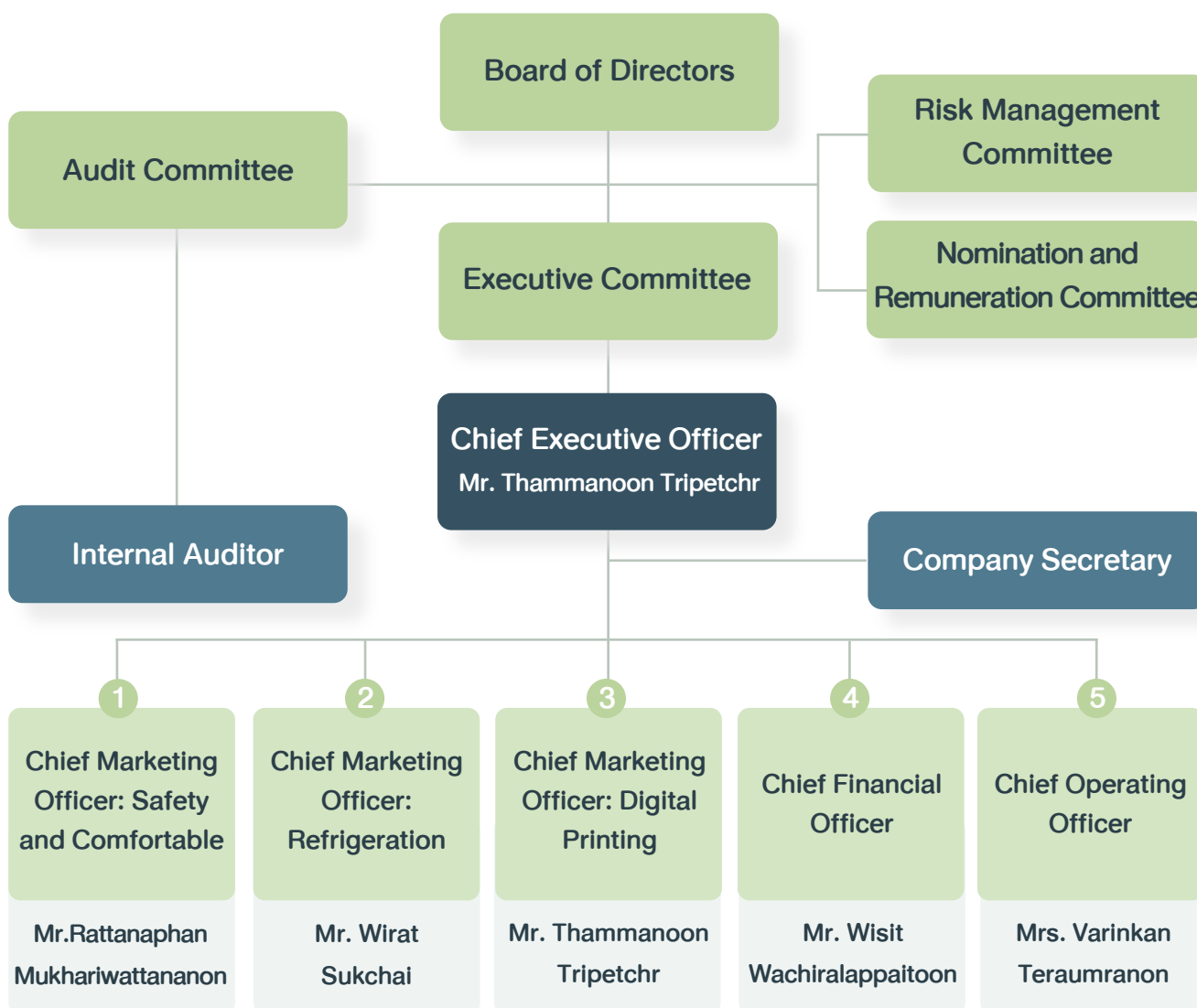


Governance Structure and Key Information of the Board, Board-Committees, Executives, Employees and Others

1. Governance Structure

Harn Engineering Solutions Public Company Limited’s management structure or “HARN” as of December 31, 2024, comprises of the Board of Directors and 4 Board-Committees supporting matters: the Audit Committee, Nominating and Remuneration Committee, Executive Committee, and Risk Management Committee. Composed of qualified individuals under Section 68 of the Public Companies Act B.E. 2535 (1992) (as amended) and the Securities and Exchange Act B.E. 2535 (1992) (as amended). The Chief Executive Officer is the top executive of HARN.

Organization Chart of Harn Engineering Solutions Public Company Limited



Note : Executives no. 1 - 5 is Company executives according to the Notification of the Securities and Exchange

