

## 8. Management Structure

The Company has established and reviewed the Company's management structure by realizing the organizational leadership roles and responsibilities of the Board of Directors in achieving the sustainable value creation for the business. The Company has also assigned the Board of Directors to ensure that all directors and executives discharge their duties with duty of care and duty of loyalty and to ensure that the Company's operations have been carried out in compliance with applicable laws, articles of association and resolutions of the shareholders' meeting. Currently, the Company's management structure comprises the Board of Directors and another four subcommittees, namely, the Audit Committee, the Executive Board, the Nomination and Remuneration Committee, and the Corporate Governance and Risk Management Committee.

The structure of the Board of Directors has been reviewed as to scale, composition, proportion of independent directors, skill, experience, education, capability and character traits, together with gender and age as appropriate and necessary to lead the organization to meet the objectives and goals specified by the Company, consisting of 17 qualified persons, namely, five executive directors, six independent directors and six non-executive directors. This is to ensure that the entire Board of Directors has suitable qualifications, can understand and satisfy the needs of stakeholders, as well as enabling the Board of Directors to carry out operations conducive to exercise of their discretion to make decisions independently.

The lists of names of the Board of Directors, the four subcommittees and executives were described as follows:

### 8.1 Board of Directors

The Board of Directors comprised 16 directors who were knowledgeable, competent and experienced in varied fields of business; whose names, as at December 31, 2017, were listed below:

No.	Name-Surname	Position	Category	Attendances/ Number of Board of Directors' Meetings
1	Dr. Virabongsa Ramangkura	Chairman of the Board of Directors	Independent Director	7/7
2	Mr. Plew Trivisvavet	Deputy Chairman of the Board of Directors Chairman of the Executive Board Nomination and Remuneration Committee Member	Executive Director	7/7
3	Mr. Vitoon Tejatussanasoontorn	Chairman of the Audit Committee Nomination and Remuneration Committee Member	Independent Director	7/7
4	Gen. Chetta Thanajaro	Chairman of the Nomination and Remuneration Committee Audit Committee Member	Independent Director	5/7
5	Gen. Sampao Choosri	Chairman of the Corporate Governance and Risk Management Committee Audit Committee Member	Independent Director	7/7
6	Dr. Annop Tanlamai	Audit Committee Member	Independent Director	6/7
7	Mrs. Vallapa Assakul	Corporate Governance and Risk Management Committee Member	Independent Director	7/7
8	Mr. Supong Chayutsahakij	Executive Director Nomination and Remuneration Committee Member	Executive Director	7/7

No.	Name-Surname	Position	Category	Attendances/ Number of Board of Directors' Meetings
9	M.L. Prasobchai Kasemsant	Director	Non-executive Director	2/7
10	Mr. Phongsarit Tantisuvanitchkul	Executive Director Corporate Governance and Risk Management Committee Member	Executive Director	7/7
11	Mr. Werapong Suppasedsak	Director	Non-executive Director	7/7
12	Mr. Panit Dunnvatanachit	Director	Non-executive Director	6/7
13	Mr. Yuttana Yimgarund	Director	Non-executive Director	6/7
14	Mr. Prasit Dachsiri <sup>(1)</sup>	Director	Non-executive Director	1/1
15	Dr. Sombat Kitjalaksana	Executive Director Corporate Governance and Risk Management Committee Member	Executive Director	6/7
16	Mrs. Payao Marittanaporn	Executive Director Corporate Governance and Risk Management Committee Member	Executive Director	7/7

Remarks: Directors' profiles appear on pages 202 to 207.

<sup>(1)</sup> Mr. Prasit Dachsiri was appointed as director on November 22, 2017 to replace Mr. Dumkerng Pankam who resigned his office on October 24, 2017.

#### Authorized Directors

The Company has determined five directors authorized to sign and bind the Company, comprising Mr. Plew Trivisvavet, Mr. Spong Chayutsahakij, Mr. Phongsarit Tantisuvanitchkul, Dr. Sombat Kitjalaksana, and Mrs. Payao Marittanaporn, whereby two of these five directors shall jointly sign and affix the Company's seal.

