

## REPORT OF THE CORPORATE GOVERNANCE COMMITTEE

### Dear Shareholders,

The Board of Directors of Global Power Synergy Public Company Limited (GPSC) has appointed the Corporate Governance Committee to oversee the corporate governance and code of conduct, sustainability management, and corporate social responsibility. The Corporate Governance Committee currently comprises four members, namely Mr. Kurujit Nakornthap (Independent Director), serving as the Chairman of the Corporate Governance Committee, and Ms. Panada Kanokwat, (Independent Director), Mr. Somchai Wongwattanasan, (Director), and Ms. Peangpanor Boonklum (Director), serving as members of the Corporate Governance Committee.

In 2017, the Corporate Governance Committee convened a total of five meetings. The summary of its operations is provided below.

1. Reviewed the GPSC's action plans for 2017 on corporate governance and code of conduct, sustainability management, and corporate social responsibility and regularly monitored their implementation
2. Reviewed and approved protocols for Meetings of the Board of Directors to obtain a clear procedure, encompassing processes prior to, during, and after each meeting, to ensure their efficiency
3. Offered recommendations to working teams and tracked the results of the 2017 Annual General Meeting of Shareholders (AGM)
4. Offered recommendations to working teams and oversaw the preparation for the 2017 Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors (IOD)
5. Offered recommendations to working teams and oversaw the preparation for certification by the Collective Action Coalition against Corruption (CAC)
6. Reviewed and approved policies related to anti-corruption such as Anti-corruption Policy (revised) and Whistleblowing and Complaints Handling Policy
7. Reviewed and approved the criteria for proposal of agenda items and nomination of director candidates for the 2018 AGM
8. Reviewed the 2017 Board of Directors' performance assessment forms
9. Reviewed and approved GPSC's compliance policy
10. Oversaw GPSC's compliance with PTT Way of Conduct regarding anti-corruption in 2017
11. Reviewed the theme and format of PTT Group CG Day 2017, an activity organized to promote PTT Group's corporate governance and compliance with code of conduct and hosted by GPSC in 2017

As a result of GPSC's commitment to corporate governance in its operation, GPSC's corporate governance and sustainability management has been recognized on the national level, as detailed below:

- Rated “Excellent” in the Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors (IOD) for the second consecutive year
- Given the full score of 100 on the AGM Checklist for the second consecutive year by the Thai Investors Association
- Awarded with an ESG 100 Certificate, given by the Thaipat Institute to listed companies with outstanding Environmental, Social and Governance (ESG) performance for the second consecutive year, based on the sustainability data of SET-listed securities of 656 companies
- Included in the Thailand Sustainability Investment 2017 list created by the Stock Exchange of Thailand (SET), which compiled listed companies that met SET’s sustainability criteria, formulated in correspondence

with international standards, in order to provide information to investors looking for quality stocks for long-term yield.

- Given a Sustainability Report Award 2017 (Recognition Class) by the Thai Listed Companies Association for GPSC’s disclosure of its environmental, social, and governance information beneficial to investors and stakeholders

On behalf of the Corporate Governance Committee



**(Mr. Kurujit Nakornthap)**

**Chairman of the Corporate Governance Committee**