following matters as assigned by the Board of Directors and/or the Executive Committee, which are beyond the approval authority of the management, in accordance with the credit policy, including relevant orders and announcements as stipulated: 1.1 Factoring loans, lending, and other types of credit 1.2 Credit-related risk

management 1.3 Collateral 1.4 Debt restructuring 2. Screen and review requests for approval of matters under item 1 before submitting them for approval to the Executive Committee and/or the Board of Directors, according to the hierarchy of approval authority. 3. Provide consultation or advice on credit risk management to the management for the benefit of building a quality customer and debtor base for the company. 4. Perform other duties as assigned by the Executive Committee and/or the Board of Directors. 5. Review and revise the appropriateness of the Credit Committee Charter annually or when there are changes, and submit it to the Board of Directors for consideration and approval.

Reference link for the charter

https://airafactoring.co.th/wp-content/uploads/2024/12/0.5.-%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%AA%E0%B8%B4%E0%B8%99%E0%B9%80%E0%B8%8A%E0%B8%B7%E0%B9%88%E0%B8%AD-1.pdf

Enterprise Risk Management Sub-Committee (ERM Sub-Committee)

Role

- Others
    - Risk Management

Scope of authorities, role, and duties

1. Implement risk management processes, which consist of key steps: risk identification, risk assessment, risk monitoring and control, and risk reporting. 2. Define risk management guidelines and tools in accordance with the company's risk governance framework. 3. Review and refine the company's risk management policies and guidelines, which must cover various significant risk types, such as business strategy risk, credit risk, liquidity risk, operational risk, and emerging risks. Discussions and exchanges of opinions with assigned directors/committees should be conducted to assess whether the risk management policies and guidelines cover all risk types and emerging risks, as well as ensure efficient and effective operations. 4. Oversee and ensure that the company manages risks in accordance with its risk management policies and strategies. 5. Provide opinions on the development of new work processes or products, as well as various operational improvements, before the developers present them to the authorized approvers for those matters. 6. Review the adequacy of risk management policies and systems, including the effectiveness of the system for complying with established policies. 7. Evaluate performance at least once a year and report to the Audit Committee for acknowledgment, in order to use the evaluation results to improve operations efficiently and achieve the defined objectives.

Reference link for the charter

https://airafactoring.co.th/wp-content/uploads/2025/03/%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%AD%E0%B8%99%E0%B8%B8%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9A%E0%B8%A3%E0%B8%B4%E0%B8%AB%E0%B8%B2%E0%B8%A3%E0%B8%84%E0%B8%A7%E0%B8%B2%E0%B8%A1%E0%B9%80%E0%B8%AA%E0%B8%B5%E0%B9%88%E0%B8%A2%E0%B8%87-2025.pdf

Sustainability Development Sub-Committee

Role

- Others
    - Sustainable Development

Scope of authorities, role, and duties

1. Implement policies, strategies, and development plans for sustainability. 2. Develop and raise awareness regarding sustainable practices among both internal and external stakeholders. 3. Prepare and present sustainability reports to the Nomination and Remuneration Committee and Corporate Governance for Sustainability. 4. Promote and support value creation for stakeholders by integrating ethics and social and environmental responsibility into the organization's various activities. 5. Perform duties or undertake any other tasks as assigned by the Nomination and Remuneration Committee and Corporate Governance for Sustainability.

Reference link for the charter

https://airafactoring.co.th/wp-content/uploads/2025/03/%E0%B8%81%E0%B8%8E%E0%B8%9A%E0%B8%B1%E0%B8%95%E0%B8%A3%E0%B8%84%E0%B8%93%E0%B8%B0%E0%B8%AD%E0%B8%99%E0%B8%B8%E0%B8%81%E0%B8%A3%E0%B8%A3%E0%B8%A1%E0%B8%81%E0%B8%B2%E0%B8%A3%E0%B8%9E%E0%B8%B1%E0%B8%92%E0%B8%99%E0%B8%B2%E0%B9%80%E0%B8%9E%E0%B8%B7%E0%B9%88%E0%B8%AD%E0%B8%84%E0%B8%A7%E0%B8%B2%E0%B8%A1%E0%B8%A2%E0%B8%B1%E0%B9%88%E0%B8%87%E0%B8%A2%E0%B8%B7%E0%B8%99-2025.pdf

7.3.2 Information on each subcommittee

List of audit committee

List of directors	Position	Appointment date of audit committee member	Skills and expertise
1. Mrs. YAJAI PATTANASUKWASUN(*) Gender: Female Age : 67 years Highest level of education : Master's degree Study field of the highest level of education : Political Science Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : Yes	Chairman of the audit committee (Non-executive directors, Independent director) Director type : Existing director	8 May 2023	Banking, Law, Accounting, Audit, Governance/ Compliance
2. Mr. POONSAK THIAPAIRAT Gender: Male Age : 61 years Highest level of education : Master's degree Study field of the highest level of education : Finance Thai nationality : Yes Residence in Thailand : Yes Expertise in accounting information review : No	Member of the audit committee (Non-executive directors, Independent director) Director type : Continuing director (Full term of directorship and being re-appointed as a director)	25 Feb 2004	Governance/ Compliance, Strategic Management, Leadership, Business Administration, Corporate Social Responsibility
3. Mr. KUNAKORN MAKCHAIDEE(*) Gender: Male Age : 70 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 audit committee (Non-executive directors, Independent director) Director type : Existing director	8 May 2023	Risk Management, Strategic Management, Banking, Business Administration, Finance

Additional explanation :
(*) Directors with expertise in accounting information review

List of executive committee members

List of directors	Position	Appointment date of executive committee member
1. Mr. CHANON CHOTEVIJIT Gender: Male Age : 66 years Highest level of education : Master's degree Study field of the highest level of education : Law Thai nationality : Yes Residence in Thailand : Yes	The chairman of the executive committee	5 Jul 2018
2. Mrs. NALINEE NGAMSETTAMAS Gender: Female Age : 66 years Highest level of education : Doctoral degree Study field of the highest level of education : Finance Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	1 Mar 2011
3. Mr. AKRAWIT SOOKSAI Gender: Male Age : 52 years Highest level of education : Master's degree Study field of the highest level of education : Economics Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	5 Jul 2018
4. Mr. Ekawat Piriyawarasakul Gender: Male Age : 45 years Highest level of education : Master's degree Study field of the highest level of education : Law Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	14 Dec 2021

List of directors	Position	Appointment date of executive committee member
5. Mr. Suthiporn Tanthikul Gender: Male Age : 59 years Highest level of education : Master's degree Study field of the highest level of education : Economics Thai nationality : No Residence in Thailand : Yes	Member of the executive committee	4 Aug 2025
6. Mr. Piroon Paireepairit Gender: Male Age : 58 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	9 May 2024

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

List of committee members	Position	Date of resignation / termination	Replacement committee member
1. Mr. Suthiporn Tanthikul Gender: Male Age : 63 years Highest level of education : Master's degree Study field of the highest level of education : Economics Thai nationality : Yes Residence in Thailand : Yes	Member of the executive committee	13 Aug 2025	-

Other Subcommittees

Subcommittee name	Name list	Position
The Nomination and Remuneration Committee	Mrs. YAJAI PATTANASUKWASUN	Member of the subcommittee (Independent director)
	Mrs. NALINEE NGAMSETTAMAS	Member of the subcommittee
	Mr. POONSAK THIAPAIRAT	The chairman of the subcommittee (Independent director)
Credit Committee	Mrs. Nongluk Chantarasombat	The chairman of the subcommittee
	Mr. AKRAWIT SOOKSAI	Member of the subcommittee
	Mr. Watana Sangvongmai	Member of the subcommittee
	Mr. Suthiporn Tanthikul	Member of the subcommittee
Enterprise Risk Management Sub-Committee (ERM Sub-Committee)	Mr. AKRAWIT SOOKSAI	The chairman of the subcommittee
	Mr. Pongsakorn Sangvijit	Vice-chairman of the subcommittee
	Mr. Pattawut Veerapradit	Member of the subcommittee
	Mr. Sirisak Borisuitsawat	Member of the subcommittee
	Mr. Pipob Jirawongsakorn	Member of the subcommittee
	Mr. Sirivat Nuntagowit	Member of the subcommittee
Sustainability Development Sub-Committee	Mr. AKRAWIT SOOKSAI	The chairman of the subcommittee
	Mr. Pongsakorn Sangvijit	Vice-chairman of the subcommittee
	Mr. PATTAWAT VEERAPRADIT	Member of the subcommittee
	Mr. Vutipong Kittichanteera	Member of the subcommittee
	Mrs. Pornsiri Kusolputchong	Member of the subcommittee

7.4 Information on the executives

7.4.1 List and positions of the executive

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

List of executives	Position	First appointment date	Skills and expertise
1. Mr. AKRAWIT SOOKSAI Gender: Male Age : 52 years Highest level of education : Master's degree Study field of the highest level of education : Economics Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Chief Executive Officer (The highest-ranking executive)	5 Jul 2018	Banking, Risk Management, Strategic Management, Business Administration, Governance/ Compliance
2. Mr. PONGSAKORN SANGVIJIT Gender: Male Age : 44 years Highest level of education : Master's degree Study field of the highest level of education : Economics Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Board of Directors	15 Dec 2022	Banking, Marketing, Data Analysis, Risk Management, Negotiation

List of executives	Position	First appointment date	Skills and expertise
3. Mr. PATTAWAT VEERAPRADIT(*) Gender: Male Age : 53 years Highest level of education : Master's degree Study field of the highest level of education : Management Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : Yes Accounting supervisor : No	Assistant Manager, Finance and Administration	16 Dec 2019	Business Administration, Accounting, Finance, Sustainability, Budgeting
4. Mr. PIPOB JIRAWONGSAKORN Gender: Male Age : 55 years Highest level of education : Bachelor's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistant Manager, Credit Operations	12 Nov 2019	Accounting, Business Administration, Finance, Data Analysis, Negotiation
5. Mr. SIRISAK BORISUITSAWAT Gender: Male Age : 49 years Highest level of education : Master's degree Study field of the highest level of education : Business Administration Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistant Managing Director, Risk Management and Problem Loan Resolution	14 Dec 2023	Business Administration, Law, Engineering, Banking, Risk Management

List of executives	Position	First appointment date	Skills and expertise
6. Mr. Sirivat Nuntagowit Gender: Male Age : 45 years Highest level of education : Master's degree Study field of the highest level of education : Computer Science Thai nationality : Yes Residing in Thailand : Yes Highest responsibility in corporate accounting and finance : No Accounting supervisor : No	Assistant Managing Director, Information Technology	18 Feb 2025	Business Administration, IT Management

Additional Explanation :

(*) Highest responsibility in corporate accounting and finance

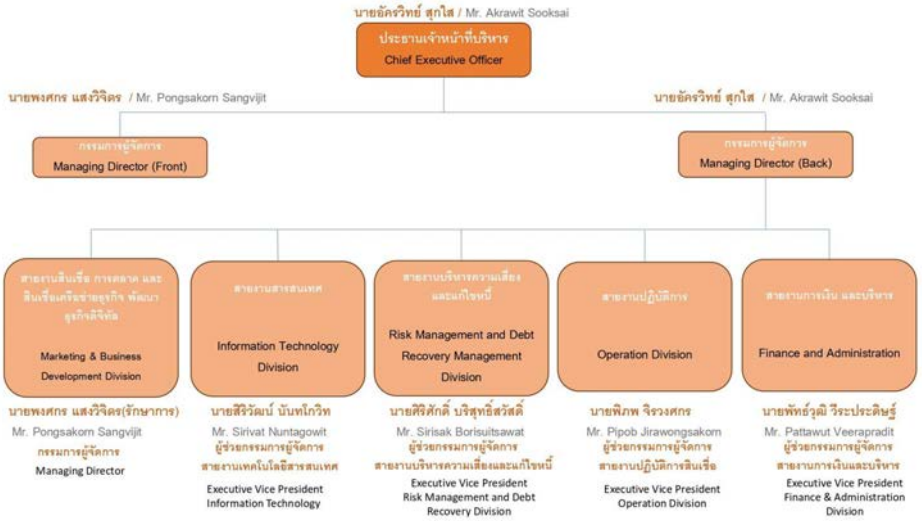
(**) Accounting supervisor

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

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

Organization structure of the highest-ranking executive and the next four executives as of date : 31 Dec 2025

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



7.4.2 Remuneration policy for executive directors and executives

Remuneration Policy for Executive Directors and Senior Executives

The Company has established a remuneration policy for executive directors and senior executives that is appropriate, transparent, and aligned with the Company's performance. The policy takes into consideration the responsibilities of each position, the role in driving the organization's strategic direction, and competitiveness with companies operating within the same industry.

The remuneration framework is designed to link compensation with both short-term and long-term organizational performance in order to motivate executives to continuously enhance the Company's operations and create sustainable value for shareholders and stakeholders.

For the remuneration of the Chief Executive Officer (CEO), the Company determines compensation based on a clear linkage with the Company's performance. The evaluation is based on Key Performance Indicators (KPIs), which include both financial and non-financial indicators to ensure a comprehensive assessment of the organization's overall performance.

Financial KPIs include, among others, the growth of the Company's lending portfolio, overall business performance, asset quality, and risk management effectiveness. Non-financial KPIs encompass strategic execution, corporate governance performance, organizational management, as well as social and environmental performance (ESG), which support the Company's sustainable long-term growth.

Remuneration Determination Process

The remuneration of executive directors and senior executives is considered by the Nomination and Remuneration Committee, which is responsible for reviewing and determining the principles and appropriateness of the remuneration structure. In doing so, the Committee takes into account the Company's operating results, the performance of executives, the responsibilities of each position, and remuneration trends within the industry.

Following its review, the Nomination and Remuneration Committee submits recommendations to the Board of Directors for approval. This process ensures transparency, fairness, and alignment with good corporate governance principles.

In addition, the Company discloses the aggregate remuneration of executive directors and senior executives in the annual report to ensure that shareholders and stakeholders are appropriately informed about the Company's executive remuneration practices in a transparent manner.

Does the board of directors or the remuneration committee have an opinion on the remuneration policy for executive directors and executives : Have

The Board of Directors and the Nomination and Remuneration Committee have considered and concluded that the remuneration for executives is appropriate and reasonable. This determination is based on established criteria that take into account the Company's performance as well as the ability of executives to drive the organization toward achieving its business objectives in both the short and long term.

The remuneration structure has been designed in accordance with good governance practices and is aligned with industry standards and competitive labor market conditions. This approach enables the Company to attract, retain, and motivate highly capable executives who can effectively contribute to the Company's sustainable growth and long-term value creation.

7.4.3 Remuneration of executive directors and executives

Monetary remuneration of executive directors and executives

	2023	2024	2025
Total remuneration of executive directors and executives (baht)	12,909,850.00	18,290,767.00	20,852,008.76
Total remuneration of executive directors (baht)	540,000.00	475,000.00	405,000.00
Total remuneration of executives (baht)	12,369,850.00	17,815,767.00	20,447,008.76

The remuneration structure for executives consists of two components:

1. **Fixed remuneration**, such as salary and employee benefits.
2. **Performance-based remuneration**, such as bonuses, which vary according to the Company's operating performance and the executives' ability to achieve the Company's business objectives.

For executive directors, remuneration is provided in the form of meeting allowances, which are determined based on the number of meetings attended by each executive director.

Other remunerations of executive directors and executives

	2023	2024	2025
Company's contribution to provident fund for executive directors and executives (Baht)	431,505.00	567,050.00	718,547.00

Provident Fund

In addition to salaries and bonuses, the Company provides contributions to the provident fund for employees as appropriate, taking into consideration economic conditions and the Company's operating performance in both the short and long term.

The Company has established the SCB Master Fund Provident Fund, which is a registered provident fund managed by SCB Securities Co., Ltd. The primary objective of the fund is to enhance employee morale and motivation, as well as to encourage long-term employment with the Company.

As of 31 December 2025, a total of 49 employees participated in the provident fund out of 86 employees, representing 56.9% of the Company's total workforce.

Outstanding remuneration or benefits of executive directors and executives

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

Estimated remuneration of executive directors and executives in the current year : 20,882,008.76

Performance Evaluation of the Chief Executive Officer (CEO)

Performance Evaluation of the Chief Executive Officer (CEO)

The Company places great importance on ensuring that the management operates efficiently, transparently, and in alignment with the organization's strategic objectives. The Board of Directors has therefore established an **annual performance evaluation of the Chief Executive Officer (CEO)** as a mechanism to monitor the performance of the management team and to support the Company's continuous organizational development.

The evaluation covers key aspects including business performance, organizational management, corporate governance, and the ability to drive the Company toward sustainable growth.

CEO Performance Evaluation Criteria

The Board of Directors has established evaluation criteria for the CEO based on alignment with the Company's strategy and organizational objectives. The key evaluation areas include the following:

- **Performance in implementing the Company's strategies and policies** The CEO's ability to effectively execute strategies and policies approved by the Board of Directors and achieve the established business targets.

- **Financial performance and operating results** Achievement of financial targets, including revenue growth, profitability, cost management, and the quality of business growth.

- **Sustainability performance (ESG)**Conducting business operations with consideration for environmental, social, and governance (ESG) factors, as well as creating long-term value for stakeholders.

- **Efficiency in resource management and human capital development** The ability to effectively manage organizational resources, build capable teams, and enhance organizational efficiency.

- **Risk management and corporate governance** Ensuring that business operations are conducted under an effective risk management framework, internal control system, and good corporate governance practices.

- **Leadership and organizational management** The CEO's leadership capability in making strategic decisions, responding to business opportunities and challenges, and fostering confidence among stakeholders.

Evaluation Process

The Company has established a systematic CEO performance evaluation process with the following key steps:

The Nomination and Remuneration and Corporate Governance for Sustainability Committee is responsible for reviewing and screening the evaluation criteria, as well as conducting the performance evaluation of the CEO based on the established indicators.

The evaluation encompasses both quantitative performance, such as financial results and business performance indicators, and qualitative performance, including leadership, corporate governance, and overall organizational management.

The evaluation results are then submitted to the Board of Directors for acknowledgment and consideration as part of its oversight of the management.

The purpose of this evaluation process is to promote transparency, enhance management effectiveness, and ensure alignment with the Company's strategic goals and the interests of shareholders.

CEO Performance Evaluation Results

During the past year, the Nomination and Remuneration Committee conducted the performance evaluation of the Chief Executive Officer in accordance with the established criteria and evaluation process.

The evaluation results reflected the CEO's capability in organizational leadership, strategic execution, and the ability to drive the Company toward stable business growth.

The CEO's overall performance evaluation score was **93.48%**, which was considered **"Very Good"** according to the Company's evaluation criteria.

Utilization of the Evaluation Results

The Company utilizes the CEO performance evaluation results as an important input for organizational development, including:

- Supporting the consideration of the CEO's remuneration and benefits to ensure alignment with the Company's performance.
- Providing guidance for improving and enhancing the effectiveness of the Company's management and organizational development.
- Serving as input for setting future business targets and strategic directions to support the Company's sustainable growth.

Remuneration Policy for the Chief Executive Officer (CEO)

Remuneration Policy for the Chief Executive Officer (CEO)

The Company has established a remuneration policy for the Chief Executive Officer (CEO) that is appropriate and commensurate with the CEO's roles, responsibilities, and the Company's performance. The policy takes into consideration business competitiveness, organizational sustainability, and the best interests of shareholders.

The CEO remuneration structure is designed to be clearly linked to the Company's performance in both the short term and long term, in order to encourage executives to continuously drive value creation for the organization.

The determination of such remuneration is overseen by the Nomination and Remuneration Committee, which is responsible for reviewing the remuneration structure and its appropriateness before submitting recommendations to the Board of Directors for approval.

Short-Term Incentive

Short-term incentives are linked to the Company's performance within each fiscal year and are intended to motivate executives to achieve the Company's operational and strategic targets.

The determination of short-term incentives is based on key performance indicators, including:

- The Company's financial performance, such as revenue, profitability, and the quality of the credit portfolio
- Achievement of strategic and annual business plan targets
- Efficiency in organizational management and resource utilization
- Risk management and internal control effectiveness
- Sustainability performance and good corporate governance (ESG)

Short-term incentives may be provided in the form of annual performance-based bonuses, which are determined based on the level of achievement of the Company's targets and the overall performance of the Company during the year.

Long-Term Incentive

The Company places importance on ensuring long-term organizational sustainability. Therefore, the long-term remuneration framework is designed to align with the Company's sustainable business growth and the creation of long-term value for shareholders.

The long-term remuneration of the CEO is considered based on key factors such as:

- Long-term business growth and competitiveness
- Financial stability and asset quality
- Development of risk management systems and corporate governance practices
- rganizational and human capital development to support future growth
- Business operations aligned with sustainable development principles

Long-term incentives may be provided in the form of rewards linked to the long-term performance of the Company or other appropriate benefits, taking into consideration the interests of the Company and its shareholders.

Linkage Between Remuneration and Performance

The Company ensures that the CEO's remuneration is clearly linked to the Company's performance. The results of the CEO's performance evaluation are used as one of the key factors in determining the CEO's remuneration.

During the past year, the Nomination and Remuneration Committee conducted the CEO performance evaluation in accordance with the established criteria. The overall evaluation result was 93.48%, reflecting the CEO's capability in leading the organization and achieving the Company's business objectives.

The evaluation results are used as supporting information in determining remuneration and in setting organizational development directions for the following year.

Board of Directors' Opinion on the Remuneration of the Chief Executive Officer (CEO)

The Nomination and Remuneration and Corporate Governance for Sustainability Committee has reviewed the remuneration structure and level for the Chief Executive Officer, taking into consideration the CEO's roles and responsibilities, leadership performance, the Company's overall operating results, and the competitive landscape within the industry.

In its deliberation, the Committee ensured that the remuneration structure is aligned with the pay-for-performance principle, taking into account key factors including:

- Achievement in implementing the Company's strategies and business plans
- Financial performance and the quality of business growth
- Risk management and good corporate governance practices
- rganizational development, human capital development, and management systems
- Business operations aligned with sustainable development principles

The Committee has also conducted the annual performance evaluation of the Chief Executive Officer in accordance with the established criteria and concluded that the CEO's performance was satisfactory and consistent with the Company's strategic objectives.

Based on these considerations, the Committee is of the view that the level and structure of the CEO's remuneration are appropriate, aligned with the Company's performance and the responsibilities of the position, and capable of motivating the executive to continuously create long-term value for the Company and its shareholders.

Policy and Guidelines for the Recruitment and Development of Personnel for CEO Succession

Succession Planning for Senior Executives

The Company has established a succession planning policy for senior executives, focusing on the development of internal talent while also considering external recruitment when necessary. This approach ensures that the Company has executives with appropriate knowledge, capabilities, and experience that align with the Company's business context. The key principles of the policy include:

- Identifying and selecting high-potential personnel (High Potential) for development into senior executive positions
- Developing executive capabilities through strategic assignments, training programs, and leadership development initiatives
- Preparing executives with knowledge in the Company's core business operations, including **risk** management and corporate governance practices
- Reviewing the suitability of succession candidates by the Nomination and Remuneration Committee before reporting to the Board of Directors

Succession Preparation Framework

The Company has established a framework to develop and prepare personnel for future leadership positions, with key elements as follows:

1. Talent Identification

The Nomination and Remuneration Committee, together with the management team, identifies executives with potential and readiness to be developed for future senior leadership positions.

2. Leadership Development

The Company promotes the development of potential executives in leadership capability, organizational management, risk management, and corporate governance to prepare them for greater responsibilities in the future.

3. Strategic Exposure

Executives included in the succession plan are given opportunities to participate in key organizational initiatives and strategic projects, as well as to work closely with the Board of Directors and senior management. This helps enhance their experience and understanding of business management.

Monitoring and Reporting of Succession Planning

The Nomination and Remuneration Committee is responsible for regularly monitoring and reviewing the succession planning for senior executives. The progress of the succession plan is reported to the Board of Directors periodically, at least once a year, or whenever significant changes occur.

The reporting covers the following key areas:

- Progress in the development of personnel included in the succession plan
- Assessment of the readiness of high-potential executives
- Approaches for improving executive development plans to align with the Company's business direction and organizational risks

The implementation of the succession plan helps ensure that the Company maintains strong leadership continuity and is well prepared to manage transitions in senior executive positions effectively.