2. Board of Directors

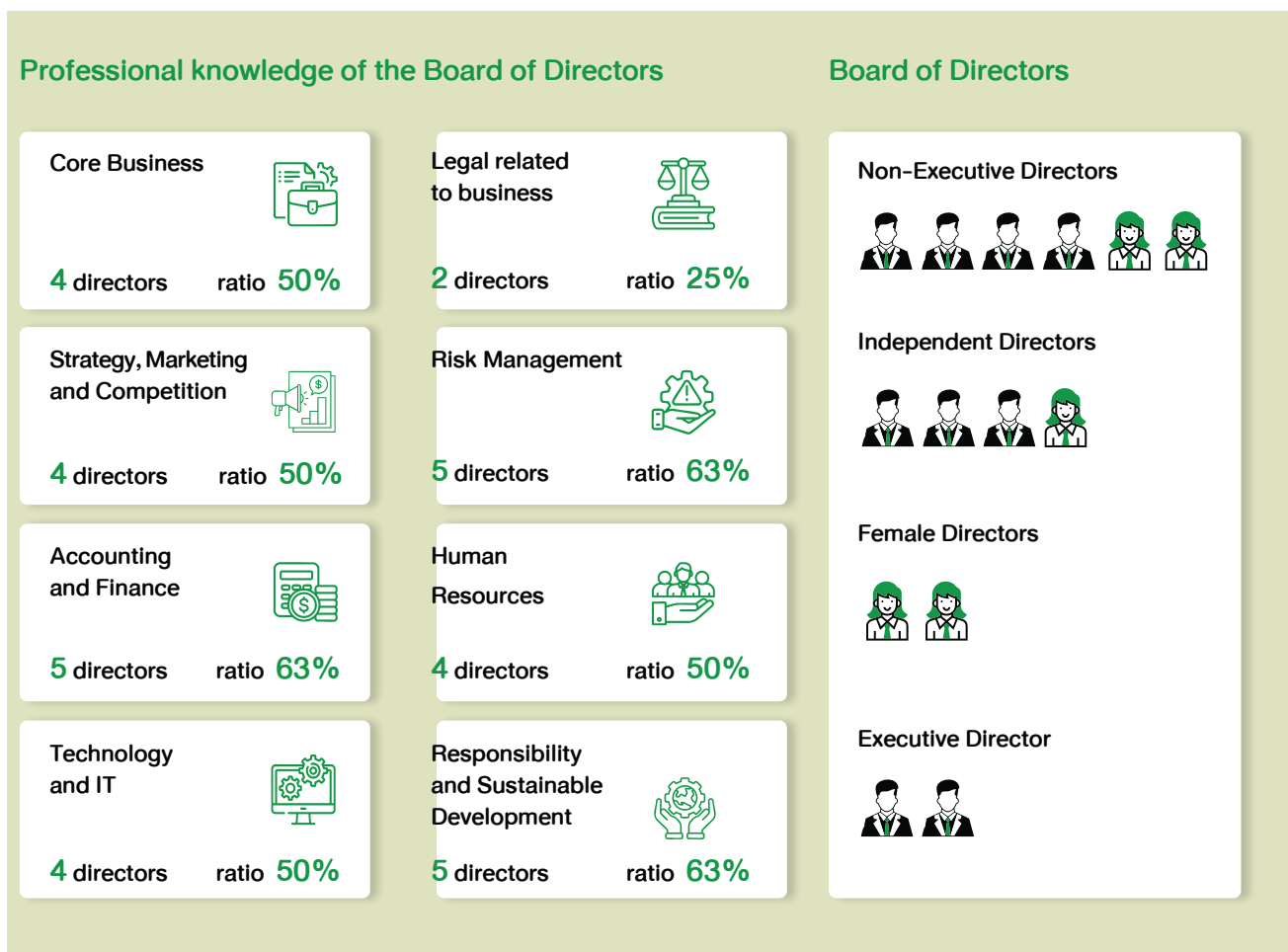
2.1 Composition of the Board

Under of HARN articles of association, the Board consists of:

- Least 5 directors.
- At least half of the directors must reside in the Kingdom.
- Must consists of Independent Directors of at least one-third of all Directors and the number must be at least 3 directors.
- The Independent Directors must as Audit Committee the number must be at least 3 directors.
- Non-Executive Director must of at least 1director in knowledge engineering in main business and at lest 1 director must in knowledge of accounting.
- Must consists of Executive not more half of all Directors

According to the certification of the Ministry of Commerce at December 31, 2024, the HARN Board consisted:

- 6 non-executive directors at 75% of the entire Board
- 4 independent directors at 50% of the entire Board, which exceeds the legal limit
- 2 female directors at 25% of the entire Boar
- 2 executive director at 25% of the entire Board. Including 1 Chief Executive Officer and 1 Chief Marketing Officer
- Non-independent directors meet the fair proportion of controlling shareholders' investment.
- Board Expertise at December 31, 2024, Each Board, reviewed expertise in according Board Skill Matrix. In summary, the Board has the diversity of gender, age, education background, experience, expertise in specialized beneficial matters.



Board of Directors		Knowledge, Expertise and Experience							
		Core Business	Strategy, Marketing and Competition	Accounting and Finance	Technology and IT	Legal related to business	Risk Management	Human Resources	Responsibility and Sustainable Development
1.	Mr. Pichet Sithi-Amnuai Independent Director Chairman of the Board		●	●	●	●	●		●
2.	Mr. Prasert Deejongkit Independent Director Member of the Audit Committee Chairman of the Nomination and Remuneration Committee			●		●		●	●
3.	Dr. Teerachai Pomsinsirak Independent Director Chairman of the Risk Management Committee/ Member of the Audit Committee	●	●		●		●	●	●
4.	Mrs. Valeeratn Chuerboonchai Independent Director Chairperson of the Audit Committee/ Member of the Nomination and Remuneration Committee			●				●	
5.	Mr. Wirat Sukchai Directors Chairman of the Executive Committee/ Member of the Risk Management Committee / Chief Marketing Officer	●	●				●		
6.	Mr. Thammanoon Tripetchr Directors/ Member of the Executive Committee/ Member of the Risk Management Committee/ Chief Executive Officer/ Chief Marketing Officer	●	●	●	●		●	●	●
7.	Dr. Jain Charnnarong Directors Member of the Executive Committee/ Member of the Nomination and Remuneration Committee				●				
8.	Mrs. Sirima Iamsakulrat Directors	●		●			●		●

2.2 The Current Board of Directors

The Board of Directors as of December 31, 2024, there are 8 members. Consisted of: 4 Directors and 4 Independent Directors. All independent Director is able to express opinions freely according to the relevant laws and must have qualifications that completely fulfill the requirements stipulated by the Notification of the Capital Market Supervisory Board No. Thor.Jor. 28/2551 regarding application for and Approval of Offer for Sale of Newly Issued Shares (and the amendments).

Name	Position	Appointed Date
1. Mr. Pichet Sithi-Amnuai	Independent Director (Non-Executive) Chairman of the Board	April 24, 2023 April 24, 2023
2. Mr. Prasert Deejongkit	กรรมการอิสระ (ไม่เป็นผู้บริหาร) กรรมการตรวจสอบ ประธานกรรมการสรรหาและพิจารณาค่าตอบแทน	April 23, 2021 April 23, 2021 May 15, 2022
3. Dr. Teerachai Pornsinsirak	Independent Director (Non-Executive) Member of the Audit Committee Chairman of the Nomination and Remuneration Committee	April 25, 2022 May 15, 2022 April 25, 2023
4. Mrs. Valeeratn Chuerboonchai	Independent Director (Non-Executive) Chairperson of the Audit Committee Member of the Nomination and Remuneration Committee	May 15, 2022 April 25, 2023 May 15, 2022
5. Mr. Wirat Sukchai	Director (Executive) Chairman of the Executive Committee Member of the Risk Management Committee Chief Marketing Officer	September 5, 2012 ^{1/} March 1, 2018 May 15, 2022 March 1, 2022
6. Mr. Thammanoon Tripetchr	Director (Executive) Member of the Risk Management Committee Member of the Executive Committee Chief Executive Officer	November 1, 2016 November 11, 2016 December 1, 2016 March 1, 2022
7. Dr. Jain Chamnarong	Director (Non-Executive) Member of the Executive Committee Member of the Nomination and Remuneration Committee	April 5, 2017 March 1, 2017 May 15, 2022
8. Mrs. Sirima Iamsakulrat	Director (Non-Executive)	September 5, 2012 ^{1/}