#### Independent Directors

The Board of Directors of the Company comprises six independent directors or representing more than one-third of the total number of directors of the Company. The Company specifies the qualifications of its independent directors in compliance with the notifications of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand, as follows:

#### Qualifications of Independent Directors

1. Holding shares of not exceeding 0.5 percent of the total number of voting shares of the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company, including shares held by any related persons of each independent director;
2. Not being or having been a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or a controller of the Company, its parent company, subsidiaries, associated companies, subsidiaries of the same tier, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date, provided that such prohibited characteristics shall not apply to an independent director who was a public servant or an advisor to a government authority which is the Company's major shareholder or controller;
3. Not being a person having relationship by blood or by legal registration in the capacity as parent, spouse, sibling and offspring, including spouse of the offspring of other director, executive, major shareholder, controller or person to be nominated as director, executive or controller of the Company or its subsidiaries;
4. Not having or having had any business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company in a manner which may prevent the exercise of his or her independent judgment; and not being or having been a substantial shareholder or controller of any person having a business relationship with the Company, its parent companies, subsidiaries, associated companies, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date;

The aforesaid business relationship shall include any transaction in the ordinary course of business for lease of immovable property, any transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending any loan, guarantee, providing assets as collateral, including any other similar action, which causes the Company or contractual party to be subject to indebtedness payable to the other party in the amount of three percent or more of the Company's net tangible assets or in the amount of Baht Twenty Million or more, whichever is lower. Such indebtedness shall be calculated according to the calculation method of connected transaction value under the Notification of the Capital Market Supervisory Board, Re: Rules on Connected Transactions, mutatis mutandis. However, the consideration of such indebtedness shall include the indebtedness incurred during the course of one year prior to commencement of business relationship with the same person;

5. Not being or having been an auditor of the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of an audit firm which employs the auditor of the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date;
6. Not being or having been a professional service provider, including legal advisor or financial advisor which receives an annual service fee exceeding Baht Two Million from the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of such professional service provider, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date;
7. Not being a director appointed as representative of the Company's director, major shareholder or shareholder who is a related person of the major shareholder;
8. Not engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries; or not being a substantial partner in a partnership or a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or holding more than one percent of the total number of voting shares of another company engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries;
9. Not having any other characteristics preventing provision of independent opinions on the Company's operations.

## 8.2 Management Team

### 8.2.1 List of Names of Management Team

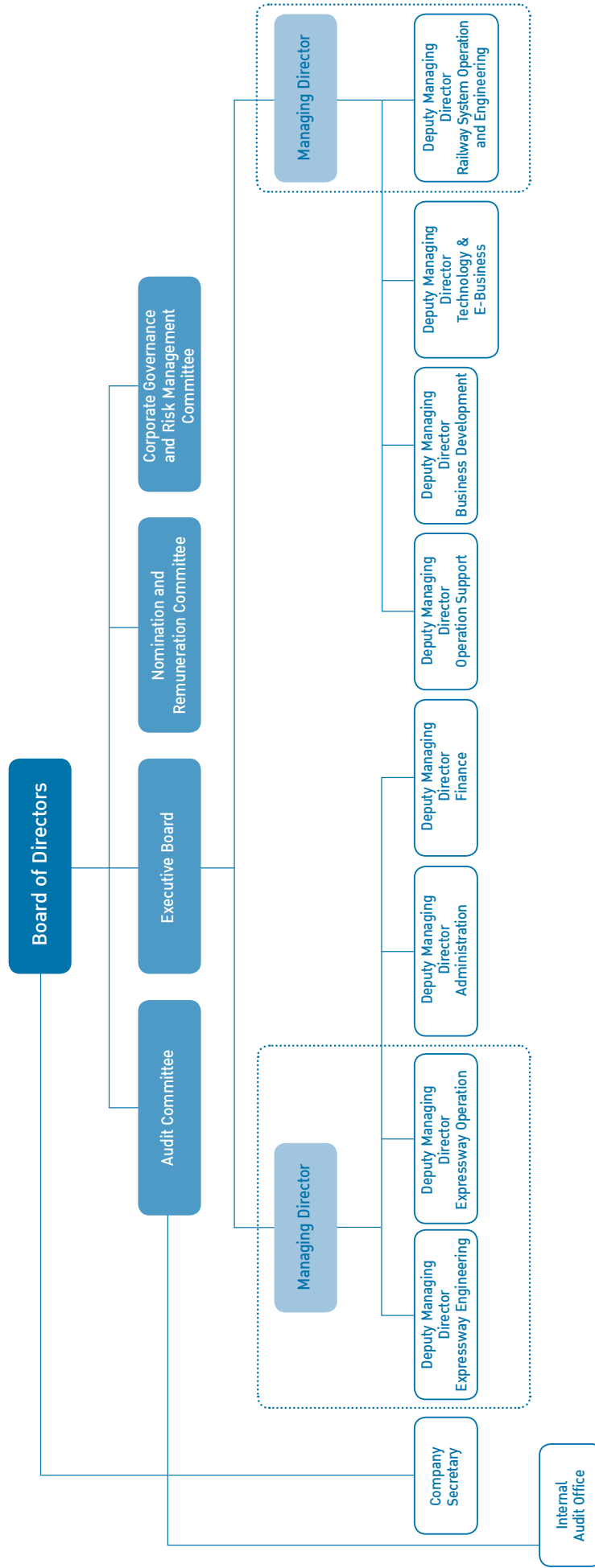
The Management Team under the structure as at December 31, 2017 comprised 9 persons as listed below: (information of executives appears on pages 207 to 208).