7.5 Information on employees

Information on the company's employees

Employees

	2023	2024	2025
Total employees (persons)	86	88	86
Male employees (persons)	37	37	35
Female employees (persons)	49	51	51

Number of employees by position and department

Number of male employees by position

	2023	2024	2025
Total number of male employees in operational level (Persons)	12	16	18
Total number of male employees in management level (Persons)	19	15	11
Total number of male employees in executive level (Persons)	6	6	6

Number of female employees by position

	2023	2024	2025
Total number of female employees in operational level (Persons)	16	28	28
Total number of female employees in management level (Persons)	33	23	22
Total number of female employees in executive level (Persons)	0	0	1

Number of employees categorized by department over the past year

Department / Line of work / Unit / Business group	Number of employees (persons)
Credit Operations	24
Information Technology	6
Finance and Administration	20
Credit and Marketing	20
Risk Management and Debt Resolution	8
Office of the Chief Executive Officer	6
Internal Audit Department	2
Total number of employees	**86**

Significant changes in the number of employees

Significant changes in number of employees over the past : No

3 Years

Information on employee remuneration

Employee remuneration

	2023	2024	2025
Total employee remuneration (baht)	55,910,243.01	59,965,186.37	62,000,438.62
Total male employee remuneration (Baht)	31,381,127.78	33,080,267.78	33,184,821.19
Total female employee remuneration (Baht)	24,529,115.23	26,884,918.59	28,815,617.43

Employee remuneration categorized by department over the past year

The Company places importance on managing employee remuneration in a fair, appropriate, and competitive manner. The remuneration framework takes into consideration the nature of the work, responsibilities, level of knowledge and capability, individual performance, and labor market conditions within the relevant industry, as well as compliance with labor laws and good corporate governance principles.

Employee remuneration consists of salaries and other benefits in accordance with the Company's policies.
In 2025, the Company disclosed employee remuneration information categorized by functional areas to reflect the organizational structure and human resource management practices in a transparent manner, while supporting the Company's sustainable growth.

Department / Line of work / Unit / Business group	Employee remuneration (baht)
Credit Operations Division	10,691,697.05
Information Technology Division	4,576,528.37
Finance and Administration Division	9,858,251.23
Credit and Marketing Division	17,870,299.14
Risk Management and Debt Resolution Division	7,195,226.29
Office of the Chief Executive Officer	9,810,104.41
Corporate Governance and Internal Audit Office	1,998,332.13
Total employee remuneration	**62,000,438.62**

Information on provident fund management

Provident Fund (PVD)

The Company recognizes the importance of providing long-term financial security for its employees. Therefore, the Company has established a Provident Fund (PVD) to encourage systematic savings and to support employees' financial stability after retirement.

The Company manages the provident fund in compliance with applicable laws and regulations, as well as in accordance with good corporate governance principles. The fund is administered with due care to ensure the best interests of the fund members, who are employees of the Company.

Provident fund management policy

Provident fund management policy : Yes

The Company has established the SCB Master Fund Provident Fund, which is legally registered and managed by SCB Asset Management Co., Ltd. The primary objective of the fund is to promote long-term financial security for employees. Full-time employees who have successfully passed their probation period and completed 1 year and 4 months of service are eligible to become members of the provident fund in accordance with the criteria established by the Company. The fund aims to encourage disciplined savings among employees, promote long-term employment

motivation, and serve as a financial welfare program that supports the future financial stability of employees and their families.

The Provident Fund Committee is responsible for overseeing the fund's investment policy and risk management framework. The Committee monitors the investment structure to ensure appropriate diversification while prioritizing the security of members' savings.

The fund primarily invests in government debt securities and high-quality corporate debt instruments, as well as deposits and deposit-equivalent instruments. Investment decisions are made with careful consideration of credit quality and risk levels. Most of the fund's assets are invested in instruments with low to moderate risk, including securities with appropriate credit ratings, in order to maintain stable long-term returns.

Overview of methods for determining employee and employer contribution Rates

Provident Fund Contribution Rates

Employee Contribution Rate

Employees may choose to contribute to the provident fund at a rate of 5–15% of their salary, in accordance with the rules and conditions of the provident fund. This allows employees to align their contribution levels with their individual financial plans and savings capacity.

Employer Contribution Rate

The Company contributes to the provident fund on behalf of employees based on years of service and position level, in order to encourage continuous savings and support long-term employee retention. The contribution rates are as follows:

Executive Level Employees (VP and above)

- Years of service 1–5 years: The Company contributes 5% of salary
- More than 5 years but not exceeding 10 years: The Company contributes 7% of salary
- 10 years or more: The Company contributes 10% of salary

Employees at AVP level and below

- Years of service 1–5 years: The Company contributes 5% of salary
- More than 5 years but not exceeding 10 years: The Company contributes 6% of salary
- 10 years or more: The Company contributes 8% of salary

In addition, employees may select their own contribution rate within the range of **3–15% of salary**, subject to the rules and conditions of the provident fund, to align with their personal financial plans and savings capability.

Implementation of Investment Governance Code for Institutional Investors ("I Code") by Company's Provident Fund Committee : Yes

Participation in provident fund membership (PVD)

Details of provident fund participation (PVD)

Number of employees eligible to participate in PVD

	2023	2024	2025
Number of employees eligible to participate in PVD (persons)	63	70	80
Number of employees joining in PVD (persons)	37	42	49
Total amount of provident fund contributed by the company (%)	43.02	47.73	56.98
Number of PVD members / Total eligible employees (%)	58.73	60.00	61.25

Amount of provident fund

	2023	2024	2025
Total amount of provident fund contributed by employer (baht)	1,818,999.61	2,070,226.40	2,454,349.52
Total amount of provident fund contributed by employee (baht)	2,792,551.08	3,301,424.78	4,055,423.30

Summary of employee PVD participation over the past year

Company name	Employees participating in PVD (Yes/ No)	Total number of employees (persons)	Number of employees eligible to participate in PVD (persons)	Number of employees joining in PVD (persons)	Number of PVD members / Total employees (%)	Number of PVD members / Total eligible employees (%)
AIRA FACTORING PUBLIC COMPANY LIMITED	Yes	86	80	49	56.98%	61.25%

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

Policy and guidelines on promoting savings through the provident fund for non-participating employees : Providing education or information on selecting appropriate investment policies

Providing education or information on selecting appropriate investment policies

Guidelines for Promoting Savings through the Provident Fund

The Company has established practices to encourage employee savings through the provident fund as follows:

- Communicating information regarding the fund's benefits, conditions, and investment returns to employees on a continuous basis
- Supporting employees in selecting contribution rates that are appropriate for their age, career stage, and financial goals
- Promoting knowledge and awareness of financial planning and long-term savings to enhance employees' understanding of the importance of saving through the provident fund

7.6 Other significant information

7.6.1 Assigned person

List of persons assigned for accounting oversight

General information	Email	Telephone number
1. Ms. Cholathorn Chaidaeng	cholathorn.c@airafactoring.co.th	026576222 ต่อ 555

Brief Profile of the Accounting Supervisor

Ms. Chonlathorn Jaidaeng

Position **Director of Accounting and Finance Department and Accounting Supervisor**

Appointed on **July 1, 2022** (Held position for 3 years and 5 months)

Age **43 years old**

Shareholding proportion in the company (as of December 31, 2025)

- Direct shareholding: None
- Indirect shareholding (spouse and minor children): None

Family relationship with directors and executives : None

History of legal offenses in the past 10 years : None

Educational Qualifications and Training

- Master's Degree in Business Administration (Finance and Banking)

  Mahanakorn University of Technology
- Bachelor's Degree in Business Administration (Accounting)

  Rajamangala University of Technology Rattanakosin

Related Training Courses

- Strategic CFO in Capital Markets Course, Batch 9

  The Stock Exchange of Thailand
- Budget Preparation and Management Course, Batch 13

  Thammasat University

Director training course from the Thai Institute of Directors Association (IOD)

- None

Work Experience

- **2019 – 2021** Finance and Accounting Manager, Pace Interior Services Co., Ltd.

Holding positions in other businesses

- Holding positions in other listed companies: None
- Holding positions in non-listed companies: None

Conflict of Interest

- Holding positions in other businesses that may cause a conflict of interest with the company: None
- History of transactions that may cause a conflict of interest with the company in the past year: None

List of the company secretary

General information	Email	Telephone number
1. Mrs. Pornsiri Kusolputchong	pornsiri.k@airafactoring.co.th	026576222 ต่อ 241

Roles, Duties, and Responsibilities of the Company Secretary

The company has appointed Mrs. Pornsiri Kusolpuchong as Company Secretary and the company's contact person, effective May 10, 2022.

The Company Secretary has duties and responsibilities as stipulated in Section 89/15 of the Securities and Exchange Act B.E. 2535 (1992), including other duties assigned by the Board of Directors. The Company Secretary plays a crucial role in supporting the Board of Directors' operations to be efficient, transparent, and in line with good corporate governance principles, with the following key duties:

1. Act as a central point for preparing and preserving important company documents, including the director register, notices of meetings, minutes of Board of Directors' meetings, minutes of shareholder meetings, and other important company documents.
2. Prepare and maintain the company's director register to be current and legally compliant.
3. Organize shareholder meetings, including preparing and maintaining notices of meetings, minutes of meetings, and documents related to shareholder meetings.
4. Collect and report on the interests of directors and executives to comply with legal requirements and good corporate governance principles.
5. Support and coordinate activities or meetings between the Board of Directors and management to ensure efficient operations.
6. Coordinate with relevant internal and external organizations to ensure compliance with resolutions of the Board of Directors and applicable laws and regulations.
7. Provide advice and opinions on laws, regulations, and announcements related to the company's business operations, including requirements of regulatory bodies.
8. Perform other duties as assigned by the Board of Directors to support the company's corporate governance operations.

Brief Biography of the Company Secretary

Mrs. Pornsiri Kusolpuchong

Position **Company Secretary and Investor Relations**

Appointed as Company Secretary on **May 10, 2022** (Held position for 3 years and 7 months)

Age **54 years old**

Shareholding proportion in the company (as of December 31, 2025)

- Direct shareholding: None
- Indirect shareholding (spouse and minor children): None

Family Relationship with Directors and Executives : None

History of legal offenses in the past 10 years : None

Educational Qualifications and Training

- Master's Degree in Business Economics

  National Institute of Development Administration (NIDA)
- Bachelor's Degree in Economics

  Thammasat University

Relevant Training Courses

- Business Sustainability Management Program Batch 1 / 2023

  The Stock Exchange of Thailand
- Advances for Corporate Secretaries Program (Batch 1/2016)

  Thai Listed Companies Association (TLCA)

Director training courses from the Thai Institute of Directors Association (IOD)

- None

Work Experience

- **2018 – 2021** Director, Teak Development Company Limited
- **2015 – 2021** Senior Group Finance Director and Company Secretary, BuilderSmart Public Company Limited
- **2002 – 2010** Financial Manager and Company Secretary, Thai Carbon Black Public Company Limited

Other Positions Held

- Positions held in other listed companies: None
- Positions held in non-listed companies: None

Conflict of Interest

- Positions held in other businesses that may cause conflicts of interest with the company: None
- History of transactions that may cause conflicts of interest with the company in the past year: None

List of the head of internal audit or outsourced internal auditor

General information	Email	Telephone number
1. Ms. Somjai Amornchainoppakun	somjaia@airafactoring.co.th	026576222 ต่อ 601

Roles and Responsibilities of the Head of Internal Audit and the Head of Operational Supervision of the Company

The Audit Committee Meeting No. 3/2549 on August 7, 2549 appointed **Ms. Somjai Amornchainopkhun** to hold the position of Head of the Regulatory and Internal Audit Office, as the individual possesses qualifications, knowledge, and experience in internal audit, internal control systems, financial reporting, accounting, and securities and exchange law, and has an understanding of the company's activities and operations. Therefore, it is deemed appropriate and sufficient for this individual to perform the aforementioned duties, with the following roles, duties, and responsibilities:

Internal Audit Function

1. Review and report on the reliability, accuracy, and completeness of financial information.
2. Review work systems that significantly impact operations to ensure compliance with the company's policies, objectives, regulations, bylaws, and other laws relevant to the company's business.
3. Review the appropriateness of the company's asset safeguarding and verify the existence of those assets.
4. Review work systems for internal controls and assess the efficiency and cost-effectiveness of risk control and resource utilization within the company.
5. Review the quality of various operations within the company to ensure compliance with plans and alignment with the company's objectives and goals.
6. Provide consultation, opinions, recommendations, and information regarding the reviewed activities to facilitate appropriate and more efficient improvements.
7. Suggest to management to establish an effective internal control system and adequate and appropriate risk management.
8. Support the work of the Audit Committee, company directors, executives, and personnel at all levels to enhance value and improve the company's operations.
9. Review compliance with the anti-corruption policy and report corruption incidents to the Audit Committee for acknowledgment.

Regulatory Oversight Function

Oversee operations to strictly comply with relevant regulations, including adherence to the company's board policies and resolutions, and supervise operations to follow established operational manuals.

Brief Profile of the Company's Head of Internal Audit

Ms. Somjai Amornchainopakun

Position **Head of Regulatory and Internal Audit Office**

Appointed on **August 7, 2006** (Held position for 18 years and 4 months)

Age **53 years old**

Shareholding in the Company (as of December 31, 2025)

- Direct Shareholding: None
- Indirect Shareholding (Spouse and Minor Children): None

Family Relationship with Directors and Executives : None

History of Legal Offenses in the Past 10 Years : None

Educational Qualifications and Training

- Master of Business Administration in Management Accounting

  College of Commerce, Burapha University
- Bachelor's Degree in Accounting

  Siam University

Director Training Program from the Thai Institute of Directors Association (IOD)

- None

Work Experience

2006 – Present Head of Regulatory and Internal Audit Office, AIRA Factoring Public Company Limited

2004 – 2006 Manager, Internal Audit and Corporate Governance Department, Advance Finance Public Company Limited

2001 – 2004 Audit Officer, Internal Audit Department, Minor Holdings (Thai) (Minor Group) Co., Ltd.

Positions in Other Businesses

- Positions in other listed companies: None
- Positions in non-listed companies: None

Conflict of Interest

- Positions in other businesses that may cause conflicts of interest with the company: None
- History of transactions that may cause conflicts of interest with the company in the past year: None

List of the head of the compliance unit

General information	Email	Telephone number
1. Ms. Somjai Amornchainoppakun	somjaia@airafactoring.co.th	026576222 ต่อ 601

Supervisory Roles and Responsibilities

Details appear in the section **Details concerning the Head of Internal Audit and the Head of Corporate Compliance.**

Brief Profile of the Head of Supervision

Details appear in the section **Brief biography of the company's Head of Internal Audit**

7.6.2 Head of investor relations

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

List of the head of investor relations

General information	Email	Telephone number
1. Mrs. Pornsiri Kusolputchong	pornsiri.k@airafactoring.co.th	026576222 ต่อ 220

Roles and responsibilities of investor relations

Establishment of Investor Relations Department

The company has established an Investor Relations (IR) Department under the Office of the Chief Executive Officer to serve as a central hub for communicating company information with shareholders, investors, analysts, and stakeholders, as well as coordinating and preparing information for accurate, complete, and legally compliant disclosure in accordance with capital market regulations.

Name and Role

The company has assigned **Mrs. Pornsiri Kusolpuchong** Responsible for investor relations, with key duties including:

- Coordinate and facilitate communication between the company and its shareholders, investors, and analysts.
- Prepare and disseminate company information accurately, completely, and in a timely manner.
- Oversee and manage communication channels with the company's investors.
- Support information disclosure in compliance with laws, regulations of the SEC, and the Stock Exchange of Thailand.

Investor Contact Channels Shareholders, investors, and interested parties may contact the company through the following channels:

Postal Address

Investor Relations Department

AIRA Factoring Public Company Limited

188 Spring Tower, 12A Floor, Units 6–10

Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District

Bangkok 10400

Telephone

0-2657-6222 ext. 220

Fax

0-2657-6244

Email

ir@airafactoring.co.th

pornsiri.k@airafactoring.co.th

Website

www.airafactoring.co.th

Brief Profile of the Investor Relations Professional

Details are presented in the section **Brief profile of the Company Secretary**

7.6.3 Company's auditor

Details of the company's auditor

Audit firms	Audit fee (Baht)	Other service fees	Names and general information of auditors
EY OFFICE LIMITED NO. 1875 ONE BANGKOK TOWER 3, LEVEL 34 - 37, RAMA 4 ROAD, LUMPHINI PATHUM WAN Bangkok 10330 Telephone +66 2264 9090	1,413,000.00	-	1. Mrs. POONNARD PAOCHAROEN Email: Poonnard.Wattanawong@th.ey.com License number: 5238 2. Ms. SUMANA PUNPONGSANON Email: Sumana.Punpongsanon@th.ey.com License number: 5872 3. Ms. ORAWAN TECHAWATANASIRIKUL Email: Orawan.Techawatanasirikul@th.ey.com License number: 4807 4. Ms. KIRDSIRI KANJANAPRAKASIT Email: Kirdsiri.Kanjanaprakasit@th.ey.com License number: 6014

7.6.4 Assigned personnel in case of a foreign company

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

List of designated individuals as representatives in Thailand

8. Report on key operating results on corporate governance

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

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

Summary of the Board of Directors' Performance

During 2025, the Board of Directors of AIRA Factoring Public Company Limited performed its duties in strict accordance with the Board Charter, with a focus on overseeing the Company's business operations in line with the principles of Good Corporate Governance, ensuring transparency, accountability, and consideration of the best interests of shareholders and all stakeholder groups.

The Board carried out its responsibilities in setting policies, determining strategic direction, and appropriately overseeing the management's operations in accordance with its roles and responsibilities, with the aim of strengthening the Company's stability and long-term sustainability.

Throughout the year, the Board placed importance on reviewing the Company's business direction in alignment with the economic environment, industry challenges, and the Company's acceptable level of risk. At the same time, the Board continuously monitored management performance, oversaw internal control and risk management systems, promoted a strong corporate governance culture, and supported the development of an efficient management structure.

The key activities and responsibilities of the Board of Directors during 2025 can be summarized as follows:

1. Review and Determination of Vision, Strategy, and Corporate Policies

The Board of Directors reviewed and determined the Company's vision, mission, and corporate strategies to align with both short-term and long-term objectives, taking into consideration economic trends, competition in the factoring business, and risk factors that may affect the Company's operations.

The Board also provided strategic guidance to management to ensure that the Company's business operations proceed in an appropriate direction and remain adaptable to changes in the business environment.

In addition, the Board emphasized the integration of Sustainable Development principles by incorporating Environmental, Social, and Governance (ESG) considerations into the Company's corporate strategy. Strategic risk management was also emphasized to enable the Company to capture business opportunities while managing risks appropriately.

2. Oversight and Monitoring of Management Performance

The Board of Directors continuously monitored and supervised the performance of the management team. This included reviewing and approving the annual business plan and budget, as well as monitoring performance on a quarterly basis to ensure that operations align with the approved plans and that strategies can be adjusted appropriately in response to changing circumstances.

The Board also monitored the performance of the Chief Executive Officer and the senior management team, while providing policy and strategic guidance. The Board maintained an appropriate oversight role without intervening in day-to-day management, thereby strengthening management efficiency, enhancing competitiveness, and supporting the Company's sustainable growth.

3. Good Corporate Governance and the Role of Independent and Non-Executive Directors

The Board of Directors strictly adhered to good corporate governance principles by performing its duties with integrity, transparency, and accountability toward all stakeholders.

In 2025, the Board held five Board meetings. In addition, meetings of independent directors and non-executive directors were arranged to allow for independent discussions regarding the Company's operations, management performance, and key governance matters.

Opinions and recommendations from independent and non-executive directors were taken into consideration in policy deliberations and governance oversight at the Board level, thereby strengthening prudence, transparency, and balanced decision-making.

4. Risk Management and Internal Control

The Board of Directors continuously oversaw and reviewed the Company's risk management policy and internal control systems to ensure that the Company is able to effectively manage credit risk, financial risk, operational risk, and regulatory compliance risk.

The Board acknowledged reports from the Audit Committee regarding the effectiveness of the internal control system and ensured that relevant systems and processes were continuously improved. The Board also monitored significant risk issues that could impact the organization in order to strengthen the Company's stability and stakeholder confidence.

5. Corporate Governance and Business Ethics

The Board of Directors places importance on conducting business with integrity and promoting a corporate culture grounded in ethical standards and good governance.

The Board oversees the Company's compliance with its Corporate Governance Policy, Code of Conduct, and applicable legal and regulatory requirements. In addition, the Board emphasizes accurate, complete, and timely disclosure of both financial and non-financial information to ensure that shareholders, investors, and stakeholders have equal and fair access to information.

6. Consideration of Remuneration and Welfare for Directors and Senior Executives

The Board of Directors oversees the determination of remuneration and benefits for directors and senior executives to ensure that such remuneration is appropriate, fair, and transparent.

Remuneration is considered in alignment with the Company's performance, the responsibilities and roles of each position, and market competitiveness, in order to attract and retain qualified personnel and motivate them to perform effectively.

7. Consideration and Approval of Significant Transactions

The Board of Directors reviewed and approved significant transactions and business matters of the Company, including connected transactions, in strict compliance with the regulations of the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).

Measures to prevent conflicts of interest were also established to ensure that business operations are conducted in a transparent and fair manner.

8. Review and Revision of the Board of Directors Charter

In 2025, the Board of Directors reviewed and updated the Board of Directors Charter to ensure that it remains current and aligned with applicable laws, regulatory requirements, and good corporate governance practices.

The Charter was reviewed at the Board Meeting No. 3/2025, with the objective of ensuring that the roles, duties, and responsibilities of the Board remain clearly defined and appropriate to the Company's business context, while supporting effective corporate governance.

8.1.1 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
1. Mr. POONSAK THIAPAIRAT	Director (Non-executive directors, Independent director)	25 Feb 2004	Governance/ Compliance, Strategic Management, Leadership, Business Administration, Corporate Social Responsibility
2. Mrs. NALINEE NGAMSETTAMAS	Director (Non-executive directors)	10 Nov 2016	Business Administration, Leadership, Strategic Management, Finance, Banking
3. Mrs. PORNPILAIB BURASAI	Director (Non-executive directors)	15 Nov 2023	Business Administration, Banking, Strategic Management, Finance, Sustainability

Selection of independent directors

Criteria for selecting independent directors

The Company places great importance on having qualified independent directors who are able to perform their duties independently and play a significant role in overseeing the Company's operations in order to protect the interests of all shareholders on an equitable basis. Accordingly, the Company has established clear and transparent criteria, qualifications, and procedures for the nomination and selection of independent directors in accordance with the principles of good corporate governance, as well as the notifications of the Capital Market Supervisory Board and the regulations of the Stock Exchange of Thailand.

Criteria and Nomination Process for Independent Directors

The nomination of independent directors is under the responsibility of the Nomination, Remuneration and Sustainability Governance Committee, which performs its duties based on the principles of transparency and fairness, and in alignment with the Company's business strategy and risk profile. In this regard, the Nomination Committee considers candidates from various sources, including nominations by the Board of Directors, nominations by shareholders holding voting rights in aggregate not less than the percentage required by law, recommendations from external advisory firms, and the director database of the Thai Institute of Directors Association (IOD Director Pool).

The Nomination Committee considers the appropriateness of the overall structure and composition of the Board of Directors by using the Board Skill Matrix as a tool to assess the required skills, knowledge, expertise, and experience of independent directors. This ensures that the Board structure is aligned with the Company's strategic direction and business operations at each stage of development. The names of qualified candidates are then proposed to the Board of Directors for consideration and approval, and subsequently submitted to the shareholders' meeting for appointment in accordance with the relevant procedures.

In the case where an independent director completes his or her term of office, the Nomination Committee may consider re-nomination for another term by taking into account the director's past performance, meeting attendance, continuity in oversight, and level of participation in the Board's duties.