With Miss. Wasukan Boonmee is the Company Secretary

Note: 1/ HARN was listed on the Stock Exchange of Thailand in 2014, causing the directors to continuously hold positions

2.3 Authorized Director to Sign and Bind for HARN

According to HARN's Articles of Association, The Board Two (2) authorized directors shall sign to represent HARN, which the Shareholder's Meeting or the Board Meeting has the power to determine the list of authorized directors sign to represent HARN. Through the Board of Directors Meeting No. 1/2021 on February 25, 2021, the Board has approved directors having authority to sign on behalf of HARN, namely Mr. Wirat Sukchai, Mr. Thammanoon Tripetchr, Mrs. Sirima Iamsakulrat and Mr. Jain Charnnarong any 2 of the 4 representative directors jointly sign.

2.4 Roles, Duties and Responsibilities of the Board

The board shall act professionally on behalf of the shareholders with high responsibility and accountability in order to steer HARN in the right directions, define framework of strategies according to vision and mission, to ensure that business is operated under code of conduct complies with laws and regulations, make decisions on important matters with care and loyalty, and monitor to the communication of short and long-term strategies into practice at the operational level. Also, protect the benefits of all stakeholders. Therefore, the Board

must perform their duties independently from management, for overseeing management's operations and results, managing risks and determining remuneration.

Currently, Mr. Pichet Sithi-Amnuai is the Chairman of the Board, and Mr. Thammanoon Tripetchr is the Chief Executive Officer of HARN is a different person, has clearly separate roles and responsibilities of the Board and the Executives, in line with the Corporate Governance Policy and Code of Conduct.

2.4.1 Roles, Duties of the Chairman of the Board

1. The chairman is independent from the management and not the position of Chief Executive Officer, and has not been involved in routine management with clear segregation of roles between the Chairman and the executives, to balance the power in the administration.
2. Calls for the Board meeting according to the articles of association or in case of emergency by delivered to Directors at least 5 business days in advance of the Board meeting date. In urgent cases, the Chairman of the Board is the head of the meeting and in the Annual General Meeting including determines agenda of the meeting with the Chief Executive Officer.
3. Ensures the efficiency of each meeting by allocating enough time for the executives to present information, encouraging and allowing directors' queries and expression of free views, controlling the issues under discussion, and summarizing the meeting's resolutions. The Chairman shall also promote constructive relations among directors as well as between the Board and the executives.
4. Encouraging the Board's conformance to authorities, responsibilities, law and corporate governance principles, code of conduct. The Chairman shall also advocate directors' efforts for promoting a corporate culture of ethics, and good corporate governance, including identifying themselves, refraining from voting, and leaving the meeting in case of having conflicts of interest in any agenda.
5. Control and oversee the Board and Board-Committee to perform on duty efficiency and achieve the stated objectives.
6. Having power deciding cast vote, in case the votes of both parties are equal.

2.4.2 Roles, Duties of the Board

1. Define HARN's vision, policies, code of conduct, strategies, directions, annual budget, management structure and major plans and consider potential risks so as to ensure that management can effectively drive plans into practice. HARN is running its businesses with transparency responsibility to stakeholders, society and environment.
2. Assess the performance of the Chief Executive Officer (CEO) and decide suitable remuneration, to induce short-term and long term motivation.
3. Oversee an accounting systems, financial reporting and auditing, as well as the efficient and effective internal control and internal audit systems. Define comprehensive risk management, have a mechanism for complaints and providing protection for complainants' guidelines, as well as ensure an efficient risk management system or process and follow up every quarterly.
4. Oversee and supervise issues regarding related-party transactions and manage potential conflicts of interest and reports to the Board on a regular.

5. Oversee that appropriate are reviewed and communicated Corporate Governance Policies and Principles and Code of Conduct at least once a year.
6. Oversee to have a Policies and Anti-corruption Measures to comply with the requirements of the law related, including communicate to the Board, management, employees and related third parties, and promote it as a culture.
7. Monitor and supervise the performance of the management with the specified policies, plans and budget in an efficient manner, and ensure that HARN's business management is in line with the corporate governance policy.
8. Approval for long-term investment, loans or other as appropriate.
9. Approve employee development and executive succession plan, and oversee procedures there is an effective.
10. Approve and/or give opinion on related transactions, acquisition or disposition of assets, investment and any other of HARN and subsidiaries with the laws, notifications, requirements, rules and regulations, unless it is prescribed by law to seek approval from the shareholders' meeting.
11. Authorized to appoint the Chief Executive Officer and Board-Committees who has been nominated under the nomination process and procedures under relevant laws and regulations, including assign duties and responsibilities.
In case the Board's assignment of the Chief Executive Officer, Managing Director or any other person to perform duty on behalf, must the scope of power and duties of the authorized person clearly specified and shall be clearly recorded minutes as a resolution of the Board meeting,
However, the authority and duties stated above must no any conflict of interest with HARN or subsidiary, unless the approval of such transactions is in line with the policy and criteria duly approved by the Board
12. Appoint the Company Secretary who has appropriate experience and qualifications in the roles and responsibilities specified in the Securities and Exchange Act.

3. Information on Board-Committees

The appointment of Director as Member of the Board-Committees, the Nomination and Remuneration Committee considers qualified Director as a Member of the Board-Committee to fill vacancies. This must be done in accordance with the Board-Committees' Charters. The names of selected Directors are to be proposed to the Board for consideration and approval.

However, the Board appointed of the 4 Board-Committees supporting matters: the Audit Committee, Nominating and Remuneration Committee, Executive Committee, and Risk Management Committee which clearly defining duties and responsibilities, to consider specific issues, scrutinize and propose the Board for consideration.

3.1 The Audit Committee

Each quarter the Audit Committee, together with the Chief Financial Officer which as audit committee secretary and the external auditor (Karin Audit Co. Ltd.), reviews financial reports. The Board is accountable for HARN's and consolidated subsidiary financial statements as well as other financial information presented in the annual report. The financial reports are prepared under generally accepted accounting principles and are audited and certified by Mr. Jadesada Hungsapruet, C.P.A. No. 3759, of Karin Audit Co. Ltd. Material information, financial and non-financial, is accurately, completely and consistently disclosed.