No.	Name	Position
1.	Dr. Sombat Kitjalaksana	Managing Director
2.	Mrs. Payao Marittanaporn	Managing Director
3.	Mr. Sanguan Kunatinun	Deputy Managing Director Expressway Engineering
4.	Mrs. Sudruthai Prommart	Deputy Managing Director Expressway Operation
5.	Mr. Phakpoom Thaweewittayarut	Deputy Managing Director Administration
6.	Miss Panan Tosuwanthaworn	Deputy Managing Director Finance
7.	Mr. Witoon Hatairatana	Deputy Managing Director Railway System Operation and Engineering
8.	Mr. Alvin Gee	Deputy Managing Director Operation Support
9.	Dr. Vites Techangam <sup>(1)</sup>	Deputy Managing Director Technology and E-Business

Remark: <sup>(1)</sup> was appointed to hold the office on October 1, 2017.

## 8.2.2 Management Structure of the Company

Organizational Chart of Bangkok Expressway and Metro Public Company Limited



## 8.2.3 Structures of the Boards of Directors of Subsidiaries

### 1) Northern Bangkok Expressway Company Limited

As at December 31, 2017, the Board of Directors of Northern Bangkok Expressway Company Limited comprised six directors as follows:

1.	Mr. Plew Trivisvavet	Chairman of the Board of Directors
2.	Mr. Supong Chayutsahakij	Director
3.	Mr. Phongsarit Tantisuvanitchkul	Director
4.	Dr. Sombat Kitjalaksana	Director
5.	Mr. Prasit Dachsiri <sup>(1)</sup>	Director
6.	Mrs. Payao Marittanaporn	Director

Remark: <sup>(1)</sup> was appointed to hold the office on March 15, 2017 to replace Mr. Wichan Ekarintrakul who resigned his office on March 14, 2017.

#### Authorized Directors

Northern Bangkok Expressway Company Limited has determined five directors authorized to sign and bind the subsidiary, comprising Mr. Plew Trivisvavet, Mr. Supong Chayutsahakij, Mr. Phongsarit Tantisuvanitchkul, Dr. Sombat Kitjalaksana and Mrs. Payao Marittanaporn, whereby two of these five directors shall jointly sign and affix the subsidiary's seal.

### 2) Bangkok Metro Networks Limited

As at December 31, 2017, the Board of Directors of Bangkok Metro Networks Limited comprised six directors as follows:

1.	Mr. Phongsarit Tantisuvanitchkul	Chairman of the Board of Directors
2.	Dr. Sombat Kitjalaksana	Director
3.	Mr. Witoon Hatairatana	Director
4.	Mrs. Thipsuda Yimwilai	Director
5.	Miss Panan Tosuwanthaworn	Director
6.	Mr. Nattavut Trivisvavet	Director

#### Authorized Directors

Bangkok Metro Networks Limited has determined six directors authorized to sign and bind the subsidiary, namely, either Mr. Phongsarit Tantisuvanitchkul or Dr. Sombat Kitjalaksana or Mr. Witoon Hatairatana or Miss Panan Tosuwanthaworn and either Mrs. Thipsuda Yimwilai or Mr. Nattavut Trivisvavet, totaling two persons, shall jointly sign and affix the subsidiary's seal.