Qualifications of Independent Directors

The Company requires that independent directors possess the qualifications prescribed by the Capital Market Supervisory Board and be capable of safeguarding the interests of all shareholders on an equitable basis. Independent directors must have no conflicts of interest and must be able to express independent opinions in Board meetings. In this regard, independent directors must meet the Company's definition of independent directors as follows:

- Holding shares not exceeding one percent of the total voting shares of the Company, its subsidiaries, associated companies, major shareholders, or controlling persons of the Company, including shares held by related persons of such independent director.
- Not being or having previously been a director involved in management, employee, staff member, salaried advisor, or controlling person of the Company, its subsidiaries, associated companies, companies within the same group, major shareholders, or controlling persons of the Company, unless such status has ceased for at least two years prior to the date of submitting an application to the Office. This exclusion does not include cases where a person previously served as a government official or advisor to a government agency that is a major shareholder or controlling person of the Company.
- Not being a person related by blood or legal registration, such as father, mother, spouse, sibling, or child, including the spouse of a child, of another director, executive, major shareholder, controlling person, or a person nominated to be a director or executive of the Company or its subsidiaries.
- Having no current or prior business relationship with the Company, its subsidiaries, associated companies, major shareholders, or controlling persons of the Company in a manner that may interfere with the exercise of independent judgment. This includes not being or having previously been a significant shareholder or controlling

person of any entity having a business relationship with the Company, unless such status has ceased for at least two years prior to the date of submitting an application to the Office.

Such business relationships include commercial transactions, lease or rental of real estate, transactions relating to assets or services, provision or receipt of financial assistance, borrowing, guarantees, or the provision of assets as collateral which results in liabilities amounting to three percent or more of the Company's net tangible assets, or twenty million baht or more, whichever is lower.

- Not being or having previously been an auditor of the Company, its subsidiaries, associated companies, major shareholders, or controlling persons of the Company, and not being a significant shareholder, controlling person, or partner of the audit firm, unless such status has ceased for at least two years prior to the date of submitting an application to the Office.
- Not being or having previously been a professional service provider, including a legal advisor or financial advisor, receiving service fees exceeding two million baht per year from the Company, its subsidiaries, associated companies, major shareholders, or controlling persons of the Company, and not being a significant shareholder, controlling person, or partner of such service provider, unless such status has ceased for at least two years prior to the date of submitting an application to the Office.
- Not being a director appointed as a representative of a director of the Company, a major shareholder, or a shareholder who is related to a major shareholder.
- Having no other characteristics that may prevent the independent expression of opinions regarding the Company's operations.
- Not operating a business of the same nature and in significant competition with the Company or its subsidiaries, and not being a significant partner, director involved in management, employee, staff member, salaried advisor, or holding more than one percent of shares in another company that operates a business in competition with the Company or its subsidiaries.
- Not being a director assigned by the Board to make decisions in the management of the Company, its subsidiaries, associated companies, companies within the same group, major shareholders, or controlling persons of the Company, and not being a director of the Company, its subsidiaries, or companies within the same group.

After appointment, an independent director may be assigned by the Board to participate in decision-making in the form of collective decision-making without affecting his or her independence.

The qualifications specified in items (2), (4), (5), and (6) shall apply for a period of not less than two years prior to the date of submitting the application to the Office, as prescribed by law.

In the event that the Company appoints a person who has or previously had business relationships or professional service relationships exceeding the prescribed thresholds, the Company shall apply the relaxation criteria by obtaining the opinion of the Board of Directors confirming that such appointment does not affect the individual's ability to perform duties independently. The Company will also disclose relevant information in the notice of shareholders' meeting as required by law.

Review and Confirmation of Independence

The Company conducts an annual review and confirmation of the qualifications and independence of independent directors through a self-certification process and review by the independent directors' meeting to ensure that independent directors continue to possess the required qualifications and are able to perform their duties independently throughout their tenure.

In 2025, the Company found that none of the independent directors had or previously had any business relationships or professional service relationships with the Company, its subsidiaries, associated companies, major shareholders, or controlling persons of the Company exceeding the thresholds prescribed by the notifications of the Capital Market Supervisory Board.

Business or professional relationships of independent directors over the past year

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

Selection of directors and the highest-ranking executive

The Board of Directors of AIRA Factoring Public Company Limited places great importance on the systematic, transparent, and fair nomination and appointment of directors and top executives. Such processes are conducted with due consideration of the Company's business strategy, growth direction, risk profile, and operating environment, as well as the protection of the interests of shareholders and all stakeholder groups, in accordance with the principles of good corporate governance.

The Company has assigned the Nomination, Remuneration and Sustainability Governance Committee, which comprises independent directors as key members, to establish the criteria, screen, and select qualified candidates. The Committee then proposes suitable nominees to the Board of Directors for consideration. This process emphasizes independence, transparency, and the best interests of the Company and its shareholders as a whole.

Method for selecting directors and the highest-ranking executive

Nomination of Directors

In the nomination of directors, the Nomination Committee considers the appropriateness of the overall structure, size, and composition of the Board of Directors, including the required skills, knowledge, expertise, and experience. The Board Skill Matrix is used as a reference tool to ensure that the Board structure aligns with the Company's business needs and strategic direction at each stage of its development, while also promoting diversity in terms of skills, perspectives, and experience.

Sources of director candidates include:

- Nominations from members of the Board of Directors
- Nominations from shareholders holding not less than 5 percent of the total voting shares of the Company
- Recommendations from external advisory firms
- The director database of the Thai Institute of Directors Association (IOD Director Pool)

Once the Nomination Committee determines that the nominated candidate possesses the required qualifications in accordance with the established criteria, the candidate's name will be proposed to the Board of Directors for consideration and approval, and subsequently submitted to the shareholders' meeting for appointment in accordance with the relevant procedures.

Nomination of Top Executives

For the nomination of top executives, the Board of Directors assigns the Nomination, Remuneration and Sustainability Governance Committee to determine the criteria and procedures for selecting suitable candidates. The selection process takes into consideration the candidates' knowledge, capabilities, skills, experience, understanding of the business, and their potential to drive the organization toward achieving the strategic objectives established by the Board of Directors.

The Nomination Committee will propose the names of qualified candidates for top executive positions, together with supporting rationale, to the Board of Directors for consideration and appointment in accordance with the relevant procedures. In addition, the Board takes into account succession planning in order to support management continuity and ensure the Company's long-term stability and sustainable growth.

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

Number of directors from major shareholders

During the past year, the Company had one director representing a major shareholder. In this regard, the Board of Directors carefully considered the composition of the Board by taking into account appropriateness, diversity, and balance among directors representing major shareholders, independent directors, and other types of directors. This is to ensure that corporate governance is conducted efficiently, transparently, and with due regard to the equitable treatment of all shareholders.

The Company places importance on the role of independent directors in providing checks and balances in the decision-making process and overseeing that the Board's operations are conducted in accordance with the principles of good corporate governance, without domination by major shareholders, and in line with the corporate governance principles of the Stock Exchange of Thailand.

Number of directors from each group of major shareholders over the past year (persons) :	1

Rights of minority shareholders on director appointment

English Translation

The Company places great importance on the principles of good corporate governance and the equitable protection of the rights of all shareholders, including minority investors. The Company therefore provides shareholders with the opportunity to participate in the nomination and appointment of directors in order to enhance transparency, fairness, and confidence in the Company's corporate governance practices.

Right to Nominate Candidates for Directorship

Shareholders have the right to nominate qualified individuals for consideration as directors of the Company in accordance with the criteria established by the Company, as follows:

- Shareholders holding shares in aggregate of not less than 5 percent of the total voting shares of the Company are entitled to nominate a candidate for consideration as a director.
- The nomination must be submitted in writing and delivered to the Company within the specified period prior to the shareholders' meeting.
- The nominated candidate must possess qualifications in accordance with applicable laws, the Company's Articles of Association, and the regulations of the Stock Exchange of Thailand, and must not possess any prohibited characteristics as prescribed by the Securities and Exchange Commission (SEC).

Consideration and Appointment Process for Director Candidates Nominated by Shareholders

The Nomination, Remuneration and Sustainability Governance Committee is responsible for reviewing the qualifications of nominated candidates by considering their knowledge, capabilities, skills, experience, and suitability with the structure and composition of the Board of Directors. If the candidate is deemed qualified, the Committee will propose the nomination to the Board of Directors for consideration and approval before submitting it to the shareholders' meeting for appointment in accordance with the relevant procedures.

Election of Directors at the Shareholders' Meeting

For the election of directors, the Company adopts the individual voting method, whereby each nominee is voted on separately. A candidate must receive votes of approval not less than a majority of the total votes of shareholders present and entitled to vote at the meeting.

The Company does not adopt cumulative voting, as stipulated in the Company's Articles of Association.

Promotion of Minority Shareholders' Rights

The Company has a policy to provide shareholders, particularly minority shareholders, with the opportunity to nominate director candidates in advance of the Annual General Meeting of Shareholders (AGM). The criteria and procedures for such nominations are disclosed through the Company's website and other appropriate communication channels to promote shareholder participation and transparency in corporate governance.

In 2025, the Company invited shareholders to submit nominations of candidates for directorship during the period from 1 October to 31 December 2025. However, no shareholders submitted nominations for consideration during such period.

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

Setting qualifications for the selection of directors

Determination of Qualifications for the Nomination of Directors

The Board of Directors places great importance on systematically defining the qualifications of directors in order to ensure that the Board has an appropriate composition and is able to perform its oversight duties effectively and transparently, in accordance with the principles of good corporate governance. This also supports the Company's long-term business operations and strategic direction.

The Board of Directors has assigned the Nomination, Remuneration and Sustainability Governance Committee to establish the criteria and qualifications for individuals to be nominated as directors. The Committee considers the following key factors:

1. General Qualifications and Legal Requirements

Directors must possess all required qualifications and must not have any prohibited characteristics as prescribed under the Public Limited Companies Act, the Securities and Exchange Act, the Company's Articles of Association, and the regulations of relevant regulatory authorities. Directors must also perform their duties with integrity, prudence, and responsibility toward shareholders and all stakeholders.

2. Knowledge, Competence, and Experience Relevant to the Business

The Nomination Committee considers candidates who possess knowledge, capabilities, skills, and experience that are beneficial to the Company's business operations. Consideration is given to the nature of the Company's business, risk management, corporate strategy, and corporate governance, so that the Board can provide appropriate guidance and make sound strategic decisions.

3. Board Diversity

The Company recognizes the importance of Board diversity in terms of skills, expertise, experience, gender, age, and perspectives. The Board Skill Matrix is used as a supporting tool in the selection process to ensure a balanced Board structure capable of overseeing the Company across multiple governance dimensions.

4. Independence and Avoidance of Conflicts of Interest

In the nomination of directors, particularly independent directors, the Company considers independence, the ability to provide impartial opinions, and the absence of conflicts of interest. This ensures transparent oversight and the equitable protection of the interests of all shareholders.

5. Availability and Active Participation

Directors must have sufficient time and availability to regularly attend meetings of the Board of Directors and its subcommittees. They must also demonstrate commitment to fulfilling their duties and actively participate in corporate governance and the continuous development of the organization.

Nomination and Appointment Process

When the Nomination Committee determines that a candidate possesses the appropriate qualifications, the candidate's name will be proposed to the Board of Directors for consideration and approval. The nomination will then be submitted to the shareholders' meeting for consideration and appointment in accordance with the prescribed procedures. This process ensures that the nomination and appointment of directors are conducted in a transparent, fair, and verifiable manner.

Information on the development of directors

Development of directors over the past year

Development of Directors' Knowledge and Capabilities During the Year

During the past year, the Company placed significant importance on the continuous development of the knowledge and capabilities of its Board of Directors in order to support the effective performance of their oversight responsibilities, the formulation of strategic direction, and the management of organizational risks in alignment with the rapidly changing business environment.

The Company's directors participated in training programs, seminars, and knowledge-enhancement activities organized by recognized institutions such as the Thai Institute of Directors (IOD), The Stock Exchange of Thailand (SET), and other relevant organizations. These programs aim to strengthen knowledge in key areas related to directors' responsibilities, including corporate governance, risk management, corporate strategy, digital technology, and sustainability (ESG).

In 2025, all directors participated in knowledge development activities relevant to their roles as directors, including seminars on ESG and sustainability, strategic risk management, corporate governance in the digital era, and the application of technology and artificial intelligence (AI) to support decision-making and corporate oversight.

Director Training Programs in Accordance with IOD Standards

The Company recognizes the importance of enhancing directors' knowledge through director training programs organized by the Thai Institute of Directors (IOD) to strengthen their understanding of directors' roles and responsibilities, corporate governance, and board-level risk management.

Currently, more than 75 percent of the Company's directors have completed director training programs offered by the IOD, and all directors participated in knowledge development activities during the past year.

Details of the directors' participation in IOD training programs are as follows:

- **Directors Accreditation Program (DAP):** 7 directors out of a total of 10 directors
- **Directors Certification Program (DCP):** 6 directors out of a total of 10 directors
- **Audit Committee Program (ACP):** 2 directors out of a total of 10 directors
- **Director Leadership Certification Program (DLCP):** 2 directors out of a total of 10 directors
- **Role of Chairman Program (RCP):** 2 directors out of a total of 10 directors
- **Corporate Governance for Capital Market Intermediaries (CGI):** 1 director out of a total of 10 directors
- **Chartered Director Program:** 1 director out of a total of 10 directors
- **IT Governance and Cyber Resilience Program:** 1 director out of a total of 10 directors
- **Risk Management Program for Corporate Leaders:** 1 director out of a total of 10 directors
- **Finance for Non-Finance Director (FN):** 1 director out of a total of 10 directors
- **Strategic Board Master Class (SBM):** 1 director out of a total of 10 directors

Director Orientation

The Company organizes an orientation program for newly appointed directors to ensure they are adequately prepared before commencing their duties. In 2025, the Company conducted one orientation session for a new director on 9 September 2025 at the Company's office.

The orientation covered key topics such as:

- The Company's organizational structure and business nature
- Business strategies and operational direction
- Corporate governance structure
- Roles and responsibilities of the Board of Directors
- Risk management and internal control systems

Senior executives of the Company participated in the orientation to provide information in their respective areas of responsibility, enabling newly appointed directors to gain a comprehensive understanding of the business and effectively perform their governance duties from the beginning of their tenure.

Support and Monitoring of Directors' Development

The **Company Secretary** is responsible for supporting and coordinating director development by regularly informing directors of available training programs and knowledge development activities. The Company Secretary also monitors directors' participation in such programs to ensure that directors continue to develop knowledge relevant to their responsibilities and keep abreast of evolving corporate governance practices.

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. SORASIT SOONTORNKES (Chairman of the board of directors, Independent director)	Participating	Other • 2025: AI and Everyday Life (Workshop) • 2025: ESG Risks Mitigation • 2025: Forum 2025: Role of Independent Directors • 2025: ISSB Standards (IFRS S2)
2. Mr. POONSAK THIAPAIRAT (Director, Independent director)	Participating	Thai Institute of Directors (IOD) • 2025: ESG in the Boardroom: A Practical Guide for Board (ESG) Other • 2025: AI and Everyday Life (Workshop) • 2025: Audit Committee Forum 2025 • 2025: Director Forum 2025 • 2025: Director Forum 2025: Future-Ready Boards: Board Nomination and Compensation Strategies • 2025: ESG Risks Mitigation • 2025: ISSB Standards (IFRS S2)
3. Mr. VISIT VONGRUAMLARP (Director)	Participating	Other • 2025: ESG Risks Mitigation • 2025: ISSB Standards (IFRS S2)
4. Mrs. YAJAI PATTANASUKWASUN (Director, Independent director)	Participating	Other • 2025: AI and Everyday Life (Workshop) • 2025: Director Forum 2025: Future-Ready Boards: Board Nomination and Compensation Strategies • 2025: ESG Risks Mitigation • 2025: Forum 2025: Role of Independent Directors • 2025: ISSB Standards (IFRS S2) • 2025: Insight in SET: ID & AC Focus

List of directors	Participation in training in the past financial year	History of training participation
5. Mrs. NALINEE NGAMSETTAMAS (Director)	Participating	Other • 2025: AI and Everyday Life (Workshop) • 2025: Director Forum 2025: Future-Ready Boards: Board Nomination and Compensation Strategies • 2025: ESG Risks Mitigation • 2025: ISSB Standards (IFRS S2)
6. Mr. KUNAKORN MAKCHAIDEE (Director, Independent director)	Participating	Other • 2025: AI and Everyday Life (Workshop) • 2025: Audit Committee Forum 2025 • 2025: ESG Risks Mitigation • 2025: Forum 2025: Role of Independent Directors • 2025: ISSB Standards (IFRS S2)
7. Mr. AKRAWIT SOOKSAI (Director)	Participating	Thai Institute of Directors (IOD) • 2025: ESG in the Boardroom: A Practical Guide for Board (ESG) • 2025: Role of the Chairman Program (RCP) Other • 2025: AI and Everyday Life (Workshop) • 2025: ESG Risks Mitigation • 2025: Leadership Program on Trade and Development Strategy Class #1
8. Police Lieutenant Colonel NAVAPOL DAMRONGPONG (Director, Independent director)	Participating	Other • 2025: AI and Everyday Life (Workshop) • 2025: ESG Risks Mitigation • 2025: ISSB Standards (IFRS S2)

List of directors	Participation in training in the past financial year	History of training participation
9. Mrs. PORNPILAIB BURASAI (Director)	Participating	Other • 2025: AI and Everyday Life (Workshop) • 2025: ESG Risks Mitigation • 2025: ISSB Standards (IFRS S2)
10. Mrs. Ladavan Tanatanit (Director)	Participating	Other • 2025: AI and Everyday Life (Workshop) • 2025: ESG Risks Mitigation • 2025: ISSB Standards (IFRS S2)

Information on the evaluation of duty performance of directors

Criteria for evaluating the duty performance of the board of directors

Performance Evaluation of the Board of Directors and Subcommittees

The Company places importance on the performance evaluation of the Board of Directors and all Board subcommittees, with evaluations conducted at least once a year at both the individual and collective levels. This enables the Board to review its roles and responsibilities, as well as the effectiveness of its oversight of the organization. The evaluation results are also used as important information for management to improve and enhance the effectiveness of the Company's management and governance practices.

The Board self-assessment forms are designed with reference to sample evaluation forms provided by the Stock Exchange of Thailand (SET) and are further tailored to reflect the specific roles and responsibilities of each Board committee. In addition, the Company analyzes the evaluation results and reports them to the Board of Directors' meeting for acknowledgment and for use as guidance in improving management performance.

Evaluation Criteria

The Company requires an annual evaluation of the performance of the Board of Directors, all Board subcommittees (both on a collective and individual basis), and the Chief Executive Officer (CEO) at least once per year.

Evaluation Method

The evaluation is conducted using a five-level scoring system ranging from 0 to 4, as follows:

- **0** = Strongly disagree, or no action has been taken
- **1** = Disagree, or minimal action has been taken
- **2** = Agree to some extent, or moderate action has been taken
- **3** = Mostly agree, or good implementation has been achieved
- **4** = Strongly agree, or excellent implementation has been achieved
- **N/A** = Not applicable or insufficient information

Evaluation Process and Procedures

Review of Evaluation Forms

The Nomination, Remuneration and Sustainability Governance Committee plays an important role in reviewing and considering the evaluation forms for the performance assessment of the Board of Directors and the Chief Executive Officer. This ensures that the evaluation framework covers all key aspects of corporate governance and appropriately reflects the effectiveness of performance.

Once reviewed, the Committee proposes the evaluation forms to the Board of Directors for approval as the official annual evaluation framework, with the objective of enhancing the Board's performance standards and strengthening the Company's overall management effectiveness.

Conduct of the Evaluation

In 2025, the Board of Directors reviewed and approved the performance evaluation forms at Board of Directors Meeting No. 5/2025 to be used as the framework for the annual evaluation.

Thereafter, the secretary of each committee distributed the evaluation forms to directors for self-assessment at both the individual and committee levels. The evaluation process is designed to comprehensively reflect the roles, duties, and responsibilities of directors in a systematic manner.

Compilation and Reporting of Results

The Company Secretary is responsible for compiling and analyzing the evaluation results and preparing a summary report to be presented to the Board of Directors and the respective Board subcommittees for acknowledgment.

The evaluation results are used as key information to support the continuous improvement of the Board's performance and management practices, thereby enhancing the effectiveness of the Company's corporate governance.

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

Performance Evaluation Topics of the Board of Directors and Board Subcommittees in 2025

In 2025, the Company conducted performance evaluations of the Board of Directors and its subcommittees. The evaluation topics are summarized as follows:

Performance Evaluation of the Board of Directors (Collective)

Evaluation scope: 6 categories comprising a total of **74 items**, including:

- Board structure and qualifications
- Roles, duties, and responsibilities of the Board
- Board meetings
- Directors' performance
- Relationship with management
- Directors' self-development and executive development

Performance Evaluation of the Board of Directors (Individual)

Evaluation scope: 10 categories comprising a total of **44 items**, including:

- Board structure and qualifications
- Board meetings
- Roles, duties, and responsibilities of the Board

- Professional expertise and competence
- Independence
- Availability to perform duties
- Attention to duties and responsibilities
- Performance of duties on the Board
- Vision in creating long-term value for the organization
- Relationship with the Board and management

Performance Evaluation of the Audit Committee (Collective)

Evaluation scope: 6 categories comprising a total of **50 items**, including:

- Composition of the Audit Committee
- Training and resources
- Meetings
- Activities of the Audit Committee
- Relationship with the Head of Compliance and Internal Audit, external auditors, and management
- Future role of the Audit Committee

Performance Evaluation of the Audit Committee (Individual)

Evaluation scope: 3 categories comprising a total of **13 items**, including:

- Structure and qualifications of the Audit Committee
- Meetings
- Roles, duties, and responsibilities

Performance Evaluation of the Nomination and Remuneration Committee (Collective)

Evaluation scope: 3 categories comprising a total of **31 items**, including:

- Structure and qualifications of the Nomination and Remuneration Committee
- Meetings
- Roles and responsibilities regarding nomination and remuneration
- Roles and responsibilities regarding corporate governance and sustainability development

Performance Evaluation of the Nomination and Remuneration Committee (Individual)

Evaluation scope: 3 categories comprising a total of **13 items**, including:

- Structure and qualifications of the Nomination and Remuneration Committee
- Meetings
- Roles, duties, and responsibilities

Performance Evaluation of the Executive Committee (Collective)

Evaluation scope: 3 categories comprising a total of **18 items**, including:

- Committee structure and qualifications
- Meetings
- Roles and responsibilities

Performance Evaluation of the Executive Committee (Individual)

Evaluation scope: 3 categories comprising a total of **13 items**, including:

- Committee structure and qualifications
- Meetings

- Roles, duties, and responsibilities

Performance Evaluation of the Credit Committee (Collective)

Evaluation scope: 3 categories comprising a total of **18 items**, including:

- Committee structure and qualifications
- Meetings
- Roles and responsibilities

Performance Evaluation of the Credit Committee (Individual)

Evaluation scope: 3 categories comprising a total of **13 items**, including:

- Committee structure and qualifications
- Meetings
- Roles, duties, and responsibilities

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	98.22	100
	Self-assessment	97.50	100
	Cross-assessment (assessment of another director)	None	None
The Nomination and Remuneration Committee	Group assessment	96.74	100
	Self-assessment	98.08	100
	Cross-assessment (assessment of another director)	None	None
Audit Committee	Group assessment	96.74	100
	Self-assessment	98.08	100
	Cross-assessment (assessment of another director)	None	None
Executive Committee	Group assessment	94.44	100
	Self-assessment	95.83	100
	Cross-assessment (assessment of another director)	None	None
Credit Committee	Group assessment	98.26	100
	Self-assessment	99.52	100
	Cross-assessment (assessment of another director)	None	None

8.1.2 Meeting attendance and remuneration payment to each board member

Meeting attendance of the board of directors

Board of Directors' Meetings

As stipulated in the Board of Directors' Charter, the Company has established practices regarding Board meetings to ensure effective corporate governance. The Board of Directors is required to convene at least once every quarter, and additional meetings may be held as necessary. The Company prepares an annual schedule of Board and sub-

committee meetings in advance and notifies all directors at the beginning of the year so that they can appropriately allocate their time to attend the meetings.

