



Corporate Governance Policy  
of  
Amarin Corporations Public Company Limited  
and Amarin Group

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## Corporate Governance Policy

Amarin Corporations Public Company Limited (“The Company”) and its subsidiaries (“The Group”) recognize and believe in the importance of corporate governance, a pillar that upholds the Company’s effective and efficient operations on the bases of balance, sustainability, transparency, fairness, accountability, social responsibility, and environmental.

Board of Directors has a strong desire to promote the Group's efficiency in business operations, excellent management and has good corporate governance by focusing on creating the highest benefits shareholders, investors, stakeholders, and all relevant parties. Therefore, good corporate governance policy has been established for the board of directors, executives and employees of the company to strictly adhere to in performing their duties for achievement the goals and achieve stable and sustainable growth as follows:

### Overview of Policies / Guidelines on Corporate Governance

The Group has consistently adheres to and complies with the corporate governance principles adhered to good corporate governance. The Corporate Governance Policy has formulated in accordance with the Stock Exchange of Thailand's (SET) Corporate Governance Code for Listed Companies 2012, the securities and Exchange Commission's (SEC) Corporate Governance Code (CG Code) for Listed Companies 2017 and the Thai Institute of Directors' (IOD) Corporate Governance Report of Thai Listed Companies (CGR). The Corporate Governance Committee considered and presented the policies for the Board of Directors to approve before implementation. The Corporate Governance Committee, moreover, reviewed the policies every year.

### 1. Policies and Guidelines on Board of Directors

The Board of Directors consists of persons who have knowledge, expertise, and experience useful to AMARIN Group and the determination to work and devote their time to carry out their duty as directors. The Board of Directors is appointed by shareholders to supervise the Company’s operational guideline, appoint the Management for business operations, set up committees to handle specific issues and carry out specific missions, appoint the Company’s Auditor, and appoint the Company's Secretary to conduct

meetings and ensure compliance with laws. The Company's policies and guidelines related to the Board of Directors are listed below:

**1.1 Components, Qualifications, and Appointment of Directors**

The Board of Directors (Qualified according to item No. 1.5) shall work with dedication, responsibility, caution, and honesty. It shall also demonstrate leadership and ensure that the Management works effectively and efficiently to fulfill the Company's goals and create / add investment value for shareholders and other stakeholders.

**1.2 Independence of the Board of Directors**

The Board of Directors shall contemplate, form opinions, and vote on an issue under its jurisdiction. If any director's decision making may fall under the pressure of his / her work, family or interests, final decision may be affected in the way that favors himself / herself, his / her close ones, or his / her interests. To protect the interest of shareholders, directors whose independence is compromised should not engage in decision making. AMARIN Group has set clear lines of roles between its Chairperson, Chairman of the Executive Committee and its Group Chief Executive Officer.

**1.3 Board of Directors' Roles, Duties, and Power**

The Board of Directors, which are like the representatives of shareholders, must have responsibility towards the latter. The Board of Directors thus shall set direction for the Company's growth and decide on its important matters with prudence and honesty. With a crucial role to play in corporate governance, the Board of Directors shall professionally tends to the interests of all parties and maintain its independence from the Management so as to supervise the Management's performance, operating results, risk management, and remuneration.

**1.4 Board of Directors' Meetings and Information Delivery**

The Board of Directors' meetings are parts of its key mission to supervise the Company's operations. The meetings are done based on the following guideline:

- 1.4.1** Board of Directors' meetings are officially scheduled in advance for the whole year, with directors being informed of this schedule. At least one meeting of the Board of Directors is held in each quarter for the Board to acknowledge operating results and review financial statements. In events of urgent matters, additional Board of Director's meetings may be held where appropriate.

- 1.4.2 Invitations are sent to each director at least seven days ahead of each of Board of Directors' meetings. Included are clear meeting agendas and necessary documents for directors to review and have adequate information to make decisions at the meeting, which normally lasts for one to three hour(s);
- 1.4.3 Every director shall have opportunities to discuss and make opinions independently and openly at each meeting. The chairperson of the Board shall compile opinions and conclusions from each Board of Directors' meeting. In an event that a director has significant interests involved in any specific meeting agenda, he/ she shall be asked to leave the meeting and abstain from casting a vote on the issue;
- 1.4.4 Minutes of each of Board of Directors' meetings shall be prepared in writing by the chairperson and secretary of the Board, and submitted to the Board of Directors for review and approval at its next meeting. These meeting minutes, along with relevant documents, are also stored both as hard copies and soft copies to provide convenience to both directors and relevant parties who look for references;
- 1.4.5 Non-executive directors shall convene meetings without the presence of executive directors or the Management for independent discussions on management problems. In addition, the Board of Directors has the policy to require the Audit Committee to have at least one meeting with the Auditor together without the presence of the Management each year as assurances that directors are able to represent shareholders independently and maintain proper checks and balances. According to the Board of Directors Charter, at least two thirds of directors with the right to vote on each agenda are required to issue a Board's resolution.