## 8.3 Company Secretary

The Board of Directors has considered appointing the qualified person as Company Secretary. On December 30, 2015, the Board of Directors appointed Mr. Phakpoom Thaweewittayarut, who was knowledgeable and capable in the fields of accounting, law, and audit, as well as fully understanding rules, regulations and criteria applicable to listed companies, to serve as the Company Secretary (details of his profile appear on page 207, No. 19), with the duties and responsibilities as follows:

1. Providing suggestions to directors relating to provisions of laws, relevant rules and regulations.
2. Arranging for orientation and providing information necessary for performance of duties to the current and new directors.
3. Monitoring the Company to ensure its compliance with laws, Articles of Association, relevant regulations and the good corporate governance principles.
4. Convening meetings as stipulated by laws and Articles of Association, preparing and keeping minutes of meetings, as well as coordinating to ensure efficient performance in compliance with resolutions passed by the Board of Directors or the shareholders' meetings.
5. Preparing and keeping the following documents:
  - a) Directors' register;
  - b) Notices, minutes of the Board of Directors' meetings and annual reports of the Company;
  - c) Notices and minutes of the shareholders' meetings.
6. Keeping reports on interest filed by directors or executives.
7. Monitoring to ensure disclosure of information and information memorandum to regulatory units in compliance with relevant laws, rules and regulations.
8. Contacting and communicating with shareholders and relevant regulatory units, whereby shareholders may inquire or request any information as needed by contacting at Tel. 0 2641 4611 or sending questions via email to [companysecretary@bemplc.co.th](mailto:companysecretary@bemplc.co.th).
9. Promoting provision of various training courses and providing information useful for performance of duties of new directors.
10. Making other arrangements as announced by the Capital Market Supervisory Board.
11. Proceeding with other matters as assigned by the Board of Directors.

## 8.4 Remuneration of Directors and Executives

The Company has a policy to pay remuneration for directors and executives, by providing reasonable remuneration in accordance with the following Criteria :

### Remuneration for Directors and Managing Directors

1. Remuneration shall be appropriate for and in line with the scope of duties and responsibilities of each director, e.g., as Chairman of the Board of Directors, chairman of each subcommittee and member of the Executive Board, the Audit Committee, the Nomination and Remuneration Committee and the Corporate Governance and Risk Management Committee, who shall receive additional remuneration for such position.
2. The level of remuneration of directors and the Managing director shall be sufficient to attract as well as retain knowledgeable and qualified directors to efficiently perform duties for the Company to lead the organization to achieve the long-term and short-term goals.
3. The elements of remuneration are clear, transparent and easy to understand.
4. The remuneration shall be considered by the Nomination and Remuneration Committee to ensure that the remuneration is suitable, competitive and stays at the same level as that in the same sector and is adequate to retain the directors and the Managing Directors who possess the qualifications that are inline with the business goals of the Company.

### Remuneration for Executives

Remuneration for executives, excluding the Managing Directors, shall be considered in accordance with the criteria and policy specified by the Executive Board, corresponding to the Company's operational results and each executive's performance evaluation results through the Performance Management System (PMS).

In 2017, the Company paid remuneration for directors and executives as follows:

- (1) Monetary remuneration
  - (1.1) Remuneration for directors of the Company comprised annual remuneration, meeting allowance, and bonus. In 2017, the total remuneration for directors of the Company amounted to Baht 36,529,182, in line with the resolution of its 2017 Annual Ordinary General Meeting of Shareholders which approved the remuneration for directors in the total amount not exceeding Baht 37,250,000, namely, bonus for directors for 2016 in an amount not exceeding Baht 19,250,000 and remuneration for directors for 2017 in an amount not exceeding Baht 18,000,000.