The schedule of Board meetings is aligned with the Company's financial reporting cycle. Board meetings are scheduled to review and approve the financial statements approximately 5–7 days prior to the disclosure of financial information to the Stock Exchange of Thailand (SET) each quarter. This allows the Board sufficient time to carefully review the financial information before it is publicly disclosed.

In addition, the Company regularly schedules the fifth Board meeting of the year in mid-December (approximately between 10–15 December) to review the Company's operating performance during the past year, monitor the progress of the business plan, and consider the business direction for the following year.

For each meeting, the Company prepares a clear meeting agenda, which includes matters for consideration, matters for acknowledgment, and matters for discussion and exchange of opinions. Supporting documents are delivered to directors at least five business days in advance so that they have sufficient time to review the information before attending the meeting.

All Board meetings are conducted in a Hybrid Meeting format, allowing directors to attend either in person at the meeting venue (Onsite Meeting) or via electronic means (e-Meeting) in accordance with applicable laws and regulations. This arrangement facilitates directors' participation and ensures the efficiency of the meetings. The Company encourages all directors to attend meetings actively and aims to achieve 100% attendance of directors at Board meetings.

For agenda items requiring resolutions, the Board Charter stipulates that at least two-thirds of the total number of directors must be present to constitute a quorum for considering and passing resolutions.

During Board meetings, relevant executives may be invited to attend meetings in order to provide information for the Board's consideration on matters related to their responsibilities. The Chairman ensures that adequate time is allocated for directors to freely express their views. The Company Secretary is responsible for preparing the minutes of the meetings. Once approved by the Board, the minutes are properly maintained, and directors may request additional information through the Company Secretary at any time.

Furthermore, to promote independent oversight, the Company arranges Non-Executive Directors' Meetings (NED Meetings) without the presence of management. These meetings provide an opportunity for directors to exchange views regarding corporate governance, the management's performance, and other key issues related to the Company's business operations. In 2025, the Company held one Non-Executive Directors' Meeting and one Independent Directors' Meeting.

Following such meetings, the Chairman of the Board or the Independent Directors summarize the key issues and recommendations arising from the discussions and communicate them to the Chief Executive Officer (CEO) and management for further consideration and improvement of the Company's operations.

The Company also discloses the attendance of each director at Board meetings on an individual basis. The Board meetings are conducted in a hybrid format, comprising both Onsite Meetings and electronic meetings (e-Meeting), to facilitate directors' participation and ensure transparency, efficiency, and accountability in corporate governance.

Details of each director's attendance are presented in the Table of Attendance at the Board of Directors' Meetings in 2025.

Attendance at the Board of Directors' Meetings in 2025

Attendance at the Board of Directors' Meetings in 2025

No.	Name	Position	Meeting 1	Meeting 2	Meeting 3	Meeting 4	Meeting 5	Independent Directors' Meeting	Non-Executive Directors' Meeting
1	Mr. Sorasit Soontornkes	Chairman of the Board	Onsite	e-Meeting	e-Meeting	e-Meeting	Onsite	Onsite	Onsite
2	Mr. Kunakorn Makchaidee	Director	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting
3	Mrs. Yajai Pattanasukwasun	Director	e-Meeting	e-Meeting	Onsite	Onsite	e-Meeting	e-Meeting	e-Meeting
4	Mr. Poonsak Thiapairat	Director	Onsite	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting
5	Mrs. Ladavan Tanatanit	Director	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting	n.a.	e-Meeting
6	Mr. Visit Vongruamlarp	Director	Onsite	e-Meeting	e-Meeting	e-Meeting	e-Meeting	n.a.	e-Meeting
7	Mrs. Nalinee Ngamsettamas	Director	Onsite	Onsite	Onsite	Onsite	Onsite	n.a.	e-Meeting
8	Admiral Navapol Damrongpong	Director	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting	e-Meeting
9	Mrs. Pornpilai Burasai	Director	e-Meeting	e-Meeting	e-Meeting	e-Meeting	Onsite	n.a.	Onsite
10	Mr. Akrawit Sooksai	Director	Onsite	Onsite	Onsite	Onsite	Onsite	n.a.	n.a.

Meeting attendance of the board of directors

Number of the board of directors meeting over the past year (times) : 5

Date of AGM meeting : 21 Apr 2025

EGM meeting : No

Details of the board of directors' meeting attendance

List of directors	Number of Board Meeting			AGM meetings			EGM meetings		
	Meeting attendance (times)	/	Meeting attendance rights (times)	Meeting attendance (times)	/	Meeting attendance rights (times)	Meeting attendance (times)	/	Meeting attendance rights (times)
1. Mr. SORASIT SOONTORNKES (Chairman of the board of directors, Independent director)	5	/	5	1	/	1	N/A	/	N/A
2. Mr. POONSAK THIAPAIRAT (Director, Independent director)	5	/	5	1	/	1	N/A	/	N/A
3. Mr. VISIT VONGRUAMLARP (Director)	5	/	5	1	/	1	N/A	/	N/A
4. Mrs. YAJAI PATTANASUKWASUN (Director, Independent director)	5	/	5	1	/	1	N/A	/	N/A
5. Mrs. NALINEE NGAMSETTAMAS (Director)	5	/	5	1	/	1	N/A	/	N/A
6. Mr. KUNAKORN MAKCHAIDEE (Director, Independent director)	5	/	5	1	/	1	N/A	/	N/A
7. Mr. AKRAWIT SOOKSAI (Director)	5	/	5	1	/	1	N/A	/	N/A
8. Police Lieutenant Colonel NAVAPOL DAMRONGPONG (Director, Independent director)	5	/	5	1	/	1	N/A	/	N/A
9. Mrs. PORNPILAIB BURASAI (Director)	5	/	5	1	/	1	N/A	/	N/A

List of directors	Number of Board Meeting			AGM meetings			EGM meetings		
	Meeting attendance (times)	/	Meeting attendance rights (times)	Meeting attendance (times)	/	Meeting attendance rights (times)	Meeting attendance (times)	/	Meeting attendance rights (times)
10. Mrs. Ladavan Tanatanit (Director)	5	/	5	1	/	1	N/A	/	N/A

Summary of the board of directors' meeting attendance rate

List of directors	Board of directors' meeting attendance rate	AGM meeting attendance rate	EGM meeting attendance rate
1. Mr. SORASIT SOONTORNKES (Chairman of the board of directors, Independent director)	5/5 (100.00%)	1/1 (100.00%)	N/A
2. Mr. POONSAK THIAPAIRAT (Director, Independent director)	5/5 (100.00%)	1/1 (100.00%)	N/A
3. Mr. VISIT VONGRUAMLARP (Director)	5/5 (100.00%)	1/1 (100.00%)	N/A
4. Mrs. YAJAI PATTANASUKWASUN (Director, Independent director)	5/5 (100.00%)	1/1 (100.00%)	N/A
5. Mrs. NALINEE NGAMSETTAMAS (Director)	5/5 (100.00%)	1/1 (100.00%)	N/A
6. Mr. KUNAKORN MAKCHAIDEE (Director, Independent director)	5/5 (100.00%)	1/1 (100.00%)	N/A
7. Mr. AKRAWIT SOOKSAI (Director)	5/5 (100.00%)	1/1 (100.00%)	N/A
8. Police Lieutenant Colonel NAVAPOL DAMRONGPONG (Director, Independent director)	5/5 (100.00%)	1/1 (100.00%)	N/A
9. Mrs. PORNPILAIB BURASAI (Director)	5/5 (100.00%)	1/1 (100.00%)	N/A
10. Mrs. Ladavan Tanatanit (Director)	5/5 (100.00%)	1/1 (100.00%)	N/A
Average meeting attendance rate	**(100.00%)**	**100.00%**	**N/A**

Remuneration of the board of directors

Types of remuneration of the board of directors

Directors' Remuneration Structure

The Company determines the structure of directors' remuneration with reference to industry practices to ensure that the remuneration is appropriate and commensurate with the duties, responsibilities, and time devoted to the performance of directors' roles. The Company is committed to providing remuneration at a level sufficient to attract qualified individuals to serve as directors and to retain capable directors who are able to perform their duties with dedication and commitment in creating value for the organization.

In addition, the Company considers benchmarking directors' remuneration against other companies within the same industry as well as the average levels of listed companies. The remuneration survey report for directors of listed companies issued by the Thai Institute of Directors Association (IOD) is also used as a reference in determining appropriate remuneration levels.

The Nomination and Remuneration Committee is responsible for reviewing directors' remuneration on an annual basis and proposing the remuneration structure to the Board of Directors for consideration and approval, before submitting it to the Annual General Meeting of Shareholders for approval.

Directors' Remuneration Structure

- **Meeting Allowance**
  Remuneration paid to the Chairman of the Board and directors for attending meetings of the Board of Directors and its subcommittees. Such remuneration is paid on a per-meeting basis only when the directors attend the meetings.
- **Directors' Bonus**
  Remuneration paid to directors once a year, which is determined based on the Company's operating performance in each year.
- **ther Benefits**
  The Company does not provide any other benefits to directors apart from the remuneration specified above.

Remuneration of the board of directors

Directors' Remuneration for the Year 2025

The Annual General Meeting of Shareholders for the year 2025, held on 21 April 2025, approved the directors' remuneration for the year 2025 in the form of meeting allowances, with details as follows:

Meeting Allowance for the Board of Directors

- **Chairman of the Board:**THB 27,000 per meeting
  Director:THB 17,000 per meeting

Remark: Executive directors receive half of the meeting allowance.

Meeting Allowance for the Audit Committee

- **Chairman of the Audit Committee:**THB 25,000 per meeting
  Audit Committee Member:THB 17,000 per meeting

Meeting Allowance for the Nomination and Remuneration and Sustainability Governance Committee

- **Chairman of the Committee:**THB 20,000 per meeting
  Committee Member:THB 17,000 per meeting

Remark: Executive directors receive half of the meeting allowance.

Meeting Allowance for the Executive Committee

- **Chairman of the Executive Committee:**THB 15,000 per meeting
  Executive Committee Member:THB 10,000 per meeting

Remark: Executive directors do not receive meeting allowances.

Meeting Allowance for the Credit Committee

- **Chairman of the Credit Committee:**THB 15,000 per meeting
  Credit Committee Member:THB 10,000 per meeting

Remark: Executive directors do not receive meeting allowances.

Other Benefits

- **None**

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. SORASIT SOONTORNKES (Chairman of the board of directors, Independent director)			**135,000.00**		**N/A**
Board of Directors (Chairman of the board of directors)	135,000.00	0.00	135,000.00	No	
2. Mr. POONSAK THIAPAIRAT (Director, Independent director)			**267,000.00**		**N/A**
Board of Directors (Director)	85,000.00	0.00	85,000.00	No	
Audit Committee (Member of the audit committee)	102,000.00	0.00	102,000.00	No	
The Nomination and Remuneration Committee (The chairman of the subcommittee)	80,000.00	0.00	80,000.00	No	
3. Mr. VISIT VONGRUAMLARP (Director)			**85,000.00**		**N/A**

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	85,000.00	0.00	85,000.00	No	
4. Mrs. YAJAI PATTANASUKWASUN (Director, Independent director)			**303,000.00**		**N/A**
Board of Directors (Director)	85,000.00	0.00	85,000.00	No	
Audit Committee (Chairman of the audit committee)	150,000.00	0.00	150,000.00	No	
The Nomination and Remuneration Committee (Member of the subcommittee)	68,000.00	0.00	68,000.00	No	
5. Mrs. NALINEE NGAMSETTAMAS (Director)			**153,000.00**		**N/A**
Board of Directors (Director)	85,000.00	0.00	85,000.00	No	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
The Nomination and Remuneration Committee (Member of the subcommittee)	68,000.00	0.00	68,000.00	No	
6. Mr. KUNAKORN MAKCHAIDEE (Director, Independent director)			**187,000.00**		**N/A**

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	85,000.00	0.00	85,000.00	No	
Audit Committee (Member of the audit committee)	102,000.00	0.00	102,000.00	No	
7. Mr. AKRAWIT SOOKSAI (Director)			**42,500.00**		**N/A**
Board of Directors (Director)	42,500.00	0.00	42,500.00	No	
Executive Committee (Member of the executive committee)	0.00	0.00	0.00	No	
Enterprise Risk Management Sub-Committee (ERM Sub-Committee) (The chairman of the subcommittee)	0.00	0.00	0.00	No	
Sustainability Development Sub-Committee (The chairman of the subcommittee)	0.00	0.00	0.00	No	
Credit Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
8. Police Lieutenant Colonel NAVAPOL DAMRONGPONG (Director, Independent director)			**85,000.00**		**N/A**

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Board of Directors (Director)	85,000.00	0.00	85,000.00	No	
9. Mrs. PORNPILAIB BURASAI (Director)			**85,000.00**		**N/A**
Board of Directors (Director)	85,000.00	0.00	85,000.00	No	
10. Mrs. Ladavan Tanatanit (Director)			**85,000.00**		**N/A**
Board of Directors (Director)	85,000.00	N/A	85,000.00	-	
11. Mr. CHANON CHOTEVIJIT (The chairman of the executive committee)			**135,000.00**		**N/A**
Executive Committee (The chairman of the executive committee)	135,000.00	0.00	135,000.00	No	
12. Mr. Ekawat Piriyawarasakul (Member of the executive committee)			**90,000.00**		**N/A**
Executive Committee (Member of the executive committee)	90,000.00	0.00	90,000.00	No	
13. Mr. Suthiporn Tanthikul (Member of the executive committee)			**30,000.00**		**N/A**

Names of directors / Board of directors	Company				Total monetary remuneration from subsidiaries (Baht)
	Meeting allowance	Other monetary remuneration	Total (Baht)	Non-monetary remuneration	
Executive Committee (Member of the executive committee)	30,000.00	0.00	30,000.00	No	
14. Mr. Piroon Paireepairit (Member of the executive committee)			**90,000.00**		**N/A**
Executive Committee (Member of the executive committee)	90,000.00	0.00	90,000.00	No	
15. Mrs. Nongluk Chantarasombat (The chairman of the subcommittee)			**165,000.00**		**N/A**
Credit Committee (The chairman of the subcommittee)	165,000.00	0.00	165,000.00	No	
16. Mr. Pongsakorn Sangvijit (Vice-chairman of the subcommittee)			**0.00**		**N/A**
Enterprise Risk Management Sub-Committee (ERM Sub-Committee) (Vice-chairman of the subcommittee)	0.00	0.00	0.00	No	
Sustainability Development Sub-Committee (Vice-chairman of the subcommittee)	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	
17. Mr. Watana Sangvongmai (Member of the subcommittee)			**110,000.00**		**N/A**
Credit Committee (Member of the subcommittee)	110,000.00	0.00	110,000.00	No	
18. Mr. Pattawut Veerapradit (Member of the subcommittee)			**0.00**		**N/A**
Enterprise Risk Management Sub-Committee (ERM Sub-Committee) (Member of the subcommittee)	0.00	0.00	0.00	No	
19. Mr. PATTAWAT VEERAPRADIT (Member of the subcommittee)			**0.00**		**N/A**
Sustainability Development Sub-Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
20. Mr. Sirisak Borisuitsawat (Member of the subcommittee)			**0.00**		**N/A**
Enterprise Risk Management Sub-Committee (ERM Sub-Committee) (Member of the subcommittee)	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	
21. Mr. Vutipong Kittichanteera (Member of the subcommittee)			**0.00**		**N/A**
Sustainability Development Sub-Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
22. Mr. Pipob Jirawongsakorn (Member of the subcommittee)			**0.00**		**N/A**
Enterprise Risk Management Sub-Committee (ERM Sub-Committee) (Member of the subcommittee)	0.00	0.00	0.00	No	
23. Mrs. Pornsiri Kusolputchong (Member of the subcommittee)			**0.00**		**N/A**
Sustainability Development Sub-Committee (Member of the subcommittee)	0.00	0.00	0.00	No	
24. Mr. Sirivat Nuntagowit (Member of the subcommittee)			**0.00**		**N/A**
Enterprise Risk Management Sub-Committee (ERM Sub-Committee) (Member of the subcommittee)	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	
25. Mr. Suthiporn Tanthikul (Member of the executive committee)			**170,000.00**		**N/A**
Executive Committee (Member of the executive committee)	60,000.00	0.00	60,000.00	No	
Credit Committee (Member of the subcommittee)	110,000.00	N/A	110,000.00	No	

Summary of the remuneration of each committee over the past year

Names of board members	Meeting allowance	Other monetary remuneration	Total (Baht)
1. Board of Directors	857,500.00	0.00	857,500.00
2. Audit Committee	354,000.00	0.00	354,000.00
3. Executive Committee	405,000.00	0.00	405,000.00
4. The Nomination and Remuneration Committee	216,000.00	0.00	216,000.00
5. Credit Committee	385,000.00	0.00	385,000.00
6. Enterprise Risk Management Sub-Committee (ERM Sub-Committee)	0.00	0.00	0.00
7. Sustainability Development Sub-Committee	0.00	0.00	0.00

Remunerations or benefits pending payment to the board of directors

Remunerations or benefits pending payment to the board of directors over the past year (Baht) : 0.00

8.1.3 Supervision of subsidiaries and associated companies

Mechanism for overseeing subsidiaries and associated companies

Does the Company have subsidiaries and associated companies : No

Mechanism for overseeing subsidiaries and associated companies : No / In Progress

At present, the Company has no subsidiaries or associated companies. Therefore, no governance mechanisms for subsidiaries or associated companies have been established.

Disclosure of agreements between the company and shareholders in managing subsidiaries and associated companies (Shareholders' agreement)

At present, the Company has no subsidiaries or associated companies, and there are no agreements between the Company and other shareholders regarding the management of subsidiaries or associated companies (Shareholders' Agreement).

8.1.4 The monitoring of compliance with corporate governance policy and guidelines

Prevention of conflicts of interest

Measures for Preventing Conflicts of Interest

The Company places importance on the prevention of conflicts of interest to ensure that its business operations are conducted with transparency, fairness, and accountability. The Company has therefore established monitoring and oversight measures to ensure that directors, executives, and employees at all levels strictly comply with the relevant policies and guidelines. The key practices are as follows:

1. Communication and Awareness

- The Company regularly organizes training programs and communicates policies relating to conflicts of interest to directors, executives, and employees at all levels. Such information is also disseminated through internal communication channels, including policy documents, e-learning systems, and internal meetings.
- Employees may seek advice regarding situations that may give rise to potential conflicts of interest from responsible units, such as the Corporate Governance Department or the Legal Department, to ensure that decisions are made in accordance with ethical principles and the Company's policies.

2. Disclosure and Reporting

- Directors, executives, and employees are required to disclose any transactions or relationships that may give rise to conflicts of interest. Such disclosures must be accurate, complete, and transparent so that the Company can appropriately evaluate and consider the matter.
- The Company prepares reports on related party transactions and disclosures of personal interests of directors and executives on an annual basis, as well as when significant changes occur, in compliance with applicable laws and regulations.

3. Oversight and Monitoring

- The Company assigns the Corporate Governance function, the Internal Audit Department, and the Audit Committee to monitor and review compliance with the conflict-of-interest prevention policy to ensure that all processes are conducted in a transparent and fair manner.
- In the event that any violation or indication of a conflict of interest is identified, the Company will conduct an investigation and impose disciplinary measures in accordance with the Company's regulations. Such measures may include disciplinary warnings or other appropriate sanctions depending on the severity of the misconduct.

4. Whistleblowing Channels

- The Company provides secure and confidential channels for reporting suspected conflicts of interest or unethical conduct enabling employees and external parties to report concerns without fear of adverse consequences.
- The Company ensures protection for whistleblowers from retaliation or adverse actions, thereby promoting an organizational culture that upholds transparency and fairness.

Operations for conflict of interest prevention over the past year

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

Implementation of Conflict of Interest Prevention Measures During the Year

1. Prevention of the Use of Inside Information for Personal Gain

During the past year, the Company established a Blackout Period of 30 days prior to the announcement of financial statements or the disclosure of other material information to prevent the misuse of inside information. In addition, directors and executives are required to wait at least 24–48 hours after the public disclosure of such information before conducting any securities trading.

Furthermore, the Company requires directors and executives to report their securities holdings, as well as those of their spouses and minor children, on a quarterly basis, and to report such information to the Stock Exchange of Thailand (SET) in accordance with applicable regulations. The Company Secretary is responsible for reminding and closely monitoring compliance with these requirements.

2. Management of Conflicts of Interest in Related Party Transactions

The Company discloses details of related party transactions to the Stock Exchange of Thailand and shareholders in accordance with the applicable rules and regulations. Such transactions are also reported to the Board of Directors on a quarterly basis and disclosed in the Annual Report to ensure transparency and accountability.

3. Disclosure of Interests of Directors and Executives

The Company Secretary is responsible for collecting relevant information and submitting it to the Board of Directors for consideration to ensure transparency in the Company's business operations. Such disclosures must be accurate, complete, and reported to the relevant regulatory authorities in accordance with applicable requirements.

4. Promotion of an Ethical Corporate Culture

The Company continuously organizes training programs for employees at all levels on guidelines for preventing conflicts of interest. In addition, the Company provides secure whistleblowing channels to enable employees to report any suspected violations. The Company also implements whistleblower protection measures to ensure that operations are conducted with transparency and are subject to proper oversight and accountability.

Number of cases or issues related to conflict of interest

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

Prevention of the use of inside information to seek benefits

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

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

Implementation During the Year

Prior to the disclosure of the Company's quarterly financial statements, the Company Secretary sends reminder emails to directors and executives regarding the relevant requirements. In addition, the securities holdings of directors and executives are reported to the Board of Directors prior to each board meeting.

Operating Results

Based on the monitoring and control measures implemented, no violations of the regulations relating to the use of inside information were identified during the year.

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

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

Anti-corruption action

Operations in anti-corruption in the past year

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

Form of operations 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, Review of the completeness and adequacy of the process by the Audit Committee or auditor

Anti-Corruption Policy Implementation

1. Policy Establishment and Annual Review

The Company has established a clear Anti-Corruption Policy to serve as a guideline for conducting business with transparency and fairness. The policy is reviewed and updated on an annual basis to ensure alignment with applicable laws, regulations, and international best practices, as well as to respond to changes in the business environment and the expectations of stakeholders.

2. Participation in Anti-Corruption Initiatives

The Company places importance on participating in national initiatives related to anti-corruption and has continuously undertaken the following actions:

- **2018:** Submitted a Declaration of Intent to participate in the Thai Private Sector Collective Action Against Corruption (CAC).
- **2020:** Certified as a member of the CAC Collective Action Coalition Against Corruption.
- **2023:** Submitted the renewal application for CAC certification and received approval in September 2023.
- **2025:** The Company is currently preparing for the next CAC certification renewal in 2026, while further strengthening its corporate governance practices.

3. Corruption Risk Assessment

The Company continuously conducts corruption risk assessments and reviews potential risk points within its operational processes in order to prevent possible misconduct. In 2025, the Company carried out such assessments and no deficiencies or non-compliance with the relevant policies or laws were identified.

4. Communication and Training on Anti-Corruption Policy

The Company promotes and instills anti-corruption awareness among employees at all levels. In 2025, the Company undertook the following actions:

- Prepared and disseminated the Anti-Corruption Policy Handbook through electronic channels, including the Company's Intranet and corporate website, to ensure easy access for employees.
- Organized anti-corruption training for all employees, requiring employees to acknowledge and comply with the policy by signing a declaration of compliance, with a 100% acknowledgment rate.

5. Monitoring and Evaluation of Policy Compliance

The Company has established systematic measures to monitor and evaluate compliance with the Anti-Corruption Policy. In 2025, the Company implemented the following:

- Compliance with anti-corruption measures was reviewed across all departments by the Corporate Governance function and the Internal Audit Department.
- Summary reports on compliance with the Anti-Corruption Policy were prepared and presented to the Audit Committee and the Board of Directors on a quarterly basis.
- In 2025, no incidents of corruption or misconduct were reported.