The Board approved the appointment of the Audit Committee on September 5, 2012, which appointed from independent director of HARN's with the qualifications specified by SEC laws and SET must consist of at least 3 directors and at least 1 of whom must be adequately qualified and experienced in reviewing the credibility of financial statements. As of December 31, 2024, composed of three independent directors all members of the Audit Committee have sufficient knowledge and experience to review the credibility of the financial statements according to applicable laws, opinions are freely expressed as follows:

Name		Position
1. Mrs. Valeeratn	Chuerboonchai	Chairperson of the Audit Committee (Independent Director, who has accounting knowledge)Member of the Audit
2. Mr. Prasert	Deejongkit	Committee (Independent Director)
3. Dr. Teerachai	Pornsinsirak	Member of the Audit Committee (Independent Director)

With Mr. Wisit Wachiralarpaitoon, Chief Financial Officer as secretary of the Audit Committee.

3.1.1 Duties and Responsibilities of the Audit Committee

1. Review financial reporting to ensure its accuracy and adequacy.
2. Review the efficiency and effectiveness of internal control, risk management and internal audit processes and consider on the appointment, transfer and dismissal of the internal audit and review annual audit plan, fees and personnel.
3. Review compliance with laws, SET requirements, SEC and law relevant to HARN's businesses.
4. Review for compliance with the self-assessment and documents to anti-corruption measures.
5. Review and opinions on transactions to cause fraud that may affect operations, to comply with anti-corruption measures to the Board's for acknowledgment.
6. Oversee complaints, whistleblowing and investigate fact, report to the Board's for punishment or solve the problem according to the anti-corruption policy
7. Consider select, nominate and dismissal of an independent of the external auditor of HARN's and offer the fees, as well as review financial reporting process to ensure accuracy and credibility, including a meeting with the external auditor in the absence of management at least once a year.
8. Review connected transactions or transactions of potential conflicts of interest under SET's laws and requirements.
9. Disclose a report on its annual performance and the fees of the auditor in the annual report of HARN.
10. Perform other tasks as required by the law or as assigned by the Board within the committee's scope of duties and responsibilities.
11. Prepare a charter that is compatible with scope of work and responsibilities. The charter must be approved by the Board and revised at least once a year.
12. Report internal audit performance to the Board for acknowledgment.

In 2024, the committee held 4 meetings and duly reported its findings to the Board. In addition, it participated in quarterly audits along with the external auditor and the Chief Financial Officer. Disclosed its annual performance in the Report of the Audit Committee.

3.2 Nomination and Remuneration Committee

The Board approved the appointment of the Nomination and Remuneration Committee on December 17, 2018, by appointing 3 directors, which are fully qualified in accordance charter.

As of December 31, 2024, it consisted of 2 Independent Director and 1 Non-Executive Director: as follow:

Name		Position
1. Mr. Prasert	Deejongkit	Chairman of the Nomination and Remuneration Committee (Independent Director)
2. Mrs. Valeeratn	Chuerboonchai	Member of the Nomination and Remuneration Committee (Independent Director)
3. Dr. Jain	Charnnarong	Member of the Nomination and Remuneration Committee

Mrs. Varinkan Teraumranon, Chief Operating Officer as secretary of the Nomination and Remuneration Committee.

3.2.1 Duties and Responsibilities of the Nomination and Remuneration Committee

1) Nomination

- 1) Review qualification of the Board and Board-Committees consideration due regard for the composition: knowledge, expertise, experience, talents are independent according to the established criteria.
- 2) Consider qualification of Chief Executive Officer as suitable for HARN's business management, compatible with business strategies, due regard for the composition: education, experience, knowledge, expertise and into consideration important business environment.
- 3) 3. Select, set process and criteria for nominating directors in accordance with the structure set in 1 and 2 in compliance with HARN's Board Skill Matrix to ensure transparency.
- 4) Propose directors for Board-Committees duties with due regard for the committees' compositions, qualifications, expertise, and competencies, including Chief Executive Officer. Then propose the Board to consider when their vacancy.
- 5) Oversee the orientation and provide documents useful for the performance of duties to the newly appointed directors.
- 6) Prepare and review with HARN's top executive succession plans to enable continued business.
- 7) Opportunity for minority shareholders to propose names of persons to be nominated as directors.
- 8) Review a charter at least once a year, assess its own performance outcomes and report the findings to the Board for acknowledgment, disclose its own performance in the annual report, perform other tasks as assigned by the Board.

2) Remuneration

1. Define policy and define the criteria for remuneration to be appropriate with the duties and responsibilities and propose fair, sensible remuneration at monetary and other benefits for the Board and Board-Committees' for the Board's and the shareholders' approval
2. Define criteria for assessing performance outcomes and remuneration for the Chief Executive Officer to the Board's for approval.
3. Review the Nomination and Remuneration Committees charter at least once a year.
4. Assess its own performance outcomes and report the findings to the Board for acknowledgment, disclose its own performance in the annual report, perform other tasks as assigned by the Board.

In 2024, the committee held 2 meetings, with all committee members at the time in attendance, the Nominating and Remuneration Committee disclosed its annual performance in the Report of the Nominating and Remuneration Committee.

3.3 Executive Committee

The Board approved the appointment of the Executive Committee, appoint among directors and/or top executives, who are competent in business management and prepare policy, business plan, budget, management structure, and check and follow up performance to the policy by the Board.