- (1.2) In 2017, the Company paid remuneration comprising salary and bonus for its executives at the levels of Managing Director downwards to Deputy Managing Director, totaling nine persons, in the total amount of Baht 83,304,700.
- (1.3) In 2017, NECL paid remuneration for its directors, comprising annual remuneration, meeting allowance, and bonus, in the total amount of Baht 3,129,368, in line with the resolution of its 2017 annual ordinary general meeting of shareholders which approved the remuneration for directors in an amount not exceeding Baht 4,250,000, namely, bonus for its directors in 2016 in an amount not exceeding Baht 1,400,000 and remuneration for its directors for 2017 in an amount not exceeding Baht 2,850,000.
- (1.4) In 2017, BMN paid remuneration for its directors, comprising annual remuneration and meeting allowance, in the total amount of Baht 726,000, in line with the resolution of its 2017 annual ordinary general meeting of shareholders which approved the remuneration for directors for 2017 in an amount not exceeding Baht 876,000.
- (2) Other remuneration
- (2.1) Other remuneration for directors  
- None -
- (2.2) Other remuneration for executives
- The Company establishes a provident fund, which provides long-term benefits upon termination of employment or retirement, whereby executives pay savings at the rate of 5-10 percent of his/her salary according to his/her service years and the Company pays contributions at the same rate to the fund. In 2017, the Company paid contributions to the provident fund for nine executives in the amount of Baht 4,589,340.
- The contribution rate paid by the Company is in accordance with the resolution of the Board of Directors' Meeting, taking into consideration the Company's profitability and the Company's operational results.

## 8.5 Personnel

### 8.5.1 Number of Staff

As at December 31, 2017, the Company had a total of 3,233 staff, per the details as follows:

Expressway business: there were a total of 1,034 staff, comprising personnel in two main functions, namely, Operation and Engineering, representing 79.6 percent of all staff, and personnel in supporting functions, namely, Administration, Finance and Corporate Governance, representing 20.4 percent of all staff.

Rail business: there were a total of 2,199 staff, comprising personnel in main functions, namely, Project Management and Development Group, Engineering & Maintenance Group, Train Operation Group, Strategy Group, representing 86.0 percent of all staff, and personnel in supporting functions, namely, Technology & E-Business, Business Development Group, Human Resources Group, General Affairs Group, Safety and Quality Group, Law and Compliance Division, representing 14.0 percent of all staff.

As at December 31, 2017, the Company had its staff in main functions (excluding executives) as follows:

Main Functions	Staff (persons)
1. Main functions	2,705
2. Supporting functions	528
<b>Total</b>	<b>3,233</b>

NECL has no employment of executive and permanent staff, but operates the Udon Rattaya Expressway by means of a service agreement with BEM.

As at December 31, 2017, BMN had its staff in each work unit (excluding executives) as follows:

Departments	Staff (persons)
Marketing and Business Development Department	49
Accounting, Finance and Administration Department	24
Operation Department	54
<b>Total</b>	<b>127</b>

Significant Change in Number of Staff over the Past Three Years

- None -

Significant Labor Dispute over the Past Three Years

- None -

### 8.5.2 Personnel Development Policy

The Company is determined to be a leading, fully-integrated transportation service provider in Thailand and ASEAN, with its social mission to provide the transport service with convenience, rapidity and safety by engaging in the business with its commitment to social and environmental responsibility, attainment of value added creation and optimum benefits for all stakeholders with fairness and sustainability.

Currently, the Company continues to undergo changes and business competition, and, to enable the Company to create the “Path to Happiness for Better Travelling Mode”, the Company then realizes the significance of personnel development to ensure that they have preparedness and capability to not only create value for the Company, but also value for the society as a whole.

Personnel is regarded as a key feature in moving the business forward with sustainability, the Company has thus clearly incorporated the practices for staff’s compliance into the Company’s Codes of Conduct. In this regard, the Company is committed to development of efficiency of its staff to meet quality of work and quality of life of staff by fostering conceptions and values relating to quality policies, comprising personnel development, teamwork, creation of quality, working environment, and accountability of executives and staff, including formulation of clear policies on safety and hygiene along with ensuring environment and hygiene in the workplace with safety to life and property of personnel and the Company.

The Company firmly believes that qualified staff is a key factor in bringing the sustainable growth and success to the organization, it has thus clearly formulated the personnel development policy, as follows:

1. The Company establishes a policy on nomination, development and retention of its personnel by means of provision of remuneration in the form of salary, welfare, and other remuneration which are competitive in the same industry.
2. The Company regards its staff as valuable resources, that is, human resources are one of the major factors to the Company’s development and competitiveness as well as achievement of the Company’s objectives. The Company realizes the significance of internal personnel development and improvement by way of regular training and performance review, including local and overseas study visits and training, particularly the awareness and training in respect of service safety. The Company’s staff must strictly comply with the Company’s safety rules and international standards.
3. The Company arranges for the efficient personnel management system based on fairness, equality and opportunity for staff development and exercise of competency at full capacity.
4. The Company gives priority to morale and a sense of pride in work performance of staff by determining remuneration and career advancement based on knowledge, competency and fairness, as well as arranging for the reasonable welfare system, together with development of staff lifestyle in order to retain the Company’s valuable human resources.
5. Retention of the Company’s competent personnel  
The Company ensures that highly capable and competent staff advance in their career paths.