6. Review of the Adequacy of Processes by the Audit Committee

The Company has assigned the Audit Committee, together with the Corporate Governance and Internal Audit functions, to review the adequacy and effectiveness of the Company's anti-corruption processes. In 2025, the following actions were undertaken:

- The Audit Committee reviewed the whistleblowing and complaint-handling mechanisms to ensure transparency and appropriate protection for whistleblowers.
- The adequacy of anti-corruption procedures was evaluated in terms of compliance with applicable laws, and no material deficiencies were identified.

Number of cases or issues related to corruption

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

Whistleblowing

Whistleblowing and Complaint Handling

The Company recognizes the importance of conducting its business in accordance with the principles of good corporate governance, transparency, and accountability. The Company therefore places emphasis on providing channels for stakeholders to report concerns or complaints regarding any conduct that may be inconsistent with applicable laws, the Company's code of conduct, or principles of good governance, in order to prevent and mitigate risks that may affect the organization in the long term.

In 2025, the Board of Directors significantly strengthened the Company's whistleblowing mechanism by approving the Whistleblowing and Complaint Handling Policy as a standalone policy. This policy establishes a clear framework, principles, procedures, and protection measures for whistleblowers in a systematic manner, consistent with good corporate governance practices, as well as the assessment criteria of the Stock Exchange of Thailand (SET) and the Thai Private Sector Collective Action Against Corruption (CAC).

The policy is overseen by the Audit Committee, which establishes procedures for receiving complaints, conducting reviews and investigations, reporting outcomes, and implementing preventive measures to avoid recurrence. In addition, Standard Operating Procedures (SOP) and clear operational timelines have been established to ensure that complaints are handled efficiently, fairly, and transparently.

Whistleblowing and Complaint Channels

The Company provides multiple, secure, and independent channels to facilitate stakeholders in reporting concerns or complaints, as follows:

Company Website

www.airafactoring.co.th

Under the **"Contact Us"** section, select **"Audit Committee"** or **"Corporate Governance and Internal Audit Office."**

Email

- **auditcommittee@airafactoring.co.th** (to the Audit Committee)
- **internalaudit@airafactoring.co.th** (to the Corporate Governance and Internal Audit Office)

Telephone: +66 2 657 6222

Facsimile: +66 2 657 6244

Postal Mail:

Corporate Governance and Internal Audit Office
AIRA Factoring Public Company Limited
188 Spring Tower, 12A Floor, Phaya Thai Road
Thung Phaya Thai, Ratchathewi, Bangkok 10400, Thailand
(Please indicate on the envelope "Confidential – Whistleblowing/Complaint")

In addition, employees may report concerns or complaints directly to the Board of Directors, executives, or their supervisors through internal communication channels of the Company. All employees have a duty to report any conduct that may constitute fraud, corruption, or any action that could cause harm to stakeholders or the Company.

Complaint Handling Process

Upon receiving a whistleblowing report or complaint, the Corporate Governance and Internal Audit Office will conduct an initial screening and assessment before submitting the matter to the Audit Committee to determine the appropriate course of action. The review process is categorized according to the nature of the issue, as follows:

- **Cases relating to corporate governance principles, business ethics, or internal control matters**
  The responsible unit will collect relevant facts and report the findings to the Audit Committee for consideration of appropriate measures.
- **Cases involving suspected fraud or corruption**
  Investigations will be conducted in accordance with the procedures specified in the policy and the SOP, and the results will be reported sequentially to the Audit Committee and the Board of Directors.

The Company has established clear timelines for the investigation process and progress reporting to ensure transparency and accountability in complaint handling.

Measures to Prevent Recurrence and Remediation for Affected Parties

The Company emphasizes both corrective actions and preventive measures to avoid similar incidents in the future. Key approaches include:

Prevention of Recurrence

- Conducting Root Cause Analysis to identify underlying issues
- Improving operational processes, internal control systems, and relevant procedures
- Continuously enhancing employees' awareness and understanding of business ethics and anti-corruption practices

Remediation for Affected Parties

- Providing appropriate and fair remedial measures for affected individuals
- Offering assistance or consultation to affected employees and taking actions in accordance with relevant regulations
- Monitoring the outcomes and reporting to the Audit Committee

Protection and Confidentiality of Whistleblowers

The Company has established clear whistleblower protection measures, ensuring that the identity and information of whistleblowers are kept confidential on a "need-to-know" basis. Such information will not be disclosed unless consent is obtained or disclosure is required by law. The Company strictly prohibits any form of retaliation, harassment, or adverse action against whistleblowers or individuals who cooperate in good faith.

Disciplinary Actions

- **Employees** who are found to have committed misconduct will be subject to disciplinary actions in accordance with the Company's regulations.
- **External parties** involved in wrongdoing will be subject to actions in accordance with applicable laws and regulations.

Operations related to whistleblowing over the past year

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

Anti-Corruption Implementation in 2025

The Company continues to place importance on the prevention and suppression of corruption. In 2025, the Company implemented the following measures:

- Conducted corruption risk assessments and established practical guidelines to prevent conduct that may constitute ethical violations.
- Communicated and publicized the Anti-Corruption Policy to employees and executives at all levels.
- Required all employees to acknowledge and confirm their compliance with the Anti-Corruption Policy through formal acknowledgment.
- Monitored and supervised compliance with the policy through the Corporate Governance and Internal Audit Office, with regular reporting to the Audit Committee.

Statistics on Complaints and Whistleblowing Reports in 2025

In 2025, the Company had no disputes involving stakeholders.

Number of cases or issues related to whistleblowing

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

The monitoring of compliance with other corporate governance policy and guidelines

Corporate Governance Practices

The Company places importance on good corporate governance and has established relevant policies and guidelines under the Company's Corporate Governance Policy and Code of Business Conduct. Compliance with these policies is continuously monitored in order to build confidence among all groups of stakeholders.

During the year, the Board of Directors monitored compliance with key corporate governance policies covering areas such as employee welfare and non-discrimination, prevention of unfair competition, environmental management, occupational health and safety, and information security. The monitoring results indicated that the Company's operations were conducted in accordance with the established guidelines.

In addition, in 2025, the Board of Directors approved the Disclosure and Investor Communication Policy, which establishes a framework for the disclosure of accurate, complete, transparent, and fair information to investors. The Board also reviewed the Succession Planning Policy for executive positions to strengthen management continuity, mitigate management risks, and support the Company's long-term sustainable growth.

8.2 Report on the results of duty performance of the audit committee in the past year

8.2.1 Meeting attendance of audit committee

Meeting attendance of audit committee (times) : 6

List of Directors	Meeting attendance of audit committee			Average percentage meeting attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mrs. YAJAI PATTANASUKWASUN (Chairman of the audit committee)	6	/	6	6/6 (100.00%)
2. Mr. POONSAK THIAPAIRAT (Member of the audit committee)	6	/	6	6/6 (100.00%)
3. Mr. KUNAKORN MAKCHAIDEE (Member of the audit committee)	6	/	6	6/6 (100.00%)
Average Attendance Rate				100.00%

8.2.2 The results of duty performance of the audit committee

The Audit Committee of AIRA Factoring Public Company Limited (the "Company") was appointed by the Board of Directors and consists of three independent directors who possess diverse knowledge, expertise, and experience in business. The members of the Audit Committee have not been assigned by the Board of Directors to consider or make decisions regarding the Company's operational management or any related businesses. In addition, the Chairman of the Audit Committee does not serve as the Chairman of the Board of Directors.

The Audit Committee places strong emphasis on fostering a robust organizational risk culture and ensuring that the Company's operations are conducted in accordance with the principles of good corporate governance. The Committee oversees risk management and internal control systems, ensures compliance with applicable laws and regulations, and promotes effective risk management in accordance with the Company's risk management policy and plan.

The Audit Committee has strictly performed its duties in accordance with the scope, authority, and responsibilities prescribed in the Audit Committee Charter. During the year, the Committee held six meetings. Details of each member's attendance are disclosed under the section "Meeting Attendance of the Board of Directors and Subcommittees." The meetings included discussions with management and the Corporate Governance and Internal Audit Office to acknowledge internal audit results, review corporate governance practices, and assess the adequacy and appropriateness of internal control and risk management systems. The Committee also met with the external auditor without the presence of management to review the quarterly and annual financial statements. The Audit Committee reported the outcomes of each meeting to the Board of Directors, with key matters summarized as follows:

Review of Financial Statements

The Audit Committee reviewed the Company's quarterly and annual financial statements, including the financial reports, significant accounting policies, and disclosures in the financial statements. Particular attention was given to the Expected Credit Loss (ECL) estimation process.

The Committee met with the external auditor to obtain confirmation of the auditor's independence and to review the results of the financial statement review and audit. The Committee concluded that the Company's financial statements were prepared in accordance with generally accepted accounting principles, with adequate and appropriate disclosures. The Committee also considered the cooperation provided by management and inquired whether there were any suspicious circumstances related to fraud or violations of laws concerning the duties of directors and executives under Section 89/25 of the Securities and Exchange Act.

For the year 2025, the external auditor expressed an unqualified opinion in the auditor's report and did not identify any suspicious circumstances. The financial statements were regularly presented to the Board of Directors, shareholders, and relevant stakeholders in accordance with regulatory requirements. The Audit Committee also discussed with the external auditor the adequacy and appropriateness of the Expected Credit Loss (ECL) allowance and provided additional recommendations to management to ensure that the estimates align with the Company's risk management policy framework, while reporting the outcomes to the Board of Directors.

Review of Internal Control

The Audit Committee reviewed the effectiveness and adequacy of the Company's internal control system, based on the internal control assessment framework developed by the Office of the Securities and Exchange Commission (SEC) in accordance with the COSO framework (The Committee of Sponsoring Organizations of the Treadway Commission). The Committee also monitored observations raised by the external auditor.

The Committee concluded that the Company's internal control system is adequate, appropriate, and effective. In addition, the Audit Committee held meetings with the Corporate Governance and Internal Audit Office to review internal audit results in accordance with the annual audit plan and to assess the independence of the internal audit function.

The Committee ensured that the Company maintains an appropriate internal control environment and information systems that are continuously developed and improved. The Committee also ensured that the Company participates in enterprise risk management, discloses information accurately and completely, and operates without conflicts of interest. The Company was found to comply with applicable laws, government regulations, and the Anti-Corruption Policy, and has established a whistleblowing mechanism. Matters arising from the review were reported to the Board of Directors for acknowledgment or consideration, as appropriate.

For 2025, the Company's internal control system was considered adequate and appropriate. Nevertheless, the Audit Committee continuously monitored audit plan implementation and provided recommendations to management, including:

- Reviewing and updating operational manuals at least once a year or when significant changes occur
- Strengthening debt monitoring and collection processes through systematic preventive and corrective actions for customer-related issues
- Reviewing and improving operational procedures related to monitoring, reporting, and corrective actions to enhance efficiency, particularly by establishing clear **Action Plans** at each stage
- Ensuring adequate supporting documentation for reporting and follow-up actions to facilitate effective debt recovery

- Reviewing the financial model under Thai Financial Reporting Standard No. 9 (TFRS 9): Financial Instruments to ensure alignment with the Company's business operations
- Requesting management to review the development plan for system applications to ensure alignment with the Company's business plan and timely implementation
- Considering succession planning for key positions within each department to ensure business continuity
- Monitoring the progress of corrective actions based on observations from both the internal auditor and the external auditor on a regular basis

Risk Management Oversight

The Audit Committee held meetings with executives responsible for risk management to review the Company's risk management policy and plan. The Committee provided recommendations and guidance on risk management practices to ensure that risks are managed within acceptable levels and that the organization can achieve its strategic objectives.

The Committee recommended that Action Plans be prepared to address key risks and emerging risks to ensure that such risks remain within acceptable levels. It also suggested improving the timeliness of reporting and preparing an Executive Summary of the overall risk management results for regular reporting to the Board of Directors.

Compliance with Laws and Regulations

The Audit Committee reviewed the Company's compliance with relevant laws and regulations, including the Securities and Exchange Act, regulations of the Stock Exchange of Thailand, and other laws relevant to the Company's business, through the audit processes conducted by the Corporate Governance and Internal Audit Office.

In 2025, no material issues relating to non-compliance with such laws and regulations were identified. There were also no conflicts of interest transactions other than those disclosed in the financial statements regarding transactions with related persons or related entities.

Appointment of External Auditor

The Audit Committee considered the appointment of the Company's external auditor and the audit fee for the year 2026. The Committee evaluated the auditor based on audit quality, knowledge, experience, inspection reports issued by the SEC, and the performance of EY Office Limited during the year 2025.

Based on its evaluation, the Audit Committee recommended to the Board of Directors that EY Office Limited be appointed as the Company's external auditor for 2025, and that the appointment and audit fee be proposed to the Annual General Meeting of Shareholders for approval.

Self-Assessment of the Audit Committee

To ensure that the Audit Committee performs its duties effectively and efficiently in accordance with the responsibilities assigned by the Board of Directors, the Committee conducts an annual self-assessment and reports the results to the Board. The overall assessment result for 2025 was rated at a "Very Good" level.

Overall Opinion of the Audit Committee

The Audit Committee performs its duties with independence, due care, and professional judgment, expressing opinions candidly for the best interests of the Company, its shareholders, and stakeholders, without limitations in accessing information or receiving cooperation from the Company.

The Audit Committee is of the opinion that the Company's financial statements are prepared accurately and that financial information is disclosed adequately and appropriately in accordance with applicable financial reporting standards. The external auditor performs its duties independently. Related party transactions or transactions that may involve conflicts of interest are reasonable and conducted in the normal course of business, with adequate disclosures.

The Company's overall internal control system and internal audit function are appropriate, sufficient, and effective, and the Company operates in strict compliance with applicable laws and regulations. The Audit Committee maintains continuous communication with management to ensure that the Company has an effective risk management framework and internal control processes, which are continuously developed, monitored, and improved to respond to global changes, technological developments, digital transformation, and the evolving business environment.

The Company's commitment to sustainable business practices (Sustainability) has led to ongoing transformation across business operations, digital technology, operational processes, and human resources under the framework of sound risk management and good corporate governance. The Audit Committee regularly reports these matters to the Board of Directors.

8.3 Summary of the results of duty performance of subcommittees

8.3.1 - 8.3.2 Meeting attendance and the results of duty performance of subcommittees

Meeting attendance Executive Committee

Meeting Executive Committee (times) : 9

List of Directors	Meeting attendance Executive Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mr. CHANON CHOTEVIJIT (The chairman of the executive committee)	9	/	9	9 / 9 (100.00%)
2. Mrs. NALINEE NGAMSETTAMAS (Member of the executive committee)	9	/	9	9 / 9 (100.00%)
3. Mr. AKRAWIT SOOKSAI (Member of the executive committee)	9	/	9	9 / 9 (100.00%)
4. Mr. Ekawat Piriyawarasakul (Member of the executive committee)	9	/	9	9 / 9 (100.00%)
5. Mr. Suthiporn Tanthikul (Member of the executive committee)	3	/	3	3 / 3 (100.00%)
6. Mr. Piroon Paireepairit (Member of the executive committee)	9	/	9	9 / 9 (100.00%)
7. Mr. Suthiporn Tanthikul (Member of the executive committee)	6	/	6	6 / 6 (100.00%)
			Average Meeting Attendance Rate	100.00%

The results of duty performance of Executive Committee

Report on the Performance of the Executive Committee

In 2025, the Executive Committee performed its duties in accordance with the authority delegated by the Board of Directors. During the year, the Executive Committee held a total of nine meetings to supervise, monitor, and support management in carrying out operations in line with the Company's business plan, budget, and established policies.

The Executive Committee reviewed and endorsed the minutes of meetings, regularly monitored monthly operating results, financial position, and liquidity management, and oversaw the exercise of approval authority by the Managing Director to ensure compliance with the delegated authority framework and established policies. These practices were aimed at enhancing transparency and operational efficiency in the Company's business operations.

Risk Management and Credit Quality Oversight

The Executive Committee continuously monitored and considered key matters relating to risk management and credit quality. This included monitoring overdue receivables, the progress of legal proceedings, enforcement of collateral, and appeals of court judgments, as well as considering debt restructuring, extensions of repayment terms, and write-offs of bad debts, both with and without tax benefits.

Each case was considered based on in-depth information and careful analysis of financial impacts before a resolution was made. These measures were undertaken to maintain asset quality, reduce risks associated with non-performing receivables, and protect the Company's interests.

Credit Approval and Policy Determination

The Executive Committee considered and approved customer credit facilities in several cases, covering both factoring products and other types of credit facilities. Appropriate lending conditions were determined based on the risk profile of each customer.

In addition, the Executive Committee reviewed the Company's credit policies, credit limits, and customer selection criteria to ensure alignment with changing economic conditions and business directions. These measures were intended to ensure that business expansion remained within an appropriate risk management framework.

Organizational and Technology Development

The Executive Committee supported the development of the Company's digital systems, particularly the expansion of the e-Factoring system and its integration with the e-Tax Invoice system, as well as the approval of related business collaborations.

The Committee also reviewed policies relating to information technology, cybersecurity, and personal data protection (PDPA) and acknowledged reports on information system security in order to enhance service standards and mitigate technology-related risks.

Organizational Management Oversight

The Executive Committee also considered key organizational management matters, including:

- The determination of the annual budget
- Capital management and borrowing arrangements
- The appointment of authorized persons
- The establishment of guidelines or principles for various projects

These actions were undertaken to support the Company's continuous and stable business operations.

Overall Opinion of the Executive Committee

Overall, the Executive Committee performed its duties with responsibility, prudence, and adherence to the principles of good corporate governance. The Committee serves as a key mechanism in translating the policies of the Board of Directors into operational implementation at the management level, thereby supporting the Company's stable and sustainable growth.

Meeting attendance The Nomination and Remuneration Committee

Meeting The Nomination and Remuneration Committee : 4

(times)

List of Directors	Meeting attendance The Nomination and Remuneration Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mrs. YAJAI PATTANASUKWASUN (Member of the subcommittee, Independent director)	4	/	4	4 / 4 (100.00%)
2. Mrs. NALINEE NGAMSETTAMAS (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
3. Mr. POONSAK THIAPAIRAT (The chairman of the subcommittee, Independent director)	4	/	4	4 / 4 (100.00%)
Average Meeting Attendance Rate				100.00%

The results of duty performance of The Nomination and Remuneration Committee

The Nomination, Remuneration and Corporate Governance for Sustainability Committee (Nomination, Remuneration and Corporate Governance for Sustainability Committee: NRC–CGS) performed its duties in accordance with its Charter and the authority delegated by the Board of Directors. The Committee plays an important role in overseeing the nomination and development of directors and senior executives, determining remuneration policies and structures, promoting good corporate governance, and overseeing the Company's sustainability practices in order to support the organization's stable and sustainable growth.

In 2025, the NRC–CGS Committee consisted of 3 members and held a total of 4 meetings during the year. All members attended every meeting (4/4), reflecting the Committee's commitment to carrying out its responsibilities effectively and on a continuous basis.

The Committee's operations were conducted in accordance with the principles of Good Corporate Governance, the regulations of the Stock Exchange of Thailand, and the best practices recommended by the Thai Institute of Directors Association (IOD). The key duties performed by the Committee during the year can be summarized as follows:

Nomination and Development of Directors and Senior Executives

The Committee established transparent and systematic criteria and processes for the nomination of directors and senior executives, taking into consideration qualifications, knowledge, expertise, experience, and suitability for the Company's business. The Committee also emphasized the diversity of Board composition in order to ensure that the Board possesses knowledge and skills aligned with the Company's strategic direction.

During the year, the Committee reviewed the Board Skill Matrix to assess the adequacy of the Board's competencies and expertise and used this information to support the nomination process for new directors. In addition, the Committee oversaw the development of the Succession Planning framework for key positions within the organization in order to prepare personnel for the long term and mitigate the Company's human capital risks.

Remuneration Policy and Structure

The Committee determined the remuneration policies and structures for directors, executives, and employees by considering roles and responsibilities, the Company's performance, and benchmarking information from comparable companies within the same industry. The objective is to ensure that remuneration is appropriate, fair, and capable of motivating personnel to achieve sustainable performance.

The Committee also ensured that remuneration aligns with the Company's operating performance and remains appropriate to the roles and responsibilities of directors and executives, thereby maintaining a balance among the interests of the Company, its shareholders, and its management.

Board Evaluation and Development

The Committee oversaw the evaluation of the performance of the Board of Directors, Board Committees, and the Chief Executive Officer, both at the collective and individual levels, in order to assess the effectiveness of corporate oversight and management.

In addition, the Committee reviewed and improved the Board and executive performance evaluation forms to align with the guidelines of the IOD and the practices of the parent company. Important aspects such as corporate governance, risk management, and ESG considerations were integrated into the evaluation framework to further enhance the effectiveness of the Company's governance practices.

Corporate Governance Oversight

The Committee ensured that the Company operates in accordance with the principles of good corporate governance. During the year, the Committee reviewed and monitored the implementation of key corporate policies, including:

- Corporate Governance Policy
- Code of Business Conduct
- Anti-Corruption Policy
- Whistleblowing and Complaint Handling Policy
- Disclosure and Investor Relations Policy

The Committee also monitored compliance with these policies to promote a strong corporate governance culture and transparency in the Company's operations.

In 2025, the Committee reviewed and approved revisions to the Whistleblowing Policy in order to align with good corporate governance principles and support the Company's renewal of certification under the Thai Private Sector Collective Action Against Corruption (CAC).

Sustainability Oversight

The Committee also provided policy guidance and oversight on the Company's sustainability initiatives by ensuring that management integrates Environmental, Social and Governance (ESG) considerations into the Company's strategic direction, annual business plans, and performance indicators.

Furthermore, the Committee monitored the progress of sustainability initiatives and the disclosure of ESG-related information, ensuring that such disclosures are transparent and aligned with good corporate governance principles and relevant disclosure standards.

Overall Opinion of the Committee

In summary, the Nomination, Remuneration and Corporate Governance for Sustainability Committee performed its duties effectively and in full compliance with its Charter throughout 2025. The Committee supported the Company in maintaining an appropriate governance structure, a fair and transparent remuneration system, and a Board of Directors with competencies aligned with the Company's strategic direction. The Committee also ensured that strong corporate governance and ethical frameworks are in place while overseeing the Company's operations in accordance with sustainability principles, which form an important foundation for the Company's stable and sustainable long-term growth.

Meeting attendance Credit Committee

Meeting Credit Committee (times) : 11

List of Directors	Meeting attendance Credit Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mrs. Nongluk Chantarasombat (The chairman of the subcommittee)	11	/	11	11 / 11 (100.00%)
2. Mr. AKRAWIT SOOKSAI (Member of the subcommittee)	11	/	11	11 / 11 (100.00%)
3. Mr. Watana Sangvongmai (Member of the subcommittee)	11	/	11	11 / 11 (100.00%)
4. Mr. Suthiporn Tanthikul (Member of the subcommittee)	11	/	11	11 / 11 (100.00%)
Average Meeting Attendance Rate				**100.00%**

The results of duty performance of Credit Committee

In 2025, the Credit Committee performed its duties in accordance with the authority delegated by the Board of Directors and the Credit Committee Charter. The Committee held a total of 11 meetings during the year to consider, review, approve, and provide opinions on credit facilities, credit limit reviews, and adjustments to credit terms for customers, as well as to closely monitor the quality of the Company's credit portfolio.

Each meeting agenda covered both matters for acknowledgement and matters for consideration, such as reports on the Managing Director's delegated approval authority and the monthly reports on overdue receivables. This allowed the Committee to continuously monitor the Company's credit operations and the quality of its debtors.

The key duties performed by the Credit Committee during the year can be summarized as follows:

1. Consideration and approval of credit facilities

The Credit Committee reviewed and approved credit facilities for customers across various business sectors, both in the form of factoring transactions and other related credit products. The Committee also considered the review of credit limits and repayment terms when necessary to ensure alignment with customers' business conditions and to support prudent risk management of the Company.

2. Review of credit policies and operational framework

The Committee reviewed the Company's credit policy and the Credit Committee Charter on an annual basis to ensure alignment with the Company's business direction and risk management framework, thereby supporting prudent and effective credit operations.

3. Development of credit processes and digital systems

The Committee emphasized the improvement of credit operations and processes by considering the implementation of the e-Factoring Platform and the refinement of customer selection criteria in order to support digital transactions and enhance service efficiency. In addition, the Committee considered the expansion of the Non-Factoring credit limit framework to support business growth within the Company's acceptable risk level.