## 1.5 Selection of Directors

The Company selected its directors via its Nomination and Remuneration Committee based on Board Diversity policy. Under this policy, directors should be diverse in terms of gender, age, educational background, work experience, expertise, and specialized skills. The Board Skills Matrix has been drawn up and reviewed on a regular basis to ensure that the Board of Directors has a proper mix. Aside, the Board of Directors must demonstrate solid integrity, vision, and leadership, and contribute to the balancing of ideas and discussions so as to pave way for constructive concepts that are useful to AMARIN Group and increase the Board's efficiency. Also, the Board of Directors must select qualified persons for executive posts in proper, transparent and fair manner.

## 1.6 Remuneration for Board of Directors

The Board of Directors has assigned the Nomination and Remuneration Committee to consider and set the remuneration of directors, subcommittee, and high-level executives. To attract and retain persons qualified to serve as the Company's directors, their remuneration is comparable to the industry level. Directors who have taken on additional duties or missions deserve to be paid more in a proper amount. The remuneration for directors who serve as executive directors and in the Management should be linked to both the Company's operating results and individual performance to ensure good corporate governance in line with the SET's guideline, including internationally accepted good practice principles. The remuneration for directors is in accordance with a resolution passed at a shareholders' meeting and shown in Form 56-1 One Report.

### Remuneration for Group Chief Executive Officer

The performance evaluation of the Group Chief Executive Officer is based on the SET's guideline. The Board of Directors has evaluated the performance of the Group Chief Executive Officer at the end of each year. As evaluation results are considered confidential and private, it cannot be made public. However, evaluation criteria for both short-term and long-term performance are listed below:

**Short Term:** Remuneration is paid in the forms of salary and bonus based on performance:

***Part 1*** Performance against indicators of the Company's operations

***Part 2*** Leadership (teambuilding, communications, and success-oriented change management)

**Long Term:** The Company contributes to the provident fund as a percentage of salary every month.

The process for evaluating the performance of the Group Chief Executive Officer has clearly defined key performance indicators (KPIs) since the beginning of the year. When there are actual operating results, they will be compared with KPIs, both monetary and non-monetary, in order to consider the remuneration of the Group Chief Executive Officer.

## 1.7 Performance Evaluations of Directors

The Board of Directors has already approved the performance evaluation forms for the Board of Directors both as a group, as a subcommittee and as an individual. Every director shall conduct a self-evaluation annually so as to review his/her performance and obstacles.

Performance evaluations of the Board of Directors, all committees, all subcommittees and each individual director are summarized for the Board of Directors to use the evaluation results for development and improvement performance more efficient

**1.8 Company's Secretary**

The Board of Directors has assigned the Company's Secretary to support its activities namely holding Board of Directors' meetings / shareholders' meetings, preparing and sending out invitations to meetings, preparing meeting reports, storing documents related to meetings, and following up with the implementation of the Board of Directors' resolutions. The Company's Secretary also has other duties as prescribed by Article 89/15 of the Securities and Exchange Act B.E. 2535 and applicable regulations.

**1.9 Succession Plan**

The Board of Directors has drawn up a plan to properly and transparently select persons for all its high-level executive posts. Also, the Board of Directors is in charge of their appointments so as to ensure that the Company gets executives who are professional and able to maintain independence from the major shareholder or other shareholders. The nominations of the Group Chief Executive Officer and other high level executives of AMARIN Group are done in line with the process prescribed by the Nomination and Remuneration Committee. Nominated are suitable candidates in terms of age, qualifications, and work experience. The nomination process places an emphasis on new-generation talents and grooming them for career advancement. These talents are subject to advanced evaluations. Developed based on individual development plans, they are given challenging missions. Rotations are also done to ensure their resourcefulness development and optimal leadership skills. AMARIN Group has prepared development plans for staff at all levels to ensure they will be ready, qualified, and take up higher posts when they become vacant.