As of December 31, 2024, it consisted of 6 the Director and top Executive, as 1 Non-Executive Director, 5 Top Executive as follow:

Name	ตำแหน่ง
1. Mr. Wirat Sukchai	Chairman of the Executive Committee (Top Executive)
2. Dr. Jain Charnnarong	Member of the Executive Committee (Director)
3. Mr. Thammanoon Tripetchr	Member of the Executive Committee (Top Executive)
4. Mr.Rattanaphan Mukhariwattananon	Member of the Executive Committee (Top Executive)
5. Mr. Wisit Wachiralappaitoon	Member of the Executive Committee (Top Executive)
6. Mrs. Varinkan Teraumranon	Member of the Executive Committee and Secretary (Top Executive)

3.3.1 Duties and Responsibilities of the Executive Committee

The Executive Committee scrutinize and prepare policy, business plan, budget, management structure, and various management, to be in with the economic conditions, propose the Board for approve, as follow:

- Propose policies, strategies, targets, operation plan, annual budget, establishment of a new business/ dissolution/ merger/ transfer of business, joint venture (with participation in management), prepare financial plan, organizational structure, as well as consider and scrutinize the proposals of the executive, to the Board's for approval.
- Oversee the HARN's business and follow up operation to comply with the policies, targets and budget tasks as assigned by the Board and regularly report the performance to the Board in meeting.
- Approve significant investment in budget tasks as assigned by the Board.
- Approve off-budget investment an amount not more Baht 10 million, to the Board's for approval.
- Approve loans, acquisition of credit lines of HARN an amount not more Baht 10 million and total amount not more Baht 30 million, in case of must the HARN's assets are used as collateral, to the Board's for approval.
- Propose payment an interim dividend or annual dividend for the Board's and the shareholders' approval.
- Assign the power of attorney or delegate specific tasks to other persons, provided that the action complies with the document on the power of attorney or rules, regulations, or directives of the Board or HARN, or both.
- Perform other tasks as assigned by the Board.

The authority and duties of the Executive Committee stated above are invalid for any conflict of interest with HARN in any form resulting from the Executive Committee exercise of the authority. In 2024, no action taken is beyond the scope of such.

In 2023, the Executive Committee held 12 meetings, with all committee members at the time in attendance, and the disclosed its annual performance in the Report of the Executive Committee.

3.4 Risk Management Committee

The Board approved the appointment of the Risk Management Committee on November 11, 2016, by appointing directors and top executive, prepare risk management policy of business and oversee process, to appropriately reduce the impact of variable factor on the HARN's.

As of December 31, 2024, it consisted of 13 the Independent Director, Chief Executive Officer, Chief Marketing Officer, Chief Financial Officer, Chief Operating Officer and Director each Department: as follow:

Name	Position
1. Dr. Teerachai Pornsinsirak	Chairman of the Risk Management Committee (Independent Director)
2. Mr. Thammanoon Tripetchr	Member of the Risk Management Committee (Chief Executive Officer)
3. Mr. Wirat Sukchai	Member of the Risk Management Committee (Chief Marketing Officer)
4. Mr. Rattanaphan Mukhariwattananon	Member of the Risk Management Committee (Chief Marketing Officer)
5. Mr. Wisit Wachiralappaitoon	Member of the Risk Management Committee (Chief Financial Officer)
6. Mr. Prapas Rukpanya	Member of the Risk Management Committee (Strategy and Marketing Director)
7. Miss.Warangkana Jongnui	Member of the Risk Management Committee (Sales Director)
8. Mr. Suchat Suwatnodom	Member of the Risk Management Committee (Sales Director Petrochemical)
9. Mr. Kittiphong Kittimethawenun	Member of the Risk Management Committee (Sales Director)
10. Mr. Vachiravit Akaraseranee	Member of the Risk Management Committee (Project Sales Director)
11. Mr. Sukit Litikorn	Member of the Risk Management Committee (Engineering Support Director)
12. Mr. Withoon Thamee	Member of the Risk Management Committee (Sales Director)
13. Mrs. Varinkan Teraumranon	Member of the Risk Management Committee and Secretary (Chief Operating Officer)

3.4.1 Duties and Responsibilities of the Risk Management Committee

- Define and review the risk management policy and guidelines of HARN, in both operational risks and the risk anti-corruption policy, to the Board's for acknowledgment.
- Define risk management strategies in line with the risk management policy to assess, monitor and control to be at appropriate.
- Oversee the implementation of the risk management policy tasks as assigned by the Board.
- Define risk measurement criteria and acceptable risk limit.
- Define measures to manage risks in alignment with the prevailing circumstances.
- Review adequacy of the risk management system and compliance in line with the defined policy.
- Report to the Board on a quarterly, implement and risk status, as well as changes and improvement actions in line with the defined policy and strategy.
- Oversee a risk management working group as necessary.
- Support working group in respect of personnel, budget and other resources required, in line with the defined scope.
- Support risk management, as well as promote the development internal risk management culture.
- Review and report risk management outcomes to the Board at least once year and disclosed in annual report. For factors or events with potential significant impacts on HARN or stakeholders, the Board must be notified immediately.

In 2024, the Risk Management Committee held 4 meetings, with all committee members at the time in attendance, and the disclosed its annual performance in the Report of the Risk Management Committee.

4. Information of the Top Executives

4.1 Top Executives Team Members

As of December 31, 2024, there are 5 Top Executives members: as follow: (HARN's organizational chart reported under 7.1 Governance Structure).

This regard, the top executives of HARN is the persons who are defined under the Securities and Exchange Act., who have the top position at the management level from the four lists following by the Chief Executive Officer level.

Name	Position
1. Mr. Thammanoon Tripetchr	Chief Executive Officer And Chief Marketing Officer: Digital Printing System
2. Mr. Wirat Sukchai	Chief Marketing Officer: Refrigeration System
3. Mr. Rattanaphan Mukhariwattananon	Chief Marketing Officer: Safety and Comfortable
4. Mr. Wisit Wachiralappaitoon	Chief Financial Officer
5. Mrs. Varinkan Teraumranon	Chief Operating Officer

4.1.1 Roles, Duties of the Chief Executive Officer

The Chief Executive Officer is authorized and responsible for managing the Board-assigned and HARN's overall business, which must be strictly and prudently managed with integrity under the Board-approved plans or budget in the best interests of HARN and its shareholders: as follow:

1. Leader in define short and long-term business strategies, policies and plans.
2. Oversee the overall operating results to strategic and policy.
3. Support the Board and Board-Committees to corporate governance act as targeted.
4. Oversee employee development projects in line with growth of HARN, as well as maintain corporate image.
5. Monitor, inspect, control and reporting performance outcomes on plan to the Board every quarterly.
6. Ensuring implementation of the Board-approved policies, plans, and budget.
7. Hiring, appointing, removing, transferring, promote, suspend from work, dismissing, unishing, set the salary or others compensation, increase salary or wages and bonuses on rules.
8. Issue, amend, add, improve or revoke orders, rules, memorandum and work regulations procedure to ensure compliance with the policy and maintain work discipline within the HARN.
9. Perform other tasks as assigned by the Board.
10. Assign the power of attorney or delegate specific tasks to other persons, provided that the action complies with the document on the power of attorney or rules, regulations, or directives of the Board or HARN, or both.