4. Monitoring and oversight of credit risk

The Credit Committee regularly received monthly reports on overdue receivables and customer performance, as well as updates on approved credit limits and temporary approval authorities. This enabled the Committee to ensure that credit operations were conducted in accordance with the Company's credit policies and delegated approval framework.

The above activities reflect the proactive role of the Credit Committee in overseeing credit risk management while supporting the sustainable growth and quality of the Company's credit portfolio.

Meeting attendance Enterprise Risk Management Sub-Committee (ERM Sub-Committee)

Meeting Enterprise Risk Management Sub-Committee (ERM Sub-Committee) (times)	4

List of Directors	Meeting attendance Enterprise Risk Management Sub-Committee (ERM Sub-Committee)			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mr. AKRAWIT SOOKSAI (The chairman of the subcommittee)	4	/	4	4 / 4 (100.00%)
2. Mr. Pongsakorn Sangvijit (Vice-chairman of the subcommittee)	4	/	4	4 / 4 (100.00%)
3. Mr. Pattawut Veerapradit (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
4. Mr. Sirisak Borisuitsawat (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
5. Mr. Pipob Jirawongsakorn (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
6. Mr. Sirivat Nuntagowit (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
Average Meeting Attendance Rate				**100.00%**

The results of duty performance of Enterprise Risk Management Sub-Committee (ERM Sub-Committee)

The Enterprise Risk Management Subcommittee of AIRA Factoring Public Company Limited was appointed by the Board of Directors to oversee and support the Company in maintaining an effective enterprise risk management system in accordance with the Company's Risk Management Policy and the Enterprise Risk Management (ERM) framework. The Subcommittee is responsible for overseeing, monitoring, and providing recommendations to management regarding the Company's risk management practices in order to support the achievement of the Company's strategic objectives within the acceptable risk level and in line with good corporate governance principles.

In 2025, the Enterprise Risk Management Subcommittee held a total of four meetings to review and monitor the Company's risk management activities. During these meetings, the Subcommittee regularly reviewed the Company's risk status and provided recommendations to management on appropriate risk management measures for key risk areas.

The key duties performed by the Enterprise Risk Management Subcommittee during the year can be summarized as follows:

1. Oversight of risk management policy and framework

The Subcommittee oversaw the Company's risk management practices under the Enterprise Risk Management (ERM) framework by reviewing the Company's risk management policy and the annual enterprise risk management plan. The Subcommittee also reviewed and updated the ERM plan to ensure alignment with the Company's business environment and operational direction.

At Meeting No. 1/2025, the Subcommittee reviewed and updated the ERM plan for 2025 to align with the current business context. The key risk areas identified included risks related to revenue, operations, information technology, capital management, and compliance with relevant laws and regulations.

2. Monitoring and assessment of the Company's risk levels

The Subcommittee continuously monitored the Company's risk status by reviewing the enterprise risk summary reports, which present both Inherent Risk and Current Risk levels, in order to assess risk trends and the adequacy of existing control measures.

During Meetings No. 2 and No. 3 of 2025, the Subcommittee monitored the implementation of the risk management plan for the first and second quarters and the first three quarters, respectively. The Subcommittee evaluated the effectiveness of the risk mitigation measures implemented by the respective Risk Owners to ensure that the Company's risk levels remained within acceptable limits.

3. Monitoring of key organizational risks

The Subcommittee regularly monitored key risk areas of the Company, covering strategic risks, operational risks, financial risks, and compliance risks, as well as social and environmental risks. Key risks reviewed included:

- Revenue risk
- Customer experience risk
- Information technology security risk (IT Security)
- Capital management risk

4. Monitoring of emerging risks

The Subcommittee also reviewed and monitored emerging risks that may impact the Company's business operations, including changes in economic conditions, technological developments, and regulatory environments. The Subcommittee provided recommendations to management to prepare appropriate mitigation measures and risk management responses.

5. Assessment of the adequacy of the risk management system

The Subcommittee regularly assessed the adequacy and effectiveness of the Company's risk management system and monitored the implementation of risk management plans across various departments. This ensured that the Company maintained an appropriate risk management system capable of supporting its business operations effectively.

6. Preparation of the risk management plan for the following year

At Meeting No. 4/2025, the Subcommittee reviewed the ERM status report as of the end of the third quarter and resolved to develop the ERM plan for 2026, taking into account emerging risk factors and the Company's business direction for the coming year. The plan will be proposed to the Audit Committee and the Board of Directors for further consideration and oversight.

Overall Opinion of the Subcommittee

The Enterprise Risk Management Subcommittee is of the opinion that the Company has an appropriate and effective risk management system that supports the Company's business operations and sustainable growth.

Meeting attendance Sustainability Development Sub-Committee

Meeting Sustainability Development Sub-Committee : 4

(times)

List of Directors	Meeting attendance Sustainability Development Sub-Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mr. AKRAWIT SOOKSAI (The chairman of the subcommittee)	4	/	4	4 / 4 (100.00%)
2. Mr. Pongsakorn Sangvijit (Vice-chairman of the subcommittee)	4	/	4	4 / 4 (100.00%)
3. Mr. PATTAWAT VEERAPRADIT (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
4. Mr. Vutipong Kittichanteera (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
5. Mrs. Pornsiri Kusolputchong (Member of the subcommittee)	4	/	4	4 / 4 (100.00%)
Average Meeting Attendance Rate				100.00%

The results of duty performance of Sustainability Development Sub-Committee

The Sustainability Sub-Committee is responsible for overseeing and supporting the Company's business operations to align with sustainable development principles, taking into account environmental, social, and governance (Environmental, Social and Governance: ESG) considerations in order to promote stable, transparent, and sustainable growth while balancing the interests of all stakeholders.

In 2025, the Sustainability Sub-Committee held a total of five meetings to review and monitor the Company's sustainability performance and to provide recommendations to management regarding ESG-related policies, plans, and initiatives. The key activities undertaken during the year are summarized as follows:

1. Driving Greenhouse Gas Emissions Management

The Sustainability Sub-Committee continuously monitored and supported the Company's greenhouse gas management initiatives. The Company collected organizational greenhouse gas emissions data in 2024 to establish a Baseline Year for setting future emission reduction targets. Subsequently, the Company obtained the Carbon Footprint for Organization (CFO) certification from the Thailand Greenhouse Gas Management Organization (Public Organization) in February 2025.

In 2025, the Sub-Committee recommended that the Company expand the scope of greenhouse gas data collection to cover Scope 1, Scope 2, and Scope 3 emissions. The Company has completed the data collection and reporting for all three scopes, and the information has already undergone verification. The Company is currently in the process of obtaining certification from the Thailand Greenhouse Gas Management Organization (Public Organization), which is expected to be granted in March 2026.

2. Promoting ESG and Sustainability Knowledge

The Sustainability Sub-Committee promoted ESG and sustainability awareness within the organization to strengthen employees' understanding and support the integration of sustainability principles into the Company's operations.

The Company plans to organize internal Knowledge Sharing sessions, where employees with expertise in Carbon Footprint management will share knowledge and operational experiences to enhance organizational understanding of greenhouse gas management and environmental practices.

In addition, the Company plans to invite guest speakers from client companies that have practical experience in carbon management implementation to share their experiences and best practices. These real-world case studies will help employees better understand how sustainability initiatives can be applied in business operations.

Furthermore, the Company plans to organize Experiential Learning activities by arranging for employees to participate in mangrove planting activities in Samut Sakhon Province. This initiative aims to enhance employees' understanding of the role of coastal ecosystems in carbon sequestration while fostering environmental awareness through hands-on experience.

3. Review of Sustainability Policies and Plans

The Sustainability Sub-Committee reviewed the Company's 2025 sustainability policies and action plans to ensure alignment with the Company's business direction and relevant ESG practices. The review focused on integrating environmental, social, and governance considerations into the Company's operations.

The Sub-Committee submitted the proposed policies and plans to management for consideration and approval before presenting them to the Nomination, Remuneration and Corporate Governance for Sustainability Committee for further review and recommendation to the Board of Directors, in accordance with the Company's governance framework.

4. Development of the Investor Relations and Sustainability Website

The Sustainability Sub-Committee reviewed the Company's disclosure practices through its corporate website and determined that the existing website structure did not sufficiently support the presentation of Investor Relations (IR) and Sustainability (ESG) information.

Accordingly, the Sub-Committee proposed enhancing and restructuring the Company's website to clearly present investor-related information and sustainability disclosures. This initiative aims to improve accessibility and transparency of important information for shareholders, investors, and stakeholders.

The website development project also aims to elevate the Company's disclosure standards in line with best practices for listed companies and to prepare for emerging sustainability assessment frameworks such as the FTSE Russell ESG Scores, which the Stock Exchange of Thailand may adopt in the future. The project has been approved for implementation in 2026.

5. Planning Corporate Social Responsibility (CSR) Activities

The Sustainability Sub-Committee also planned annual Corporate Social Responsibility (CSR) initiatives focusing on social and environmental contributions. These activities are designed to align with the Company's sustainability policy and to promote shared value between the Company and society.

9. Internal control and related party transactions

9.1 Internal control

The Company places great importance on maintaining an effective internal control system, as a sound internal control framework ensures that the Company's operations are accurate, transparent, and verifiable. It also helps prevent potential losses or damages that may arise from operational risks. Therefore, the Company continuously develops and improves its internal control system to enhance both efficiency and effectiveness.

The Board of Directors has appointed an Audit Committee comprising three independent directors, all of whom possess knowledge and experience in reviewing the reliability of financial statements and fully meet the qualifications required under relevant laws, as well as the rules and regulations of the Stock Exchange of Thailand (SET).

The Audit Committee has assigned the Corporate Governance and Internal Audit Department, which operates independently from the management function, to review the Company's operations and ensure compliance with applicable laws and regulations as well as requirements of relevant external regulatory bodies. The department also serves as the secretariat to the Audit Committee, providing administrative support and advisory services to assist the Audit Committee in carrying out its duties effectively as delegated by the Board of Directors.

Summary of the opinion of the board of directors regarding the internal control of the company

For the 2025 assessment of the adequacy of the internal control system, the Board of Directors is of the opinion that the Company's internal control system is adequate and appropriate.

9.1.1 Adequacy and appropriateness of the company's internal control system

Company's internal control system : The Committee of Sponsoring Organizations of the Treadway Commission (COSO)

The Committee of Sponsoring Organizations of the Treadway Commission (COSO)

At the Board of Directors' Meeting No. 1/2026, held on 19 February 2026, the Board of Directors, with the participation of all three members of the Audit Committee, considered and assessed the adequacy of the Company's internal control system across various aspects in accordance with the COSO Internal Control Framework (The Committee of Sponsoring Organizations of the Treadway Commission). The assessment covered the key components of internal control, namely Control Environment, Risk Assessment, Control Activities, Information and Communication, and Monitoring Activities.

Based on the assessment, the Board of Directors is of the opinion that the Company's internal control system is adequate and appropriate under the current circumstances. The system supports accurate, transparent, and verifiable management and business operations. In addition, the Company has established appropriate and sufficient internal controls over transactions with major shareholders, directors, executives, and related persons, ensuring that such transactions are conducted in a transparent and proper manner.

9.1.2 Deficiencies related to the internal control system

	2023	2024	2025
Total number of deficiencies related to the internal control system (cases)	0	0	0

9.1.3 Opinions of the audit committee and auditor's observations on internal control

Does the audit committee have opinions on internal control different from the board of directors' opinions? : No

Does the auditor have any observations on the company's internal control? : No

9.1.4 Opinions of the audit committee on the position of the head of the internal audit unit

Head of the internal audit unit : Internal personnel

The Audit Committee has appointed Ms. Somjai Amornchainapakun as the Head of the Corporate Governance and Internal Audit Department of the Company. She has extensive experience in internal audit and possesses a strong understanding of the Company's business operations. Her qualifications are set out in Attachment 3.

9.1.5 Appointment, discharge, and transfer of the head of the internal audit unit

Does the appointment, discharge, and transfer of the head of the internal audit unit require the audit committee approval? : Yes

The consideration and approval of the appointment, removal, or transfer of the Head of Internal Audit shall be subject to the approval of the Audit Committee.

9.2 Related party transactions

Related party transactions

Does the company have any related party transactions? : Yes

9.2.1 - 9.2.2 Names of the group of persons who may have a conflict of interest, nature of relationship, and information on related party transactions

Persons/entities with potential conflicts

Name of person or entity/type of business	Nature of relationship	Information as of date
AIRA Capital Public Company Limited Invest in subsidiaries	Is a major shareholder of the Company, holding 71.55 percent of shares.	31 Dec 2025
AIRA Property Public Company Limited Real Estate Business	It is a subsidiary with a common major shareholder, AIRA Capital Public Company Limited, which holds 71.55% of shares in Ira Factoring Public Company Limited and 99.99% of shares in Ira Property Public Company Limited.	31 Dec 2025
Aspiration One Co., Ltd. (a subsidiary of Ira Property Public Company Limited) Real estate development and development of office buildings for rent	AIRA Property Public Company Limited is a subsidiary that shares a major shareholder, AIRA Capital Public Company Limited, which holds 71.55% of AIRA Factoring Public Company Limited and 65% of AIRA Property Public Company Limited. AIRA Property Public Company Limited holds 60% of Aspiration One Company Limited.	31 Dec 2025
AIRA Property Public Company Limited Real estate development and the development of office building projects for lease	Both companies are subsidiaries with a common major shareholder, AIRA Capital Public Company Limited, which holds 71.55% of the shares in AIRA Factoring Public Company Limited and 65% of the shares in AIRA Property Public Company Limited, as of 31 December 2025.	31 Dec 2025

Details of related party transactions

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
AIRA Capital Public Company Limited			
Transaction 1 Nature of transaction Financial assistance request Details Credit facility of THB 90 million in the form of loans and promissory notes during the period from June to July 2023, with drawdowns to be made as required. The details are as follows: Interest expenses paid to the related party are as follows: • On 13 June 2023, the Company issued Promissory Note No. AF001/2023 in the amount of THB 30.00 million, with an interest rate of 3.80% per annum and a tenor of 59 days, which matured on 11 August 2023 (interest paid amounted to THB 0.18 million). • On 16 June 2023, the Company issued Promissory Note No. AF002/2023 in the amount of THB 45.00 million, with an interest rate of 3.80% per annum and a tenor of 60 days, which matured on 15 August 2023 (interest paid amounted to THB 0.28 million). • On 13 July 2023, the Company issued Promissory Note No. AF003/2023 in the amount of THB 15.00 million, with an interest rate of 3.80% per annum and a tenor of 60 days, which matured on 11 September 2023 (interest paid amounted to THB 0.09 million). Necessity/reasonableness	0.55	0.00	0.00

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
To serve as working capital for business operations during the Covid-19 pandemic. Audit committee's opinion The transaction is considered beneficial to the Company as it enhances the Company's liquidity for its business operations. The interest rate applied is consistent with the prevailing market rates at which the Company obtains borrowings from other financial institutions.			
Transaction 2 Nature of transaction Financial assistance request Details A credit facility of THB 90 million in the form of short-term borrowings under promissory notes was granted for a period of one year from August 2023 to August 2024, whereby the Company may draw down the facility as needed. The details are as follows: Interest expenses paid to related parties are as follows: • 11 August 2023 – The Company issued Promissory Note AF004/2566 amounting to THB 30.00 million, with an interest rate of 3.80% per annum, for 60 days, maturing on 10 October 2023 (interest paid: THB 0.19 million). • 15 August 2023 – The Company issued Promissory Note AF005/2566 amounting to THB 45.00 million, with an interest rate of 3.80% per annum, for 58 days, maturing on 12 October 2023 (interest paid: THB 0.27 million). • 11 September 2023 – The Company issued Promissory Note AF006/2566 amounting to THB 15.00 million, with an interest rate of 4.15% per annum, for 29 days, maturing on 10 October 2023 (interest paid: THB 0.05 million). • 10 October 2023 – The Company issued	0.00	1.20	3.88

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
Promissory Note AF007/2566 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 31 days, maturing on 10 November 2023 (interest paid: THB 0.05 million). • 12 October 2023 – The Company issued Promissory Note AF008/2566 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 29 days, maturing on 10 November 2023 (interest paid: THB 0.16 million). • 10 November 2023 – The Company issued Promissory Note AF009/2566 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 8 December 2023 (interest paid: THB 0.15 million). • 10 November 2023 – The Company issued Promissory Note AF010/2566 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 8 December 2023 (interest paid: THB 0.15 million). • 8 December 2023 – The Company issued Promissory Note AF011/2566 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 24 days, maturing on 5 January 2024 (interest paid: THB 0.12 million). • 20 December 2023 – The Company issued Promissory Note AF012/2566 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 12 days, maturing on 12 January 2024 (interest paid: THB 0.06 million). • 5 January 2024 – The Company issued Promissory Note AF001/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 2 February 2024 (interest paid: THB 0.15 million). • 12 January 2024 – The Company issued Promissory Note AF002/2567 amounting to THB 30.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 9 February 2024 (interest paid: THB 0.09 million). • 25 January 2024 – The Company issued			

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
Promissory Note AF003/2567 amounting to THB 15.00 million, with an interest rate of 4.20% per annum, for 29 days, maturing on 23 February 2024 (interest paid: THB 0.05 million). • 2 February 2024 – The Company issued Promissory Note AF004/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 27 days, maturing on 29 February 2024 (interest paid: THB 0.14 million). • 9 February 2024 – The Company issued Promissory Note AF005/2567 amounting to THB 30.00 million, with an interest rate of 4.20% per annum, for 42 days, maturing on 23 March 2024 (interest paid: THB 0.14 million). • 23 February 2024 – The Company issued Promissory Note AF006/2567 amounting to THB 15.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 22 March 2024 (interest paid: THB 0.05 million). • 29 February 2024 – The Company issued Promissory Note AF007/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 29 days, maturing on 29 March 2024 (interest paid: THB 0.15 million). • 22 March 2024 – The Company issued Promissory Note AF008/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 19 April 2024 (interest paid: THB 0.14 million). • 29 March 2024 – The Company issued Promissory Note AF009/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days (interest paid: THB 0.14 million). • 19 April 2024 – The Company issued Promissory Note AF010/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 17 May 2024 (interest paid: THB 0.14 million). • 26 April 2024 – The Company issued Promissory Note AF011/2567 amounting to THB			

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 24 May 2024 (interest paid: THB 0.14 million). • 17 May 2024 – The Company issued Promissory Note AF012/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 14 June 2024 (interest paid: THB 0.14 million). • 24 May 2024 – The Company issued Promissory Note AF013/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 21 June 2024 (interest paid: THB 0.14 million). • 14 June 2024 – The Company issued Promissory Note AF014/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 12 July 2024 (interest paid: THB 0.14 million). • 21 June 2024 – The Company issued Promissory Note AF015/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 19 July 2024 (interest paid: THB 0.14 million). • 12 July 2024 – The Company issued Promissory Note AF016/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 9 August 2024 (interest paid: THB 0.14 million). • 19 July 2024 – The Company issued Promissory Note AF017/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 28 days, maturing on 16 August 2024 (interest paid: THB 0.14 million). • 9 August 2024 – The Company issued Promissory Note AF018/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 21 days, maturing on 30 August 2024 (interest paid: THB 0.11 million). • 16 August 2024 – The Company issued Promissory Note AF019/2567 amounting to THB			

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
45.00 million, with an interest rate of 4.20% per annum, for 14 days, maturing on 30 August 2024 (interest paid: THB 0.07 million). • 25 September 2024 – The Company issued Promissory Note AF020/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 27 days, maturing on 22 October 2024 (interest paid: THB 0.14 million). • 25 September 2024 – The Company issued Promissory Note AF021/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 27 days, maturing on 22 October 2024 (interest paid: THB 0.14 million). • 22 October 2024 – The Company issued Promissory Note AF022/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 30 days, maturing on 21 November 2024 (interest paid: THB 0.16 million). • 22 October 2024 – The Company issued Promissory Note AF023/2567 amounting to THB 45.00 million, with an interest rate of 4.20% per annum, for 30 days, maturing on 21 November 2024 (interest paid: THB 0.16 million). • 21 November 2024 – The Company issued Promissory Note AF024/2567 amounting to THB 45.00 million, with an interest rate of 4.00% per annum, for 90 days, maturing on 19 February 2025 (interest paid: THB 0.44 million). • 21 November 2024 – The Company issued Promissory Note AF025/2567 amounting to THB 45.00 million, with an interest rate of 4.00% per annum, for 90 days, maturing on 19 February 2025 (interest paid: THB 0.44 million). Necessity/reasonableness To serve as a reserve funding source, particularly during a period when interest rates from the financial institutions utilized by the Company have been continuously increasing.			

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
Audit committee's opinion This transaction is considered beneficial to the Company as it helps enhance the Company's operational liquidity. The interest rate applied is at a normal market rate, comparable to the rates at which the Company borrows from other financial institutions, and is intended to support the management of liquidity in the Company's business operations.			
Transaction 3 Nature of transaction Financial assistance request Details A credit facility of THB 80 million in the form of short-term borrowings under promissory notes is granted for a period of one year from May 2025 to April 2026, whereby the Company may draw down the facility as needed. The details are as follows: Interest expenses paid to related parties are as follows: • 23 May 2025 – The Company issued Promissory Notes AF003/2568 and AF004/2568, each with a value of THB 40.0 million, bearing an interest rate of 3.75% per annum for a period of 90 days, maturing on 21 August 2025. • 21 August 2025 – The Company issued Promissory Notes AF005/2568 and AF006/2568, each with a value of THB 40.0 million, bearing an interest rate of 3.75% per annum for a period of 90 days, maturing on 19 November 2025. • 19 November 2025 – The Company issued Promissory Notes AF007/2568 and AF008/2568, each with a value of THB 40.0 million, bearing an interest rate of 3.75% per annum for a period of 90 days, maturing on 17 February 2026. Necessity/reasonableness	0.00	0.00	2.22

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
To serve as an additional reserve funding source, particularly during a period when borrowing rates from the financial institutions utilized by the Company have been continuously increasing Audit committee's opinion The transaction is considered beneficial to the Company as it enhances the Company's operational liquidity. The interest rate applied is at a normal market rate, comparable to the rates at which the Company borrows from other financial institutions, and is intended to support the management of liquidity in the Company's business operations.			
AIRA Property Public Company Limited			
Transaction 1 Nature of transaction Short-term rental Details Lease of office space on the 17th floor of the Chamchuri Square Building, under a lease agreement with Ira Securities Public Company Limited (lease expired on March 31, 2023). Necessity/reasonableness To accommodate the increasing number of employees Audit committee's opinion The aforementioned list is considered beneficial to the company, supporting the increasing number of employees and future company expansion.	2.14	0.00	0.00
Transaction 2 Nature of transaction Financial Assistance Details	0.00	0.00	0.43

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
Credit facility of THB 30 million in the form of loans and promissory notes during the period from 20 November 2025 to 19 November 2026, with drawdowns to be made as required. Interest expenses paid to the related party are as follows: On 20 November 2025, the Company issued Promissory Note No. 001/2025 in the amount of THB 30.0 million, with an interest rate of 5.75% per annum and a tenor of 90 days, which matured on 18 February 2026. Necessity/reasonableness To serve as reserve funds for providing credit facilities to customers. Audit committee's opinion The transaction is considered beneficial to the Company as it enhances the Company's liquidity for its business operations. The interest rate applied is comparable to the prevailing market rates at which the Company obtains borrowings from other financial institutions.			
Aspiration One Co., Ltd. (a subsidiary of Ira Property Public Company Limited)			
Transaction 1 Nature of transaction Short-term rental Details Lease of office space on the 12A floor of Spring Tower under a lease agreement with Aspiration One Co., Ltd. for the period from 1 April 2023 to 31 March 2026. Necessity/reasonableness	0.00	7.37	7.45

Related party transactions	Transaction value at the end of the fiscal year (million baht)		
	2023	2024	2025
To accommodate the increasing number of employees Audit committee's opinion The transaction is considered beneficial to the Company as it accommodates the increasing number of employees and supports the Company's future business expansion.			
AIRA Property Public Company Limited			
Transaction 1 Nature of transaction Financial Assistance Details Credit limit of THB 25 million in the form of loans and promissory notes. No drawdown has been made under this credit facility in 2025. Necessity/reasonableness To be used as reserve funds for providing credit facilities to customers during the period from January 2026 to December 2026. Audit committee's opinion The transaction is considered beneficial to the Company as it enhances the Company's liquidity for its business operations. The interest rate applied is comparable to the normal market rate at which the Company borrows from other financial institutions.	0.00	0.00	0.00

9.2.3 Policy and future trends of related party transactions and the compliance with the obligations specified in the prospectus of the company

In the event that the Company enters into any contracts or transactions with the Company itself, its subsidiaries, associated companies, related companies, and/or external parties, the Company will consider the necessity and appropriateness of entering into such contracts, taking into account the best interests of the Company as a primary consideration.