**1.10 Directors Development**

The Board of Directors has accorded importance to the development of directors and executives. It therefore has a policy to support their enrolment to training or participation in educational activities on a continued basis. Provided to directors are the Board of Directors' Manual as well as AMARIN Group's corporate-governance policy and guideline. In addition, the Board of Directors has registered all its members as members of the Thai Institute of Directors (IOD) so as to keep them updated about latest information including the opening of useful

training courses. The Board of Directors has assigned the Company's Secretary to inform directors, including new directors, of courses they need to attend too.

**1.11 Policy on Group Chief Executive Officer's, and High-Level Executives' Work as Directors/ Executives of Other Companies**

The Group Chief Executive Officer of the Company is required to notify the Board of Directors of reasons and details related to the company (companies) where he/she intends to hold a position of a director, a senior executive, and that is (are) not a subsidiary or an associate of the Company, in events that the said work is not related to the affairs of AMARIN Group to seek an approval prior to taking the said position. The Group Chief Executive Officer can serve as a director at no more than five other listed companies. Aside, for the best interest of the Company in regard to its Group Chief Executive Officer's ability to devote his / her time to carrying out his / her duty as its top executive with efficiency, its Group Chief Executive Officer is barred from serving as the chief executive officer, managing director or equivalent of another legal entity that is neither the Company's subsidiary nor associate.

Regarding high-level executives of the Company and its subsidiaries, they must notify the Company's Group Chief Executive Officer of reasons and details related to the company (companies) where they intend to hold a position of a director, a senior executive, or any other and that is (are) not a subsidiary or an associate of the Company, in events that the said work is not related to the affairs of AMARIN Group, to seek an approval prior to taking the said position. The Company's Group Chief Executive Officer in turn is required to report to the Board of Directors any position a high-level executive holds in other businesses.

The Company's Secretary shall disclose information on its Group Chief Executive Officer's and high-level executives' executive/director positions in other companies Form 56-1 One Report. However, in events that the Company's Group Chief Executive Officer has held positions in other companies even before this policy was approved by the Board of Directors, he/she only has to report such position holding to the Board of Directors for acknowledgement. In events that high-level executives have held positions in other companies even before this policy was approved by the Board of Directors, they only have to report such position holding to the Company's Group Chief Executive Officer.



#### **1.12 Supervision of Corporate-Government Policy / Guideline Implementation**

The Board of Directors has placed a strong emphasis on and promoted corporate-governance policy and guideline among executives and staff. Such policy and guideline are reflected in the Corporate Governance Policy, Business Ethics, and Anti-Corruption Policy. The promotion of these principles for implementation builds the confidence of all stakeholder groups. Covered in such policy and guideline are human resource development, occupational safety, health and environment, supply-chain management, and responsibility towards stakeholders namely shareholders, employees, customers and vendors. The Board of Directors has followed up with the implementation of corporate-government policy / guideline on an annual basis.

## **2. Policy / Guideline on Shareholders and Stakeholders**

### **2.1 Policy / Guideline on Shareholders**

As the owners of the Company, shareholders shall have the right to formulate its business directions or decide on issues that will materially affect it. The Board of Directors requires that attention be paid to the rights of all shareholders equally and equitably. In place are Corporate Governance Policy, Guideline on Participation Promotion, and Written Communications with Shareholders. All executives and employees shall adhere to such policy and guidelines as included in the Company's Business Ethics Manual.

#### **2.1.1 Schedule of Shareholders' Meetings**

The Board of Directors encourages the Company to hold shareholders' meetings once a year on a date that is no later than four months since the end of the previous fiscal year (The Company's fiscal year ends on December 31 every year). If an urgent issue emerges and must be scheduled as an urgent meeting agenda because it affects shareholders' interests or it requires an approval from shareholders under applicable laws / regulations, an extraordinary shareholders' meeting shall be called on a case-by-case basis. In such events, one independent director shall join the formulation of meeting agendas.

#### **2.1.2 Invitation ahead of Meeting Date**

- 1) Shareholders shall have the right to receive an invitation to a shareholders' meeting in advance with the invitation sent out 21 days ahead of the meeting date to ensure that shareholders have enough time to study relevant information.

Moreover, the Company shall advertise shareholders' meeting schedule in daily newspapers at least three days in advance for three consecutive days.

- 2) Shareholders shall have the right to adequate information related to meeting agendas, invitations to shareholders' meetings, and explanations and opinions of the Company's Board of Directors for their decision making.