4.1.2 Succession Plan

The Board of Directors oversees the establishment of a succession plan and the development plan for top executives, particularly the Chief Executive Officer (CEO) position. A Nomination and Remuneration Committee has been appointed to set policies for top executive succession and CEO recruitment, ensuring business continuity and preparing personnel for key roles. The criteria and procedures for recruitment are as follows:

- The Nomination and Remuneration Committee sets policies for the recruitment of the CEO and policies for the succession plan for the CEO, Chief Marketing Officer (CMO), Chief Financial Officer, (CFO) and Chief Operating Officer (COO). The committee sets that the policies are reviewed and jointly plan the succession of top executive positions particularly for the CEO position, are developed at least once a year in accordance with clear and transparent recruitment criteria and procedures.
- The criteria and qualifications for the person who will succeed the CEO position appropriate knowledge, ability and experience; Have leadership ability, a broad vision, and the ability to communicate clearly and effectively. The individual should be capable of fostering collaboration toward a shared direction, it shall not be of a nature prohibited by law.
- The succession process must include the creation of a recruitment and development plan at least two years in advance to address potential emergencies, resignations, or retirements of top executives and the CEO.
- The CEO and the COO jointly oversee the training and development of potential successors by providing specialized assignments and necessary skill-building activities. This is

done to prepare future leaders for succession to key positions.

- The CEO and COO are responsible for reporting the top executive succession plan and the progress of individual development plans for eligible executives to the Nomination and Remuneration Committee once a year, and whenever there are significant changes.
- The Nomination and Remuneration Committee is responsible for nominating qualified candidates to the Board of Directors for the appointment of the CEO. Additionally, the committee reports on the progress and summarizes the results of the top executive succession plan to the Board of Directors at least once a year, and whenever there are significant changes.

Additionally, HARN emphasizes the development and career path planning, providing opportunities and supporting the advancement of employees within the organization. This ensures the recruitment of personnel with adequate knowledge, skills, and experience, fostering career growth through the management of high-potential employees. HARN develops diverse development plans for both groups and individuals, as well as succession plans for key positions. These initiatives aim to ensure the organization's continuity and to prepare for the retirement of employees, ensuring that the organization can operate smoothly in the future.

In 2024, there were **no** additional appointments of the Chief Executive Officer (CEO) or top executives. Progress and results regarding the succession plan were reported to the Board of Directors a total of six times. The process included selecting, assessing potential, developing knowledge, enhancing necessary skills, and assigning tasks to individual executives to prepare them for succession to top executive positions.

4.1.3 Development the Top Executives

The Board has a policy to promote and facilitate the training of top executives are also required to enhance their knowledge, capability and skills in terms operation, and other courses that are beneficial to their operations. The details of the courses attended in 2024 are as follows:

Name		Courses
Mr. Thammanoon	Tripetchr	<ul style="list-style-type: none"> Intro Generative AI
Mr. Wirat	Sukchai	<ul style="list-style-type: none"> The mai CFO 2024: Growth & AI Chapter IR In Action 4 Create Everlasting Company: Sustainability, Succession, and Strategy
Mr.Rattanaphan	Mukhariwattananon	<ul style="list-style-type: none"> Scenario Planning for sustainability Leadership MP Manual Edition - V2
Mr. Wisit	Wachiralappaitoon	<ul style="list-style-type: none"> All TFRS 2024 editions, Class 2/67 (Sub-course 302) MP Manual Edition - V2 Insight in SET: Understanding the Growth and Sustainability of Capital Markets, No. 3/2024 (SET) Tax and Accounting Due Diligence for M&A Accounting and tax updates for 2024
Mrs. Varinkan	Teraumranon	<ul style="list-style-type: none"> Including labor law issues Safety, Occupational Health and Working Environment Committee Serve as an internal auditor according to ISO 9001:2015 Intro Generative AI

4.2 Remuneration of Chief Executive Officer and Top Executive's

This regard, the top executives of HARN is the persons who are defined under the Securities and Exchange Act., who have the top position at the management level from the four lists following by the Chief Executive Officer level.

The Board has designated the Nomination and Remuneration Committee. Determines the compensation of the Chief Executive Officer. The criteria are in accordance with the recruitment and compensation policy for the Chief Executive Officer. And the remuneration of other top executives who have the position level following by the Chief Executive Officer level, it complies with the policies and guidelines set by the Chief Executive Officer that is linked to HARN's performance by defining key performance indicators and setting KPI goals about annual objective-based performance and results of short-term and long-term strategic objectives. In terms of finance, society, and the environment, according to the Balanced Scorecard, these indicators cover the following items: performance, sales growth, market shares, marketing expansion into foreign markets, employee satisfaction, continuous development of work systems, and business management processes toward excellence, increased competitiveness, and long-term business operations to lead to sustainable success under transparency. Relevant risks are also evaluated, including its vision, goal, and strategy,

as well as its shareholders continued added-value generation.

In addition, we aim to keep compensation competitive in the relevant business sectors in order to ensure that HARN can attract and retain skilled employees to work and continue production for HARN.

Top executives remuneration as expenses represents the benefits paid to HARN and its subsidiaries are Chief Executive, Officer Chief Marketing Officer, Chief Operating Officer, Chief Financial Officer include remuneration in both monetary include in benefits according other forms to the regals of HARN as well as the director of each department, consists; Salary, Bonuses, EJIP and Other benefit (provident fund, life and health insurance, scholarships) etc., Except incentives based on performance. This regard, HARN's Top Executives means a person designated under the Securities and Exchange Act (SEC). Is the first four executive positions after the Chief Executive Officer. The remuneration paid to executives: as follows:

In 2024, HARN payment of remuneration for Mr. Thammanoon Tripetchr Chief Executive Officer, including Top Executives of HARN, designated under SEC, namely the first four executive positions after Chief Executive Officer, and Top Executives of subsidiaries as follows:

Remuneration	2024		2023		2022	
	Number (person)	Amount (Baht)	Number (person)	Amount (Baht)	Number (person)	Amount (Baht)
Salary, Bonuses and Other such as social security contributions and Employee Share Accrual Program (EJIP)	7	23,301,852	7	22,792,645	7	19,889,051
Provident fund contributions	7	778,085	7	748,525	7	686,084
Total	7	24,079,937	7	23,541,170	7	20,575,135

Note: Remuneration Top Executives to consolidated financial statement of HARN

Additional information on the Top Executive no violation of the law within the past 10 years regarding:

- 1) Being sentenced for criminal charges except for violations of traffic laws, petty charges, or similar charges.
- 2) Being sentenced to bankruptcy or having assets controlled.
- 3) Serving as an executive or an authority in a company or partnership sentenced to bankruptcy or whose assets are controlled.