Measures and procedures for approving related party transactions or connected transactions

In the event that the Company enters into any contracts or related party transactions with subsidiaries, associated companies, related companies, external parties, and/or persons who may have conflicts of interest for the benefit of the Company, the Board of Directors is responsible for reviewing and approving such transactions. The Company is also required to comply with the rules set forth in the Notification of the Board of Governors of the Stock Exchange of Thailand regarding Disclosure of Information and Other Acts of Listed Companies concerning Connected Transactions.

Such transactions must be conducted at prices and under conditions comparable to those of transactions with external parties on an arm's length basis. Directors who have an interest in the transaction must abstain from participating in the consideration and approval of the matter.

Future trends in related party transactions

In the event that related party transactions arise in the future, the Company has a policy to ensure that such transactions are conducted in the ordinary course of business and on normal commercial terms. The Company will comply with the Securities and Exchange Act, as well as the rules, regulations, notifications, orders, or requirements of the Stock Exchange of Thailand (SET) and other relevant regulatory authorities. In addition, the Company will disclose such related party transactions in the notes to the financial statements and the Annual Registration Statement (Form 56-1 One Report) in accordance with applicable regulations.

9.2.4 Information on appraised assets and appraisal price in conjunction with the execution of related party transactions

None

Can be referred in attachment 4: assets for business undertaking and details of asset appraisal

Part 3 Financial Statement

Board of Directors' Responsibility Statement for the Financial Report

Report of the Board of Directors on Financial Statements

The management has compiled the financial statement for the year ended 31 December 2024 according to the general accounting standards, with selection of appropriate accounting policies and consistently applied. Reasonable care was considered when compiling the financial statements, and significant information was sufficiently disclosed in the accompanying notes.

The Board of directors has realized the responsibility on supervising the efficient financial report and appointed the Audit Committee which consisting of qualified persons to be responsible for supervision the accurate and complete financial report, using appropriate accounting policies and consistently applied. The committee also be in charge of verification the adequate and appropriate internal control system and participation in the company risks evaluation in order to protect and reduce the risks which may occur because of unexpected corruption or unusual operation as well as to maintain the company asset.

From the practical methods and supervision mentioned above, the Board of Directors agreed that the financial statements of AIRA Factoring Public Company Limited as of 31 December 2024 correctly and reliably indicate the financial status and operational outcomes of the Company and with adherence to generally accepted accounting principles and in accordance with the relevant laws and regulations.

(Mr. Sorasit Soontornkes)

Chairman of the Board of Directors

Auditor's Report

AIRA Factoring Public Company Limited
Report and financial statements
31 December 2024

Independent Auditor's Report

To the Shareholders of AIRA Factoring Public Company Limited

Opinion

I have audited the accompanying financial statements of AIRA Factoring Public Company Limited (the Company), which comprise the statement of financial position as at 31 December 2024, and the related statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the financial statements, including material accounting policy information (collectively "the financial statements").

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of AIRA Factoring Public Company Limited as at 31 December 2024, and its financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report. I am independent of the Company in accordance with *the Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matter

Key audit matter is the matter that, in my professional judgement, was of most significance to my audit of the financial statements of the current period. This matter was addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on this matter.

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to this matter. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matter below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matter and how audit procedures respond to the matter are described below.

Allowance for expected credit losses on factoring receivables and loan receivables

As described in Note 8 and 9 to the financial statements, as at 31 December 2024, the Company had total factoring and loan receivables (before deducting allowance for expected credit losses) of Baht 2,399 million and allowance for expected credit losses of Baht 191 million (representing 92% of total assets), which are material to the financial statements.

The calculation of the expected credit loss on loan receivables requires the development of a complex calculation model, which involves significant use of management's judgement to be in accordance with the Thai Financial Reporting Standards. The key management's judgements are identification of criteria for assessing that there has been a significant increase in credit risk since initial recognition, probability that the receivables will default, damage that may occur when the debtor defaults on payment, the selection of future economic variables to be incorporated in the model and management overlay for the factors which are not captured by the model. Therefore, I consider this an important matter in the key audit matter.

My audit procedures included the assessment of the appropriateness of calculation models of expected credit losses, randomly testing the accuracy and completeness of data used to develop such models including assessing the appropriateness of assumptions of future forward-looking information and management's judgement for recording management overlay. In addition, I gained an understanding, tested and assessed the effectiveness of internal control systems in relation to credit provision, debt collection and debt settlement processes, which ensured the reliability of the data used for the development of the models.

I tested the classification of receivables according to changes in credit risk and tested the calculation of expected credit losses. I considered the disclosures relating to allowance for expected credit losses on loans to debtors.

Other Information

Management is responsible for the other information. The other information comprise the information included in annual report of the Company, but does not include the financial statements and my auditor's report thereon. The annual report of the Company is expected to be made available to me after the date of this auditor's report.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

When I read the annual report of the Company, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine that matter that was of most significance in the audit of the financial statements of the current period and is therefore the key audit matter. I describe this matter in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

I am responsible for the audit resulting in this independent auditor's report.

Poonnard Paocharoen
Certified Public Accountant (Thailand) No. 5238

EY Office Limited
Bangkok: 18 February 2025

Financial Statements

AIRA Factoring Public Company Limited

Statements of financial position

As at 31 December 2024

(Unit: Baht)

	Note	2024	2023
Assets			
Current assets			
Cash and cash equivalents	*7*	104,711,587	97,903,325
Factoring receivables	*8*	1,824,882,739	1,970,783,038
Current portion of loan receivables	*9*	261,810,470	249,916,218
Short-term loans to related party	*6*	10,000,000	70,000,000
Other receivables		1,740,749	1,276,316
Other current assets		1,226,554	1,161,851
Total current assets		2,204,372,099	2,391,040,748
Non-current assets			
Loan receivables - net of current portion	*9*	121,461,709	45,729,170
Equipment	*10*	4,746,312	6,203,156
Right-of-use assets	*14*	29,011,156	19,459,102
Intangible assets	*11*	3,896,263	5,071,281
Deposits and guarantees		1,949,991	1,949,991
Deferred tax assets	*19*	40,560,128	35,006,959
Total non-current assets		201,625,559	113,419,659
Total assets		2,405,997,658	2,504,460,407

The accompanying notes are an integral part of the financial statements.

AIRA Factoring Public Company Limited

Statements of financial position (continued)

As at 31 December 2024

(Unit: Baht)

	Note	2024	2023
Liabilities and shareholders' equity			
Current liabilities			
Short-term loans from financial institutions	*12*	1,625,000,000	1,755,000,000
Short-term loans from related party	*6*	90,000,000	90,000,000
Retentions from factoring		49,242,927	48,971,869
Current portion of long-term loan	*13*	9,925,787	-
Current portion of lease liabilities	*14*	8,879,025	9,432,861
Excess receipts awaiting to repay		30,852,576	23,671,087
Other payables		12,958,785	9,505,613
Income tax payables		2,890,536	5,467,672
Other current liabilities		1,348,709	1,256,046
Total current liabilities		1,831,098,345	1,943,305,148
Non-current liabilities			
Long-term loan, net of current portion	*13*	16,904,642	-
Lease liabilities, net of current portion	*14*	22,695,203	11,703,402
Provision for long-term employee benefits	*15*	18,115,432	17,009,573
Total non-current liabilities		57,715,277	28,712,975
Total liabilities		1,888,813,622	1,972,018,123

The accompanying notes are an integral part of the financial statements.

AIRA Factoring Public Company Limited

Statements of financial position (continued)

As at 31 December 2024

(Unit: Baht)

	Note	2024	2023
Shareholders' equity			
Share capital			
Registered			
1,600,000,000 ordinary shares of Baht 0.25 each		400,000,000	400,000,000
Issued and fully paid-up			
1,600,000,000 ordinary shares of Baht 0.25 each		400,000,000	400,000,000
Share premium		75,844,889	75,844,889
Capital contribution from parent company		406,077	406,077
Retained earnings			
Appropriated-statutory reserve	*16*	38,208,000	37,370,000
Unappropriated		2,725,070	18,821,318
Total shareholders' equity		517,184,036	532,442,284
Total liabilities and shareholders' equity		2,405,997,658	2,504,460,407
		-	-

The accompanying notes are an integral part of the financial statements.

Directors

AIRA Factoring Public Company Limited

Statement of comprehensive income

As at 31 December 2024

(Unit: Baht)

	Note	2024	2023
Revenues			
Interest income from factoring		175,850,284	173,614,605
Fee and service income		46,067,619	50,677,257
Interest income from loans		32,917,783	15,302,474
Other income		348,087	1,554,556
Total revenues		255,183,773	241,148,892
Expenses			
Administrative expenses		118,848,109	115,160,405
Expected credit losses		33,385,992	53,105,059
Total expenses		152,234,101	168,265,464
Operating profit		102,949,672	72,883,428
Finance income		29,952	21,664
Finance costs	*17*	(82,100,596)	(63,453,231)
Profit before income tax expenses		20,879,028	9,451,861
Income tax expenses	*19*	(4,137,276)	(2,633,366)
Profit for the year		16,741,752	6,818,495
Other comprehensive income		-	-
Total comprehensive income for the year		16,741,752	6,818,495
Earnings per share	*20*		
Basic earnings per share		0.0105	0.0043

The accompanying notes are an integral part of the financial statements.

AIRA Factoring Public Company Limited

Cash flow statement

As at 31 December 2024

(Unit: Baht)

	2024	2023
Cash flows from operating activities		
Profit before tax	20,879,028	9,451,861
Adjustments to reconcile profit before tax to		
net cash provided by (paid from) operating activities:		
Depreciation and amortisation	10,693,243	11,363,267
Expected credit losses	33,385,992	53,105,059
Gain on disposal of equipment	-	(20,410)
Provision for long-term employee benefits	2,415,597	2,678,283
Finance cost	82,100,596	63,453,231
Profit from operating activities before		
changes in operating assets and liabilities	149,474,456	140,031,291
Operating assets (increase) decrease		
Factoring receivables	107,586,283	46,771,753
Loan receivables	(83,973,636)	(177,188,431)
Short-term loans to related party	60,000,000	20,000,000
Other receivables	810,436	(481,523)
Other current assets	(64,703)	(488,826)
Deposits and guarantees	-	(1,663,173)
Operating liabilities increase (decrease)		
Retentions from factoring	271,058	(12,534,203)
Excess receipts awaiting to repay	7,181,489	1,230,537
Other payables	3,263,155	2,724,756
Other current liabilities	92,663	(760,386)
Cash flows from operating activities	244,641,201	17,641,795
Cash paid for interest	(80,986,856)	(63,054,570)
Cash paid for long-term employee benefits	(1,309,737)	(1,149,089)
Cash paid for corporate income tax	(12,267,582)	(13,811,060)
Net cash flows from (used in) operating activities	150,077,026	(60,372,924)

AIRA Factoring Public Company Limited

Cash flow statement (continued)

As at 31 December 2024

(Unit: Baht)

	2024	2023
Cash flows from investing activities		
Cash paid for acquisition of equipment	(252,316)	(6,214,189)
Cash paid for acquisition of intangible assets	(503,475)	(1,645,328)
Proceeds from disposal of equipment	-	23,988
Net cash flows used in investing activities	(755,791)	(7,835,529)
Cash flows from financing activities		
Increase (decrease) in short-term loans from financial institutions	(130,000,000)	65,000,000
Increase in short-term loans from related party	-	90,000,000
Increase in long-term loan from financial institution	26,830,429	-
Payment of liabilities under lease agreements	(7,343,402)	(6,836,843)
Dividend paid	(32,000,000)	(51,200,000)
Net cash flows from (used in) financing activities	(142,512,973)	96,963,157
Net increase in cash and cash equivalents	6,808,262	28,754,704
Cash and cash equivalents at beginning of year	97,903,325	69,148,621
Cash and cash equivalents at end of year	104,711,587	97,903,325
	-	
Non-cash items		
Increase in payable for intangible assets	-	271,085
Increase in right-of-use assets from lease liabilities	17,128,729	24,437,759

The accompanying notes are an integral part of the financial statements.

AIRA Factoring Public Company Limited

Statement of changes in shareholders' equity

For the year ended 31 December 2024

(Unit: Baht)

	Note	Issued and fully paid-up share capital	Share premium	Capital contribution from parent company	Retained earnings		Total shareholders' equity
					Appropriated	Unappropriated	
Balance as at 1 January 2023		400,000,000	75,844,889	406,077	36,970,000	12,402,823	525,623,789
Profit for the year		-	-	-	-	6,818,495	6,818,495
Other comprehensive income for the year		-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	6,818,495	6,818,495
Transfer to statutory reserve	*16*	-	-	-	400,000	(400,000)	-
Balance as at 31 December 2023		400,000,000	75,844,889	406,077	37,370,000	18,821,318	532,442,284
Balance as at 1 January 2024		400,000,000	75,844,889	406,077	37,370,000	18,821,318	532,442,284
Profit for the year		-	-	-	-	16,741,752	16,741,752
Other comprehensive income for the year		-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	16,741,752	16,741,752
Dividend paid	*23*	-	-	-	-	(32,000,000)	(32,000,000)
Transfer to statutory reserve	*16*	-	-	-	838,000	(838,000)	-
Balance as at 31 December 2024		400,000,000	75,844,889	406,077	38,208,000	2,725,070	517,184,036

The accompanying notes are an integral part of the financial statements.

Notes to the Financial Statements

AIRA Factoring Public Company Limited
Notes to financial statements
For the year ended 31 December 2024

1. General information

AIRA Factoring Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. The Company was listed on the Market for Alternative Investment (MAI) on 25 August 2004. Its parent company is AIRA Capital Public Company Limited, which was incorporated in Thailand. The Company is principally engaged in receivable factoring. The registered office of the Company is at No. 188, Spring Tower Building, 12Ath floor, Unit 6-10, Phayathai Road, Thung Phaya Thai Sub-District, Ratchathewi District, Bangkok.

2. Basis of preparation

The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development, issued under the Accounting Act B.E. 2543.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

3. New financial reporting standard

3.1 Financial reporting standards that became effective in the current year

During the year, the Company has adopted the revised financial reporting standards which are effective for fiscal years beginning on or after 1 January 2024. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The adoption of these financial reporting standards does not have any significant impact on the Company's financial statements.

3.2 Financial reporting standards that will become effective for fiscal years beginning on or after 1 January 2025

The Federation of Accounting Professions issued a number of revised financial reporting standards, which are effective for fiscal years beginning on or after 1 January 2025. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards clarifying accounting treatment and providing accounting guidance for users of the standards.

The management of the Company believes that adoption of these amendments will not have any significant impact on the Company's financial statements.

4. Accounting policies

4.1 Revenue and expense recognition

Interest income from factoring and loan receivables

Interest income from factoring and loan receivable is recognised in the profit or loss using the effective interest rate method, over the period of contracts.

When receivables are subsequently credit-impaired, the Company continues to recognise interest income using the effective interest method, based on the net book value (gross book value net of allowance for expected credit losses) of the receivables. When receivables are not credit-impaired any more, the Company then switches to calculate interest income based on the gross book value.

Fees and services income

Fees and services income are recognised point in time upon completion of the service.

Other income

Other income is recognized in the statement of comprehensive income on an accrual basis.

Finance cost

Interest expense from financial liabilities at amortised cost is calculated using the effective interest method and recognised on an accrual basis.

Expenses

Operating expenses are recognized on an accrual basis.

4.2 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.3 Factoring and loan receivables

Factoring receivables are stated net of allowance for expected credit losses and discount on factoring in advance.

Loan receivables are stated at principal amount net of allowance for expected credit losses.

The allowance for expected credit losses has been disclosed in Note 4.12.

4.4 Equipment/Depreciation

Equipment is stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

Depreciation of equipment is calculated by reference to their costs, on the straight-line basis over the following estimated useful lives:

Computers	3 years
Furniture and fixtures	5 years
Office equipment	3 - 5 years

Depreciation is included in determining income.

No depreciation is provided on work under installation.

4.5 Intangible assets

Following the initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

Intangible assets with finite lives are amortised on the straight-line basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

Intangible assets with finite useful lives is computer software, which the useful lives is 5 years.

4.6 Leases

At inception of contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company as a lessee

The Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. At the commencement date of the lease (i.e. the date the underlying asset is available for use), the Company recognises right-of-use assets representing the right to use underlying assets and lease liabilities based on lease payments.

Right-of-use assets

Right-of-use assets are measured at cost, less accumulated depreciation, any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities initially recognised, initial direct costs incurred, and lease payments made at or before the commencement date of the lease less any lease incentives received.

Depreciation of right-of-use assets are calculated by reference to their costs, on the straight-line basis over the shorter of their estimated useful lives and the lease term.

Buildings	1 - 6 years
Motor vehicles	4 years
Office equipment	1 years

If ownership of the leased asset is transferred to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Lease liabilities

Lease liabilities are measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. Moreover, the lease payments include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising an option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The Company discounted the present value of the lease payments by the interest rate implicit in the lease or the Company’s incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

4.7 Related party transactions

Related parties comprise individuals or enterprises that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company.

They also include associates, and individuals or enterprises which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors, and officers with authority in the planning and direction of the Company's operations.

4.8 Impairment of non-financial assets

At the end of each reporting period, the Company performs impairment reviews in respect of the equipment, right-of-use assets and other intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognised in profit or loss.

4.9 Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognised as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Company and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company. The fund's assets are held in a separate trust fund and the Company's contributions are recognised as expenses when incurred.

Defined benefit plans

The Company has obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company treats these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income.

4.10 Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

4.11 Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Company recognises deferred tax liabilities for all taxable temporary differences while it recognises deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilised.

At each reporting date, the Company reviews and reduces the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

The Company records deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

4.12 Financial instruments

The Company initially measures financial assets at its fair value plus, in the case of financial assets that are not measured at fair value through profit or loss, transaction costs. However, receivables, that do not contain a significant financing component or for which at contract inception the Company expected payment by the customer less than one year and the Company has applied the practical expedient regarding not to adjust the effects of a significant financing component, are measured at the transaction price as disclosed in the accounting policy relating to revenue recognition.

Classification and measurement of financial assets

Financial assets are classified, at initial recognition, as to be subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI"), or fair value through profit or loss ("FVTPL"). The classification of financial assets at initial recognition is driven by the Company's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Financial assets at amortised cost

The Company measures financial assets at amortised cost if the financial asset is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Classification and measurement of financial liabilities

At initial recognition, the Company's financial liabilities are recognised at fair value net of transaction costs and classified as liabilities to be subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. In determining amortised cost, the Company takes into account any fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in profit or loss.

Derecognition of financial instruments

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or have been transferred and either the Company has transferred substantially all the risks and rewards of the asset, or the Company has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

Impairment of financial assets

The Company recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate.

The Company recognises expected credit losses of factoring receivables and loan receivables using the General Approach. The Company determines the changes in credit risk since initial recognition and groups its receivables into 3 stages as follow:

- Stage 1: Receivables where there has not been a significant increase in credit risk (Performing) - The Company recognises allowance for expected credit losses at the amount equal to the expected credit losses in the next 12 months. The Company will use a probability of default that corresponds to remaining maturity for the receivables with a remaining maturity of less than 12 months.
- Stage 2: Receivables where there has been a significant increase in credit risk (Under-Performing) - The Company recognises allowance for expected credit losses at the amount equal to the lifetime expected credit losses of the receivables.
- Stage 3: Receivables that are credit-impaired (Non-Performing) - The Company recognises allowance for expected credit losses at the amount equal to the lifetime expected credit losses of the receivables.

The Company considers a significant increase in credit risk to have occurred when contractual payments are more than 60 days (for factoring receivables) or 30 days (for loan receivables) past due and considers a financial asset as credit impaired or default when contractual payments are 90 days past due. However, in certain cases, The Company may also consider a financial asset to have a significant increase in credit risk and to be in default using other internal or external information.

In order to calculate the expected credit loss above. The Company considers its historical loss experience, adjusts this for current observable data and plus on the reasonable and supportable forecasts of future economic conditions, including appropriate use of judgement, to estimate the amount of an expected credit losses. Moreover, expected credit losses include management overlay for the factors which are not captured by the model (if any).

Increase (decrease) in an allowance for expected credit losses is recognised as expenses during the period in profit or loss.

For other receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4.13 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company applies a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Company measures fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 - Use of quoted market prices in an active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Company determines whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures; and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Allowance for expected credit losses of factoring and loan receivables

The management is required to use judgement in determining the allowance for expected credit losses of factoring and loan receivables. The calculation of allowance for expected credit losses of the Company are based on the development of complex expected credit losses model with a series of underlying assumptions, the probability of default, estimated losses arising from the default including the choice of inputs the forecasted macroeconomic variables. In addition, the management also considers to provide management overlay for the factors which are not captured by the model.

Deferred tax assets

Deferred tax assets are recognized for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of estimate future taxable profits.

6. Related party transactions

The nature of the relationships between the Company and its related parties are summarised below:

Name of related parties	Relationship
AIRA Capital Public Company Limited	Parent company
AIRA Securities Public Company Limited	Common parent company
AIRA Leasing Public Company Limited	Common parent company
Aspiration One Company Limited	Common parent company
AIRA Property Public Company Limited	Common parent company
SE-Education Public Company Limited	Common major shareholder

During the years, the Company had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties.

(Unit: Thousand Baht)

	2024	2023	Transfer pricing policy
Transactions with parent company			
Interest expenses	3,478	1,855	3.80 - 4.20% per annum
Other expenses	69	-	Market rate
Transactions with related parties			
Interest income from factoring	228	-	8.00% per annum
Fee and service income	309	-	0.15% per transaction
Interest income from short-term loans	4,027	1,622	6.70 - 6.95% per annum
Other income	-	3	Cost plus margin
Rental expenses	6,908	6,640	Market rate
Other expenses	649	1,152	Market rate

As at 31 December 2024 and 2023, the balances of the accounts between the Company and those related parties are as follows:

(Unit: Thousand Baht)

	2024	2023
Deposits and guarantees - related party		
Related company (related by common shareholders)	1,727	1,727
Other payables - related parties		
Parent company	20	41
Related company (related by common shareholders)	15	29
Total other payables - related parties	35	70
Lease liabilities - related parties		
Related company (related by common shareholders)	27,851	16,083

Short-term loans to and loans from related parties

As at 31 December 2024 and 2023, the balances of loans to and loans from between the Company and those related parties and the movements are as follows.

(Unit: Thousand Baht)

Loans to	Related by	31 December 2023	Increase	Decrease	31 December 2024
AIRA Leasing Public Company Limited	Common parent company	70,000	300,000	(360,000)	10,000
Short-term loans to related party		70,000	300,000	(360,000)	10,000

The outstanding balance as at 31 December 2024 of short-term loans to AIRA Leasing Public Company Limited are unsecured loans and are due in January 2025. They carry interest rate at 6.70% per annum (2023: interest rate at 6.83% per annum)

(Unit: Thousand Baht)

Loans from	Related by	31 December 2023	Increase	Decrease	31 December 2024
AIRA Capital Public Company Limited	Parent company	90,000	1,035,000	(1,035,000)	90,000
Short-term loans from related party		90,000	1,035,000	(1,035,000)	90,000

The outstanding balance as at 31 December 2024 of short-term loans from AIRA Capital Public Company Limited are unsecured loans and are due in February 2025. They carry interest rate at 4.00% per annum (2023: interest rate at 4.20% per annum).