#### 2.1.3 Shareholders' Meetings

- 1) The Company has set the date, time and venue of each shareholders' meeting including its e-version by taking into account shareholders' convenience. System has been laid down for meeting registration. Identity checks are also conducted for participants over online platforms. Staff to facilitate registrations and checks shall be adequate, with proper technologies sufficiently integrated for shareholders' convenient exercising of their right to vote on each agenda. The Company shall not restrict shareholders' right to vote in any way. Every shareholder shall have the right to attend shareholders' meetings and vote on their agendas throughout each meeting. Shareholders who join the meetings, after they have already started, shall be able to vote on remaining agendas.
- 2) Shareholders shall have the right to express opinions on and raise questions about each meeting agenda. Relevant directors, the chairpersons of subcommittees, and high-level executives are required to be present at the meetings to provide answers or listen to those opinions.
- 3) Shareholders shall have the right to dividends. The Company has the policy to pay out a dividend at the rate equivalent to no less than 60 percent of its net profit after corporate income taxes and all reserve funds in each year. Dividend payments, however, are also subject to investment plans, cash flows, needs and various other reasonable causes as deemed appropriate by the Board of Directors.
- 4) Shareholders shall have the right to appoint / remove directors, propose agendas, consider remuneration for directors and subcommittee, and approve the appointment of the auditor.
- 5) The appointment of the independent auditor or witness for vote counting must take place at shareholders' meetings.

#### 2.1.4 **Guideline on Conflict of Interest at Meetings**

The Board of Directors recognizes the importance of meetings. Therefore, it requires that directors, executives and employees declare their conflict of interest at a relevant meeting if they have any, and refrain from considering / voting on that particular issue.

At shareholders' meetings, directors who have conflict of interest or connections to any planned issue shall also make a declaration and abstain from voting on that agenda.

#### 2.1.5 Disclosure of Shareholders' Meeting Results

- 1) Following each shareholders' meeting, the Company shall release resolutions from the meeting along with voting results via its website and the SET's news system by 9 am. of the following workday.
- 2) The Company shall release the report on a shareholders' meeting within 14 days since the meeting was held. The report shall be published on the Company's website for shareholders to acknowledge and review without the need to wait till the next shareholders' meeting.

## 2.2 Equal Treatments of Shareholders

The Board of Directors has prepared measures to prevent the use of inside information for personal interests or the interests of others as follows:

#### 2.2.1 Proposing Additional Agendas and Nominating Candidates to Directors' Posts

The Company offers shareholders the right to propose agendas of shareholders' meetings and to nominate qualified candidates to the posts of directors in advance. Criteria and methods are published on the Company's website as well as the SET's news system.

#### 2.2.2 Preparing Shareholders' Convenient Participation in Shareholders' Meetings

The Board of Directors takes into account the convenience of shareholders when preparing shareholders' meetings. Therefore, it has allocated an appropriate amount of time for to debates on each agenda and chosen a convenient venue for shareholders' meetings. Barcode system is also used for quick, convenient registration and voting.

### 2.2.3 Proxy

Shareholders may assign another person or an independent director of the Company to attend shareholders' meetings on their behalf for the purpose of protecting their rights when they are unable to attend themselves. To facilitate the use of proxy, the Company has done the followings:

- 1) Sending to shareholders proxy forms on which shareholders can tick "approve", "disapprove" and "abstain" on each meeting agenda as voting instructions. Included is advice on how to conveniently appoint a proxy. With the advice, shareholders will be able to prepare documents correctly and enable their proxy to attend meetings without any problem;
- 2) Assigning at least one independent director as a prospective proxy for shareholders; and
- 3) Shareholders may grant a proxy electronically in accordance with the Announcement on Electronic Granting of Proxy B.E. 2565, which is issued by the Department of Business Development, the Ministry of Commerce:  
[https://www.dbd.go.th/download/dbd\\_plc2535\\_eautMeetig25651007.pdf](https://www.dbd.go.th/download/dbd_plc2535_eautMeetig25651007.pdf)

## 2.3 Policy / Guideline on Stakeholders

The Board of Directors has accorded importance to all groups of stakeholders including customers, shareholders, employees, vendors and the public. Therefore, it has formulated policies / guidelines on each group of stakeholders by taking into account their rights under laws. Also, the Board of Directors has not violated the rights of stakeholders in any way. Moreover, it has prepared AMARIN Group's Business Ethics Manual that covers all groups of stakeholders so as to provide directors, executives and staff with proper guidelines. Not only has that it monitored compliance with the manual, but it has also reviewed and improved the manual's content on a regular basis. Details are as follows:

### 2.3.1 Shareholders

The Board of Directors is aware of the rights and equality of all shareholders. It is also committed to ensuring efficient business operations to the best of its abilities so that shareholders can enjoy proper returns on a sustainable basis.