The Company is ready to create the path to happiness, by starting from the “Source of Happiness”, which signifies the Company’s personnel. To ensure that the Company’s personnel can provide the quality service, particularly in respect of safety, the Company has then encouraged the sphere of safety at work with a commitment to fostering and creating awareness of occupational safety and health to its personnel at all levels and then to its business alliances, customers, together with nearby communities. In addition, the Company has integrated the social and environmental responsibility activities in processes related to safety, for that reason, the Company not only gives priority to the safety of the service users, but also to all persons throughout the value chain of the Company.

### **8.5.3 Benefits**

#### **1) Remuneration for Staff**

In order to determine the appropriate and competitive remuneration to maintain the good and competent staff to work with the organization, the Company then participates in the survey of wages and remuneration to compare with labor market and other companies in the same sector as well as reviewing the starting salary for new graduates and base salary based on the value of work via the institute conducting wage survey on a regular basis. Therefore, it can be assured that the Company determines the fair and appropriate remuneration to the staff.

The Executive Board considers adjusting wages on a yearly basis by taking into account the Company’s operational results through the Competency KPIs and its payment coverage ratio.

Furthermore, the Company establishes a provident fund for long-term care of staff in order to motivate staff to work with the Company and to encourage staff’s saving habits to secure adequate retirement savings for a quality retirement life. Staff may apply for provident fund membership, whereby staff pay savings at the rate of 5 to 10 percent of his/her salary according to his/her ability to save and the Company pays contributions at the rate of 5 to 10 percent according to such staff’s service years and requirements of the fund. Staff who are fund members shall gain benefits arising from management in proportion to each staff’s savings in the fund. The Company also provides group life insurance benefits for staff so as to secure staff and staff family.

#### **2) Staff Welfare**

In addition to welfare required by law, the Company also provides staff with additional and appropriate welfare and encourages the roles of the Staff Welfare Committee, beginning with the arrangement for the legitimate election as required by law in order to jointly provide advice and suggestions to the Company on welfare benefits for its staff as a whole and monitor to ensure that the Company’s welfare benefits are properly provided to its staff, which lead to adjustment and improvement of the Company’s welfare in various aspects as appropriate according to the changing economic and social circumstances.

#### **3) Labor Relations**

The Company sets out a policy to take care of its staff via the line management through the human resources unit with the duties to provide advice to, support supervisors and provide them with regular training on personnel management and understanding of the work rules and regulations of the Company. The Company also sets out the investigation procedures with clarity in case of any disciplinary misconduct by staff to ensure fairness and solutions to prevent repeated misconduct, including clear and rapid grievance procedures. Furthermore, the Company yearly organizes the activities to strengthen relationships with and benefit its staff, comprising merit-making and food offering to monks activities on the occasion of New Year Day and merit-making to celebrate the Company’s anniversary, New Year’s Eve activity, Blood Donation to Thai Red Cross Society activity, Songkran Day activity, workout activity, mindfulness meditation activity, health and nutrition activity. In addition to the Company’s internal activities as mentioned above, the Company also encourages and supports budget for off-work activities by allowing staff who are interested in useful activities to form activity

group in the form of various clubs, such as, sports club, photo club and music club. The sports club arranges for activities all year round, i.e., football match, walking-jogging for good health, as well as participation in walking-running for charity in association with the government sector on various occasions; internal sports activity so as to encourage staff to work out and then select the Company's athletes to participate in sports competition with external organizations to gain more experience and strengthen good intercompany relationships. The music club regularly arranges for recreational activities every year to promote staff to show their artistic and performance talents, to perform their shows in various events of the Company, and to spread happiness to the society, particularly to the underprivileged communities.

#### **4) Occupational Safety and Health**

The Company gives priority to the occupational safety and health by setting out a policy to require each work unit to set out measures and practices relating to proper use of safety equipment as appropriate for each task, as well as providing budget support in improvement of the efficiency of such equipment to be ready for effective and sufficient use, including review of use of such equipment on a regular basis throughout the year and emergency simulation drill. Moreover, the Company also provides training to its staff on the awareness of safety at work, life, and assets of its customers.