5. Information of the Employees

5.1 Total Employees

HARN has policy which focuses on equity, no limitation or discrimination on gender, race, religion, and culture, stresses the development of human resources management systems compatible with technological advancement. It not only promotes both competence among its employees, but also encourage them to actively take part in public service on its

development into a sustainable corporate to elevate competitiveness and respond to internal changes of a corporation.

As of December 31, 2024, HARN had 248 employees and its subsidiaries had 5 employees, with 5 employees of Aiyaraharn Co., Ltd. and no employees of Harn Vietnam Co., Ltd., as follows:




Department	Employees (persons)		
	2024	2023	2024
Top Executives	5	5	5
Executives	3	0	0
Project Sales	38	36	31
Fire Protection, Air Conditioning & Sanitary System Sales	26	24	31
Project Petrochemical Sales	5	4	5
Refrigeration System Sales	15	15	14
Engineering Support	8	9	9
Digital Printing System Sales	29	23	24
Service	30	31	32
Special Product Sales	9	12	13
Operating	44	41	45
Financial	36	40	37
Total	248	240	246
Subsidiaries	5	5	5

Employees	Number of employees by age (persons)					
	Number of female employees			Number of male employees		
	2024	2023	2022	2024	2023	2022
Younger than 30 years old	34	27	56	41	42	79
30-50 years old	61	62	34	92	89	58
Over 50 years old	8	8	7	12	12	12
Total of employees	103	97	97	145	143	149

Employees	Number of employees by position (persons)					
	Number of female employees			Number of male employees		
	2024	2023	2022	2024	2023	2022
Operation level	86	83	85	116	117	123
Executive level	16	13	11	25	22	22
Top Executives	1	1	1	4	4	4
Total of employees	103	97	97	145	143	149

5.2 Performance evaluation

HARN create an accurate understanding about fair performance evaluation, promoted the participation of supervisors and workers to define the goals and Key Performance Indicators (KPIs) altogether which led to the cooperation and promotes relationship between supervisors and their subordinates. To promote career advancement, it was arranged to conduct the performance appraisal a 2 year, dividing the results into 3 parts as follows:

 <p>Key Performance Indicator (KPI)</p> <p>The task performance score supporting the main objectives of HAR</p>	 <p>Appraisal Performance Individual (API)</p> <p>Evaluate the work behavior consistent with the ability according to HARN's position, culture and values</p>	 <p>Attendance Indicator (ATI)</p> <p>Working time statistics</p>
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In 2023, all employees were evaluated as 100%, the evaluation results will be analyzed to determine the annual compensation of employees, and determine a plan employee potential and abilities to be ready drive business according to the strategic for sustainability in social dimension, by communicating with employees, find common development methods between supervisors and employees.

5.3 Remuneration for Employees of HARN

(Excluding CEO and Top Executives designated under SEC)

Remuneration	2024			2023			2022		
	Number (person)	Amount (Baht)	%	Number (person)	Amount (Baht)	%	Number (person)	Amount (Baht)	%
Salary, Bonuses and Other such as social security contributions and EJIP									
• Female	103	68,176,750	40%	96	60,922,570	38%	96	54,412,830	37%
• Male	145	101,974,350	60%	139	100,219,001	62%	145	95,300,890	63%
total	248	170,151,100	100%	235	161,141,571	100%	241	149,713,720	100%

HARN has the fair remuneration policies of employees can be competitive in the market, including creating stability in the career opportunity for fair career in line with the strategic direction both the short and long-term. Drive performance to meet planned objectives, which will receive remuneration in both monetary, including salary, bonus, overtime, brokerage fee, incentive, EJIP and other benefits according to the regals of HARN and with the law.

5.4 Provident Fund

In 2024, HARN had 225 executives and employees who are members and had not resigned the Provident Fund from its total 248 employees as 90.72%, paid to the Provident Fund Baht 4,976,433 and managed by an authorized UOB Asset Management (Thailand) Co., Ltd. which disclosed related information in compliance with the Investment Governance Code to be compliant with the provisions of Provident Fund Act B.E. 2542 (1999) with employee savings rate to go up in line with the increasing years of service of the respective employee.

Remuneration	Unit	2024	2023	2022
Total number of employees	Person	248	240	246
Number of employees who are members the provident fund	Person	225	233	238
Proportion of employees joining the provident fund	%	90.73%	97.08%	96.75%
Amount paid by the company to the provident fund	Baht	4,976,433	4,762,463	4,566,559

Moreover, HARN also opportunity the employees to select or change their investment policy as considered proper for them no more than 4 times a year, including changing in the contribution rate, with acceptable risk level, to encourage employees to have financial planning after retirement.

5.5 Other Remunerations

HARN has instituted employee welfare and remuneration programs apart from salary, bonus, overtime, commission, incentives, EJP and provident fund contributions for management and all employees. This is to keep up with economic conditions, the cost of living, and other standards peer companies' as well as HARN's performance.

1. Annual staff health check, Group life and health insurance is taken out to insure the employees, with coverage amount varied to job position and level of risk associated with nature of job performance.
2. The Employee Joint Investment Program (EJIP). The period of May 1, 2020 to April 30, 2025, with a total duration of 5 years for employees and director on the voluntary basis and own HARN, which will be regarded as savings for the employees' long-term financial security.

3. Physical and mental care, such as medical expenses for illness and dental care, staff visit baskets, allowance for the funeral/cremation of a death in the employee's family, including vaccination at a special price.
4. Support of learning and development, such as trainings, seminars both inside and outside the organization, as well as trainings abroad or scholarships for both bachelor and master's degrees, including language skills.

Moreover, HARN also promotes and support employees to have good compensation and welfare in various things, such as uniforms to facilitate and ensure safety according to the nature of work or provide assistance such as travel expenses, fuel, phone, allowances, marital benefits, and child benefits. The first housing welfare etc.