Directors and management's benefits

During the year ended 31 December 2024 and 2023, the Company had employee benefit expenses payable to its directors and management as below.

(Unit: Thousand Baht)

	2024	2023
Short-term employee benefits	17,176	16,011
Post-employment benefits	713	713
Total	17,889	16,724

7. Cash and cash equivalents

Cash and cash equivalents as at 31 December 2024 and 2023 were as follows:

(Unit: Thousand Baht)

	2024	2023
Cash	20	20
Savings and current deposits at banks	104,692	97,883
Total cash and cash equivalents	104,712	97,903

As at 31 December 2024 and 2023, bank deposits in savings accounts carried interests at rates between 0.35 - 0.40% and 0.35 - 0.50% per annum, respectively.

8. Factoring receivables

Factoring receivables as at 31 December 2024 and 2023 are as follows:

(Unit: Thousand Baht)

	2024	2023
Factoring receivables	2,483,530	2,647,779
Accrued interest income from factoring	66,518	47,226
Total	2,550,048	2,695,005
Less: Factoring payables	(547,336)	(582,512)
Unearned interest income	(14,474)	(14,604)
Total	1,988,238	2,097,889
Less: Allowance for expected credit losses	(163,355)	(127,106)
Factoring receivables - net	1,824,883	1,970,783

As at 31 December 2024 and 2023, the balances of factoring receivables were classified by stage of credit risk as follows:

(Unit: Thousand Baht)

	As at 31 December 2024		
	Factoring receivables - net	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	1,629,625	8,631	1,620,994
Receivables where there has been a significant increase in credit risk	253,148	56,783	196,365
Receivables that are credit - impaired	105,465	97,941	7,524
Total	1,988,238	163,355	1,824,883

(Unit: Thousand Baht)

	As at 31 December 2023		
	Factoring receivables - net	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	1,834,690	9,443	1,825,247
Receivables where there has been a significant increase in credit risk	179,313	41,301	138,012
Receivables that are credit - impaired	83,886	76,362	7,524
Total	2,097,889	127,106	1,970,783

Allowance for expected credit loss of factoring receivables for the year ended 31 December 2024 and 2023 is as follows:

(Unit: Thousand Baht)

	Allowance for expected credit losses			
	Receivables where there has not been a significant increase in credit risk (Stage 1)	Receivables where there has been a significant increase in credit risk (Stage 2)	Receivables that are credit - impaired (Stage 3)	Total
Balance as at 1 January 2024	9,443	41,301	76,362	127,106
Changes due to transfer of loan classification	(237)	(4,177)	4,414	-
Changes due to remeasurement of loss allowance	(1,109)	19,659	19,230	37,780
New financial assets purchased or acquired	534	-	-	534
Written-off	-	-	(2,065)	(2,065)
Balance as at 31 December 2024	8,631	56,783	97,941	163,355

(Unit: Thousand Baht)

	Allowance for expected credit losses			
	Receivables where there has not been a significant increase in credit risk (Stage 1)	Receivables where there has been a significant increase in credit risk (Stage 2)	Receivables that are credit - impaired (Stage 3)	Total
Balance as at 1 January 2023	12,472	-	67,654	80,126
Changes due to transfer of loan classification	(6,846)	6,832	14	-
Changes due to remeasurement of loss allowance	2,937	34,469	3,806	41,212
New financial assets purchased or acquired	880	-	4,888	5,768
Balance as at 31 December 2023	9,443	41,301	76,362	127,106

9. Loan receivables

Loan receivables as at 31 December 2024 and 2023 are as follows:

(Unit: Thousand Baht)

	Current portion of loan receivables		Loan receivables - net of current portion		Total	
	2024	2023	2024	2023	2024	2023
Loan receivables	289,126	286,909	121,800	45,858	410,926	332,767
Less Allowance for expected credit losses	(27,316)	(36,993)	(338)	(129)	(27,654)	(37,122)
Loan receivables - net	261,810	249,916	121,462	45,729	383,272	295,645

As at 31 December 2024 and 31 December 2023, the balances of loan receivables were classified by stage of credit risk as follows:

(Unit: Thousand Baht)

	31 December 2024		
	Loan receivables	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	378,823	1,080	377,743
Receivables where there has been a significant increase in credit risk	-	-	-
Receivables that are credit - impaired	32,103	26,574	5,529
Total	410,926	27,654	383,272

(Unit: Thousand Baht)

	31 December 2023		
	Loan receivables	Allowance for expected credit losses	Net balance
Receivables where there has not been a significant increase in credit risk	291,125	1,009	290,116
Receivables where there has been a significant increase in credit risk	-	-	-
Receivables that are credit - impaired	41,642	36,113	5,529
Total	332,767	37,122	295,645

Allowance for expected credit losses of loan receivables for the years ended 31 December 2024 and 2023 is as follows:

(Unit: Thousand Baht)

	Allowance for expected credit losses			
	Receivables where there has not been a significant increase in credit risk (Stage 1)	Receivables where there has been a significant increase in credit risk (Stage 2)	Receivables that are credit - impaired (Stage 3)	Total
Balance as at 1 January 2024	1,009	-	36,113	37,122
Changes due to remeasurement of loss allowance	(892)	-	(3,724)	(4,616)
New financial assets purchased or acquired	962	-	-	962
Written-off	-	-	(5,814)	(5,814)
Balance as at 31 December 2024	1,079	-	26,575	27,654

(Unit: Thousand Baht)

	Allowance for expected credit losses			
	Receivables where there has not been a significant increase in credit risk (Stage 1)	Receivables where there has been a significant increase in credit risk (Stage 2)	Receivables that are credit - impaired (Stage 3)	Total
Balance as at 1 January 2023	179	203	30,894	31,276
Changes due to transfer to loan classification	-	(203)	203	-
Changes due to remeasurement of loss allowance	(97)	-	5,016	4,919
New financial assets purchased or acquired	927	-	-	927
Balance as at 31 December 2023	1,009	-	36,113	37,122

10. Equipment

Equipment as at 31 December 2024 and 2023 consist of the following:

(Unit: Thousand Baht)

	Balance as at 31 December 2023	Increase	Decrease	Transfer between accounts	Balance as at 31 December 2024
Cost					
Computer	8,086	82	-	-	8,168
Furniture and fixture	14,966	126	-	-	15,092
Office equipment	1,493	44	-	-	1,537
Total cost	24,545	252	-	-	24,797
Accumulated depreciation					
Computer	(6,833)	(614)	-	-	(7,447)
Furniture and fixture	(10,303)	(1,006)	-	-	(11,309)
Office equipment	(1,206)	(89)	-	-	(1,295)
Total accumulated depreciation	(18,342)	(1,709)	-	-	(20,051)
Equipment	6,203				4,746

(Unit: Thousand Baht)

	Balance as at 31 December 2022	Increase	Decrease	Transfer between accounts	Balance as at 31 December 2023
Cost					
Computer	7,957	1,093	(964)	-	8,086
Furniture and fixture	10,360	4,718	(309)	197	14,966
Office equipment	1,302	206	(15)	-	1,493
Work under installation	197	-	-	(197)	-
Total cost	19,816	6,017	(1,288)	-	24,545
Accumulated depreciation					
Computer	(7,352)	(441)	960	-	(6,833)
Furniture and fixture	(10,349)	(263)	309	-	(10,303)
Office equipment	(1,126)	(96)	16	-	(1,206)
Total accumulated depreciation	(18,827)	(800)	1,285	-	(18,342)
Equipment	989				6,203
Depreciation for the years ended 31 December					
2024					1,709
2023					800

As at 31 December 2024, certain equipment items were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 18 million (2023: Baht 17 million).

11. Intangible assets

Intangible assets as at 31 December 2024 and 2023 are as follows

(Unit: Thousand Baht)

	Balance as at 31 December 2023	Increase	Transfer between accounts	Balance as at 31 December 2024
Cost				
Computer software	16,961	232	-	17,193
Intangible assets under installation	375	-	-	375
Total cost	17,336	232	-	17,568
Amortization				
Computer software	(12,265)	(1,407)	-	(13,672)
Total accumulated amortization	(12,265)	(1,407)	-	(13,672)
Intangible assets	5,071			3,896

(Unit: Thousand Baht)

	Balance as at 31 December 2022	Increase	Transfer between accounts	Balance as at 31 December 2023
Cost				
Computer software	14,231	1,916	814	16,961
Intangible assets under installation	1,189	-	(814)	375
Total cost	15,420	1,916	-	17,336
Amortization				
Computer software	(10,024)	(2,241)	-	(12,265)
Total accumulated amortization	(10,024)	(2,241)	-	(12,265)
Intangible assets	5,396			5,071
Amortization for the years ended 31 December				
2024				1,407
2023				2,241

As at 31 December 2024, certain intangible assets were fully amortised but are still in use. The gross carring amount before deducting accumulated amortisation of those intangible assets amounted to approximately Baht 10 million (2023: Baht 2 million).

12. Short-term loans from financial institutions

Short-term loans from financial institutions as at 31 December 2024 and 2023 are as follows:

(Unit: Thousand Baht)

	Interest rate (% per annum)			
	2024	2023	2024	2023
Promissory notes	4.10 - 4.73	3.95 - 4.93	1,625,000	1,755,000

As at 31 December 2024 and 2023, the Company had credit facilities for short-term loans from financial institutions. Under these credit facilities, the Company has to comply with certain terms and conditions prescribed in the agreements such as not to mortgage, pledge or create of commitment over any fixed assets (Negative pledge) or maintain the financial ratio, etc.

As at 31 December 2024, the credit facilities of the Company which have not yet been drawn down amounting to of Baht 945 million (2023: Baht 835 million).

13. Long-term loans from financial institutions

On 25 July 2024, the Company entered into a loan agreement with a financial institution with the objective of accommodating a short-term financing business. Long-term loans from the financial institution were unsecured loans.

The Company agreed to make principal repayments in 36 monthly installments to the bank, with the first instalment due in September 2024. The loans carried interest at the minimum loan rate (MLR) minus 5.30% per annum.

Under the loan agreement, the Company was required to comply with certain terms and conditions prescribed in the agreement, e.g. the Company shall not default on loan payments to the bank and other creditors and not take any action leading to the Company's dissolution, liquidation or winding-up, including the use of the loan where funds are granted for a specific intended purposes only, etc.

As at 31 December 2024, the Company has already drawn down the long-term credit facilities in full amount.

14. Leases

The Company as a leasee

The Company has lease contracts for various items of assets used in its operations. Leases generally have lease terms between 1 - 6 years.

a) Right-of-use assets

Movements of right-of-use assets during the years ended 31 December 2024 and 2023 were summarised below.

(Unit: Thousand Baht)

	Buildings	Vehicles	Office equipment	Total
1 January 2023	1,438	1,906	-	3,344
Additions	19,655	4,303	479	24,437
Depreciation for the year	(6,352)	(1,611)	(359)	(8,322)
31 December 2023	14,741	4,598	120	19,459
Additions	16,653	-	476	17,129
Depreciation for the year	(5,676)	(1,424)	(477)	(7,577)
31 December 2024	25,718	3,174	119	29,011

b) Lease liabilities

(Unit: Thousand Baht)

	2024	2023
Lease payments	34,370	22,021
Less: Deferred interest expenses	(2,796)	(885)
Total	31,574	21,136
Less: Portion due within one year	(8,879)	(9,433)
Lease liabilities - net of current portion	22,695	11,703

Movements of the lease liability account during the years ended 31 December 2024 and 2023 are summarised below:

(Unit: Thousand Baht)

	2024	2023
Balance at beginning of year	21,136	3,410
Increase	17,129	24,438
Accretion of interest	2,173	596
Repayments	(8,864)	(7,308)
Balance at end of year	31,574	21,136

c) Expenses relating to leases that are recognised in profit or loss

(Unit: Thousand Baht)

	2024	2023
Depreciation expense of right-of-use assets	7,577	8,322
Interest expense on lease liabilities	2,173	596
Expense relating to short-term leases	379	391

d) Others

The Company had total cash outflows for leases for the year ended 31 December 2024 of Baht 9.2 million (2023: Baht 7.7 million), including the cash outflow related to short-term lease and leases of low-value assets.

15. Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

(Unit: Thousand Baht)

	2024	2023
Provision for long-term employee benefits at beginning of year	17,010	15,480
Included in profit or loss:		
Current service cost	2,041	2,325
Interest cost	374	354
Benefits paid during the year	(1,310)	(1,149)
Provision for long-term employee benefits at end of year	18,115	17,010

The Company expects no payment of long-term employee benefits during the next year (2023: Baht 1.7 million).

As at 31 December 2024 and 2023, the weighted average duration of the liabilities for long-term employee benefit is 8.35 years.

Significant actuarial assumptions are summarised below:

(Unit: percent per annum)

	2024	2023
Discount rate	3.11%	2.95%
Salary increase rate	5.5%	5.5%
Staff turnover rate	8% - 27%	8% - 27%

The result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2024 and 2023 are summarised below:

(Unit: Thousand Baht)

	2024		2023	
	Increase 0.5%	Decrease 0.5%	Increase 0.5%	Decrease 0.5%
Discount rate	(396)	416	(385)	405
Salary increase rate	514	(492)	439	(421)
	Increase 10.0%	Decrease 10.0%	Increase 10.0%	Decrease 10.0%
Staff turnover rate	(359)	389	(300)	324

16. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a legal reserve at least 5% of its net profit after deducting accumulated deficit brought forward, if any, until the reserve reaches 10% of the registered capital. The legal reserve is not available for dividend distribution.

17. Finance cost

(Unit: Thousand Baht)

	2024	2023
Interest expenses on borrowings	79,928	62,857
Interest expenses on lease liabilities	2,173	596
Total	82,101	63,453

18. Expenses by nature

Significant expenses classified by nature are as follows:

(Unit: Thousand Baht)

	2024	2023
Salaries, wages and other employee benefits	78,081	70,261
Depreciation and amortisation	10,693	11,363
Expected credit losses	33,386	53,105
Specific business tax expenses	8,277	7,853
Examination fees on factoring documents	1,946	2,310

19. Income tax

Income tax expenses for the years ended 31 December 2024 and 2023 are made up as follows:

(Unit: Thousand Baht)

	2024	2023
Current income tax:		
Current income tax charge	9,690	13,090
Deferred tax:		
Relating to origination and reversal of temporary differences	(5,553)	(10,457)
Income tax expense reported in profit or loss	4,137	2,633

The reconciliation between accounting profit and income tax expense is shown below.

(Unit: Thousand Baht)

	2024	2023
Accounting profit before tax	20,879	9,452
Applicable tax rate	20%	20%
Accounting profit before tax multiplied by income tax rate	4,176	1,890
Unrecognised temporary differences	(148)	791
Effects of:		
Non-deductible expenses	183	28
Additional expense deductions allowed	(74)	(76)
Total	109	(48)
Income tax expense reported in profit or loss	4,137	2,633

The components of deferred tax assets are as follows:

(Unit: Thousand Baht)

	2024	2023
Deferred tax assets		
Allowance for expected credit losses	36,424	31,270
Provision for long-term employee benefits	3,623	3,402
Lease liabilities	513	335
Total	40,560	35,007

As at 31 December 2024 and 2023, the Company has deductible temporary differences totaling Baht 9.7 million and 10.5 million, respectively on which deferred tax assets have not been recognised as the Company believes that it is unlikely that the tax benefits can be utilized.

20. Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

21. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker has been identified as the Board of Directors of the Company.

The one main reportable operating segment of the Company is the factoring business and the single geographical area of their operations is Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.

Major customers

For the year ended 31 December 2024 and 2023, the Company has no major customer with revenue of 10 percent or more of an entity's revenues.

22. Provident fund

The Company and its employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The Company contributes to the fund monthly at the rate of 5% - 10% of basic salary and employees contribute to the fund monthly at the rate of 5% - 15% of basic salary. The fund, which is managed by SCB Asset Management Co., Ltd., will be paid to employees upon termination in accordance with the fund rules.

For the years ended 31 December 2024 and 2023, the Company's contributions included in administrative expenses in the statements of comprehensive income amounting to Baht 2.1 million and Baht 1.8 million, respectively.

23. Dividends

Dividends	Approved by	Total dividend (Thousand Baht)	Dividend per share (Baht)
Interim dividend No. 1 for the net profit of the operation results during 1 January 2024 to 30 June 2024 and the retained earnings	Meeting of the Company's Board of Directors on 13 September 2024	32,000	0.02
Total for 2024		32,000	0.02

24. Commitments and contingent liabilities

24.1 Capital commitments

As at 31 December 2024 and 2023, the Company had capital commitments of approximately Baht 2.1 million, relating to software computer improvements.

24.2 Service commitments

As at 31 December 2024 and 31 December 2023, the Company has future minimum lease payments required under service agreements as follows:

(Unit: Million Baht)

	2024	2023
Payments		
Within 1 year	1	2

25. Financial Instruments

Financial risk management objectives and policies

The Company's financial instruments principally comprise cash and cash equivalents, factoring receivables, loan receivables, short-term loans to related party, other receivables, short-term and long-term loans from financial institutions, retentions from factoring, lease liabilities, excess receipts awaiting to repay and other payables. The financial risks associated with these financial instruments and how they are managed is described below.

Credit risk

The Company is exposed to credit risk primarily with respect to factoring receivables, loans receivable, short-term loans to related party and other receivables and cash at bank.

The maximum exposure to credit risk is limited to the carrying amounts as stated in the statement of financial position.

The Company prepared expected credit losses model under TFRS 9 that requires the Company to determine impairment of the Company's financial assets. The Company reconsiders expected credit losses model including management overlay by periodically reviews to ascertain appropriateness of the model.

Factoring receivables and loans receivables

The Company managed the risk by adopting appropriate credit control policies and procedures whereby the Company analyses credit details of customers and follows up customers with overdue accounts in accordance with credit control practices, and considers the amount of retentions from factoring, and other obligation assets as collateral for each customer. Therefore, the Company does not expect to incur material financial loss. In addition, the Company does not have high concentrations of credit risk since it has a large customer base.

Cash deposits

The Company manages the credit risk from balances with banks and financial institutions by making investments only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's credit committee on an annual basis. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

Interest rate risk

The Company's exposure to interest rate risk relate primarily to cash at banks, factoring receivables, loans receivables, short-term loans to related party and short-term loans and long-term from financial institutions. The Company mitigates this risk by matching the sources of borrowings with factoring receivables to ensure that the Company maintains an accumulated average spread of interest under the Company's policy. Moreover, the Company analyses the term of interest rate movement of factoring receivables, borrowings and the Company adjusts the interest rate charge to receivables when the interest rate changes. Thus, the Company is flexible in its response to interest rate fluctuations. In addition, since most of the Company's financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate, the interest rate risk is expected to be minimal.

As at 31 December 2024 and 2023, significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date (if this occurs before the maturity date).

(Unit: Million Baht)

	As at 31 December 2024						
	Fixed interest rates			Floating interest rate	Non-interest bearing	Total	Effective interest rate
	Within 1 year	1-5 years	bearing 5 years				(% per annum)
Financial assets							
Cash and cash equivalents	-	-	-	7	97	104	0.35 - 0.40
Factoring receivables	1,825	-	-	-	-	1,825	6.55 - 13.00
Loan receivables	262	121	-	-	-	383	4.50 - 11.30
Short-term loans to related party	10	-	-	-	-	10	6.70
Other receivables	-	-	-	-	2	2	-
	2,097	121	-	7	99	2,324	

(Unit: Million Baht)

	As at 31 December 2024						
	Fixed interest rates			Floating interest rate	Non-interest rate bearing	Total	Effective interest rate
	Within 1 year	1-5 years	bearing 5 years				(% per annum)
Financial liabilities							
Short-term loans from financial institutions	1,625	-	-	-	-	1,625	4.10 - 4.73
Short term loans from related party	90	-	-	-	-	90	4.00
Retentions from factoring	-	-	-	-	49	49	-
Lease liabilities	9	23	-	-	-	32	2.70 - 4.46
Excess receipts awaiting to repay	-	-	-	-	31	31	-
Other payables	-	-	-	-	13	13	-
Long-term loan from financial institution	-	-	-	27	-	27	MLR - 5.30
	1,724	23	-	27	93	1,867	

(Unit: Million Baht)

	As at 31 December 2023						
	Fixed interest rates			Floating interest rate	Non-interest rate bearing	Total	Effective interest rate
	Within 1 year	1-5 years	bearing 5 years				(% per annum)
Financial assets							
Cash and cash equivalents	-	-	-	5	93	98	0.32 - 0.50
Factoring receivables	1,971	-	-	-	-	1,971	6.55 - 14.50
Loan receivables	250	46	-	-	-	296	4.50 - 11.30
Short-term loans to related party	70	-	-	-	-	70	6.83
Other receivables	-	-	-	-	1	1	-
	2,291	46	-	5	94	2,436	
Financial liabilities							
Short-term loans from financial institutions	1,755	-	-	-	-	1,755	3.95 - 4.93
Short term loans from related party	90	-	-	-	-	90	4.20
Retentions from factoring	-	-	-	-	49	49	-
Lease liabilities	9	12	-	-	-	21	2.70 - 3.67
Excess receipts awaiting to repay	-	-	-	-	24	24	-
Other payables	-	-	-	-	10	10	-
	1,854	12	-	-	83	1,949	

Liquidity risk

Liquidity risk is the risk that the Company will be unable to liquidate its financial assets and/or procure sufficient funds to discharge its obligations in a timely manner, resulting in the Company incurring a financial loss.

The Company has established a liquidity management policy, to ensure that the Company has sufficient liquidity to meet debt and other obligations when due in normal circumstances, and has the liquidity contingency plans in place to handle crisis situations, as well as to ensure that management of liquidity strikes an appropriate balance between costs and benefits.

The table below summarises the maturity profile of the Company's financial liabilities as at 31 December 2024 and 2023 based on contractual undiscounted cash flows:

(Unit: Million Baht)

	As at 31 December 2024			
	At call	Within 1 year	1 - 5 years	Total
Financial liabilities				
Short-term loans from financial institutions	-	1,637	-	1,637
Short-term loans from related party	-	91	-	91
Retentions from factoring	49	-	-	49
Lease liabilities	-	10	24	34
Excess receipts awaiting to repay	-	31	-	31
Other payables	-	13	-	13
Long-term loan from financial institution	-	11	17	28
Total financial labilities	49	1,793	41	1,883

(Unit: Million Baht)

	As at 31 December 2023			
	At call	Within 1 year	1 - 5 years	Total
Financial liabilities				
Short-term loans from financial institutions	-	1,755	-	1,755
Short-term loans from related party	-	90	-	90
Retentions from factoring	49	-	-	49
Lease liabilities	-	10	12	22
Excess receipts a waiting to repay	-	24	-	24
Other payables	-	10	-	10
Total financial labilities	49	1,889	12	1,950

Foreign currency risk

The Company is not exposed to foreign currency risk because no trading transactions are denominated in foreign currency.

Fair value of financial instruments

Since the majority of the Company's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position.

26. Capital management

The primary objective of the Company's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2024 and 2023, the Company's debt-to-equity ratios are 3.65 and 3.70, respectively.

27. Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 18 February 2025.

Attachment

Back up attachment

Attachment 1 : Details of directors, executives, controlling persons, the person assigned to take the highest responsibility in Accounting and Finance, the person assigned to take direct responsibility for accounting supervision, the Company's secretary, and the representative for contact and coordination in case of a foreign company

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773536129898.pdf

Attachment 2 : Details of the directors of subsidiaries

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773536129900.pdf

Attachment 3 : Details of the Heads of the Internal Audit and Compliance Units

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773536129903.pdf

Attachment 4 : Assets for business undertaking and details of asset appraisal

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773536129905.pdf

Attachment 5 : Unabridged policy and guidelines on corporate governance and unabridged code of business conduct prepared by the Company

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773536129911.pdf

Attachment 6 : Report of the Audit Committee

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773536129909.pdf

Attachment 7 :Code of Conduct

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773536129913.pdf

Attachment 8 :Report of the Nomination, Remuneration and Corporate Governance for Sustainable Development Committee

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773623189303.pdf

Attachment 9 :Report of the Risk Management Subcommittee

Link to attachment : https://eonemedia.setlink.set.or.th/report/0787/2025/1773623189311.pdf