#### **5) Quality of Staff's Life**

The Company realizes the significance of life quality of staff, including staff of construction and management of the expressways and the metro projects, together with motorists and the society along the expressway routes, and then sets out a policy on hygienic workplaces and routes:

- By adopting the ISO 14001 Environmental Management System. The Company was certified by SGS (Thailand) Limited in accordance with UKAS Standard of England and NAC Standard of Thailand on November 14, 2008, and through the commitments of the management and contribution of staff in realizing the significance and necessity as members of the world community with duty to preserve the environment, and as such, the Company continues to undergo a recertification audit of ISO 14001 Environmental Management System.
- By adopting the international standard safety management system as a guideline for operations, namely, OHSAS/TIS 18001, as well as engaging Ricardo Rail as safety consultant to provide suggestions on risk management and to devise new safety management techniques for improvement of the Company's work processes to ensure more safety.

#### **6) Anti-Drug in Office Campaign**

The Company realizes the country's drug problems which give rise to major impact on the economic and social stability, public order and morality, and then, in association with the Company's Welfare Committee, participated in the White Factory project (Drug Free Workplace Project) of the Department of Labor Protection and Welfare, by participating in activities in collaboration with external agencies, and cooperation for drug test of all the Company's staff. In such arrangements, the Company sets out a policy to confirm its commitment and practice, namely:

1. Giving priority to drug prevention and solution by educating its staff on the damage of drugs and organizing staff health check-up every year or on specific occasion.
2. Supporting and promoting all staff to take a role and participate in campaign for drug prevention and solution, and jointly monitor both inside and outside the Company for drug prevention in the Company.
3. Providing cooperation with the government agencies in respect of various measures for drug prevention and solution campaign.
4. Appointing the Welfare Committee to take responsibility for implementing the White Factory project (Drug Free Workplace Project) to meet the project's objectives in line with the drug prevention and solution policy in business premises.

In this regard, the Company authorized the Company's Welfare Committee to act as the ex officio "White Factory" Project (Drug Free Workplace Project) Committee to ensure the continued implementation, whereby the "White Factory" Project (Drug Free Workplace Project) Committee shall have duties and responsibilities as follows:

1. Providing suggestions and guidelines for drug prevention and solution;
2. Complying with policies and action plans for drug prevention and solution;
3. Promoting and supporting activities for raising the awareness and campaign on anti-drug in the Company;
4. Disseminating knowledge and understanding relating to drugs and drug prevention to its staff;
5. Following up and evaluating the implementation and report to the Company.

The Company as 1 of 150 business premises which were granted a Drug Free Workplace Certificate by the Department of Labor Protection and Welfare due to the Company's "Drug Management System in the Business Premises Ranking No. 1", from the total of 258 nominees, as a role model for other business premises in that the Company could encourage its staff to participate in anti-drug campaign in the business premises until they produced concrete results.

#### **7) Anti-Corruption in All Operating Procedures**

The Company designs its operating procedures on the basis of independent check and balance and adopts the SAP system to inspect every step of the operating procedures, including prevention of any potential unusual practices in the procedures.

The SAP system comprises sourcing and procurement, maintenance, inventory, accounting and finance modules, all of which are integrated in one system, to inspect every step of the operating procedures and cross-platform processing, including financial data tracking, which help prevent corruption efficiently.

### **8.5.4 Personnel Development and Improvement Policies in 2017**

#### **1) Creation of Organizational Culture**

The Company has aimed to provide the expressway service and train operation service with efficiency and continuous development, it has therefore fostered the conceptions and practices in various aspects, whether it be awareness of safety or awareness of accountability and responsibility, which are communicated via the operating process and with support of supervisors until attaining the organizational culture. This is to rest assured of staff's practices and behavioral expressions in accordance with the Company's goals.

#### **2) Management of Work Competency**

Personnel is regarded as invaluable resource which will support the Company to endlessly evolve and have business competitiveness, and as such, the Company has planned to develop competency of staff at all levels by establishing core competency, performance competency and managerial competency of each work position, performance evaluation process and training provision as suitable for staff according to his/her work position, duties and responsibilities, to ensure staff's in-depth and extensive expertise, resulting in the Company's competency in moving its business forward to be a leading, fully-integrated transportation service provider in Thailand and ASEAN.