6. Other Information's

6.1 Company Secretary

The board appoints a Company Secretary, to take responsibilities in providing advices to the Board regarding the applicable laws, regulations and good corporate governance principles for HARN which the Board must know and practice, responsible for arranging board meetings and the shareholder's meetings to ensure that they are organized in a transparent way and in compliance with applicable laws and regulation's, including a monitor and coordinate to ensure that the Board and shareholders' resolutions are fully complied, including to keep HARN's important documents as required by the laws, including directors' registration, Board meeting notices and minutes, annual reports; issue shareholders' meeting notices and minutes; and keep reports on vested interests reported by directors or management.

To comply with the CG principles of listed companies under the category of directors' responsibility and the terms of the

Securities and Exchange Act B.E. 2535 (1992) (and the amendments). The Board meeting held 4/2021 resolved to appoint of Miss Wasukan Boonmee as Company Secretary since August 11, 2021.

HARN has set qualifications of Company Secretary as regards age, education, communication skills, interpersonal skills, capability in coordinating with internal and external parties etc. In the case that the Company Secretary vacates office or is unable to perform duty, the Board shall appoint the new Company Secretary within 90 days from the date on which the existing Company Secretary vacates office or can no longer perform duty, and during the lapse of which, the Board shall assign any one of the directors to perform Company Secretary duty as per the Securities and Exchange Act B.E. 2535 (1992) (and the amendments).

6.2 The person supervising accounting

The Chief Financial Officer, is assigned by position to be responsible for the highest responsibility in finance and accounting. Mr. Wisit Wachiralappaitoon has been holding the position since March 16, 2016.

The Account Manager, is assigned by position to be responsible for supervising accounting. Miss Ananya Proyngoen has been holding the position since December 1, 2016 is directly in charge of accounting management, she is a qualified as an

accountant under the criteria set by the Department of Business Development.

However, the person taking the highest responsibility in finance and accounting and the person supervising accounting of HARN, is a qualified as an under the criteria set by the SEC and SET, consists; qualifications, education, experience, and undergone at least 6 hours of continuous accounting knowledge development training per year.

Course summary Orientation and Refresh

Course ^{1/}	the person taking the highest responsibility in finance and accounting (CFO)	the person supervising accounting ^{3/}
Orientation 12 hour	✓	✓
Accounting knowledge (Refresh) 6 hours per year ^{2/}	✓	✓

Note : 1/ The hours for Orientation and Refresh training is as specified by the SEC.

2/ Refresher course that is consistent and beneficial to HARN

3/ The person supervising accounting is an accountant who has the qualifications and conditions of being an accountant in accordance with the rules prescribed in the Notification of the Department of Business Development.

CPD hours of the highest responsible person in accounting and finance (CFO) for 2024

Year	Training Institute	Number of CPD hours			
		Account	Ethics	Other	Account
2024	Accounting and Taxation Update 2024	3	0	3	6
2024	Tax and Accounting Due Diligence for M&A, Class 1/67	3	0	3	6
2024	SMP Manual Edition - Volume 2	5	1	0	6
2024	All TFRS 2024 Issue 2/67 (Sub-course 302)	3	0	0	3
2024	ESG bonds: issuing sustainable development bonds	0	0	2	0
2024	SET Insight: Understanding the Growth and Sustainability of Capital Markets, no. 3/2024	0	0	12	0
2024	Improvements to the rules for major transactions (MT) and related party transactions (RPT) of the company.	0	0	2	0
2024	Cybersecurity & Risk Management for CFOs	0	0	2	0
Total Number CPD hours		14	1	25	39

Number of CPD hours of the accounting supervisor for 2024

Year	Training Institute	Number of CPD hours			
		Account	Ethics	Other	Total
2024	The Development of Accounting Systems in the Digital Age, class 1/67	4:30	0	1:30	6
2024	Code of Conduct for Accounting Professionals	0	1	0	1
2024	Problems and errors in preparing financial statements over the past year, and analyzing the issues from the notes to the financial statements.	3	0	0	3
2024	The content checked by the tax department from the financial statements and notes to the financial statements	0	0	3	3
2024	Architectural Accounting	6	0	0	6
2024	Professional financial statements	6	0	0	6
2024	Prepare consolidated financial statements (basic)	6:30	0	0	6:30
2024	Basic Financial Statement Analysis	6	0	0	6
2024	Chief Financial Officer Professional Development Plan No. 3/2024, with the theme of "Tax Governance"	0	0	2	2
2024	Chief Financial Officer Professional Development Plan No. 4/2567, with the theme of "ESG related accounting standards"	0	0	2	2
2024	Chief Financial Officer Professional Development Plan No. 5/2567, with the theme of "ESG Bonds: Issuance of Sustainable Debt Securities"	0	0	2	2
Total Number CPD hours		32	1	10:30	43:30

6.3 Head of Investor Relations and contact

The Chief Executive Officer, is assigned by position to be Investor Relations. Mr. Wirat Sukchai has been holding the position since November 13, 2014, and can be contacted at Investor Relations, HARN, Tel. 0-2318-9744 ext. 5001 Email: wirat.s@harn.co.th or website: www.harn.co.th.

The role to facilitating effective communication with the shareholders and investors, including institutional shareholders, minor shareholders, analysts, and relevant regulatory authorities to ensure that information disclosed are correct, reliable, and adequate information in a fair, transparent, and comprehensive matter such as corporate strategy and direction, company information, quarterly financial information.

6.4 Audit Fee

HARN and its subsidiaries paid a total of Baht 1,446,014.26 in audit fees to the Karin Audit Co., Ltd., and auditing of the subsidiary in Vietnam, in year 2024. It's the audit fees of HARN paid of Baht 1,300,000 and of the subsidiaries paid of Baht 146,014.26. In addition.

In 2024, HARN executives met with shareholders and investors on various occasions, detailed below:

- **met and shared information**

Physical 4 times, Online 2 times

- **SET's Opportunity Day**

Online 4 times, March 13, 2024, May 29, 2024, August 28, 2024 and November 27, 2024

- **Information provided via telephone** 2 times

Apart disclosure of information according to the rules and channels of The Stock Exchange of Thailand (SET), Annual Disclosure Statement / the Annual Report (Form 56-1 One Report). HARN disclosed modernize information in both Thai and/or English via website www.harn.co.th and Facebook: Harn Engineering Solution Pcl.

Additionally, HARN has paid non-audit fees to the auditor, apart from audit service fees. These include expenses such as inventory destruction observation fees, work paper review fees, allowances, overtime pay, travel expenses, and telephone charges, totaling Baht 196,331, which were charged based on actual service costs.