#### **Guideline on shareholders**

- 1) The Company shall respect the rights and equality of shareholders in regard to access to information that may affect their decisions, be it about the disclosure of operating results, financial statements or any information required by the SET and the SEC.
- 2) The Company shall present the Company's situation and trends to shareholders in an equal, consistent, complete and accurate manner.
- 3) The Company is aware of shareholders' rights and equality at shareholders' meetings. Also, it shall comply with applicable announcements, rules and regulations of the SET and the SEC.
- 4) The Company shall carry out its duties and operate its businesses honestly. Also, it shall make decisions with prudence and a focus on the equitable treatments of all shareholders.
- 5) Directors, executives, staff and related persons shall not use inside information for their interests in a way that may pose a conflict of interest to the Company.

#### **2.3.2 Employees**

The Board of Directors has accorded importance to the fair and equal treatments of all employees, with respect for their human rights and offering remuneration, welfare and benefits that are fair, appropriate and in line with labor laws. Moreover, the Company has placed an emphasis on employees' skill development and on creating good and safe work environment. In place are also whistleblowing channels via which tip-off or complaints about legal / ethical violations or corrupt practices can be filed. There are measures to protect whistleblowers too.

#### **Guideline on employees**

- 1) The Company shall recruit employees with skills and experience that match job description without any discrimination on the basis of gender, race, faith and alma mater.
- 2) The Company has a labor regulation that bans the hiring of persons under 18 years of age.
- 3) The Company offers fair pay based on employees' experience, knowledge, abilities, job responsibilities and performance with clear key performance indicators (KPIs) for pay calculation.

- 4) The Company provides appropriate welfare such as annual checkups, health insurance, cash benefits for special occasions, and provident fund that guarantees employees' retirement security. Moreover, the Company has established a savings cooperative to promote employees' savings.
- 5) The Company has drawn up human resource development plans with aim to increase employees' knowledge and abilities on a continued basis. Training is provided by both internal units and external trainers, paving way for employees to apply additional knowledge to their work for maximum efficiency.
- 6) The Company has ensured its safety, health and environmental practices comply with safety standards. Good work environment is provided to reduce accident risks and promote employees' good health.
- 7) The Company has prepared channels to get feedback and receive tip-off / complaints about non-compliance with work rules / business ethics and corruption. Measures are in place to protect whistleblowers. Also, the Company has encouraged staff at all levels to strictly adhere to laws and its regulations.
- 8) The Company shall not disclose employees' information to unrelated persons, except in events that such disclosure is done in line with laws or for public interests.
- 9) The Company shall give employees religious rights and freedom. Also, it shall hold religious activities for employees.
- 10) The Company shall provide equal opportunities to job applicants, without any discrimination against people with physical disabilities or the underprivileged.

### 2.3.3 Customers

The Board of Directors is committed to creating long term customers' confidence and maximum customer satisfaction because customers are crucial to the Company's pursuit of its goals.

#### **Guideline on Customers**

- 1) The Company is determined to deliver quality products / services to customers at reasonable prices and maintain good customer relations on a sustainable basis.
- 2) The Company shall ensure its service system can satisfy customers and treat all customers equally.

- 3) The Company shall increase service-delivery channels to facilitate business contacts and its communications with customers.
- 4) The Company has prepared channels to accept complaints and Whistleblowing Policy that protects whistleblowers. Through these channels, customers may complain about the Company's products, services or business operations. After receiving the complaints, the Company shall explore solutions to best respond to customers' feedback.
- 5) The Company shall maintain the confidentiality of customers' information. It shall not abuse customers' information for its or relevant parties' interests. Neither shall it disclose customers' information without their prior consent nor has approval from the Company authorized persons. Exceptions shall be granted if the disclosure is necessary under laws. Also, the Company has the policy / guideline on personal data protection in compliance with the Personal Data Protection Act B.E. 2562.

#### **2.3.4 Vendors**

The Board of Directors has stipulated ethics and guideline on vendors with aim to treat them in a transparent, equal and fair manner. Also, the Company has strictly adhered to agreements it has made with others with the biggest emphasis on the Company's best interests and fair remuneration for all parties to agreements.

##### **Guideline on Vendors**

- 1) Formulation of clear policies and regulations AMARIN Group is determined to conduct sustainable businesses with aim to foster its and its vendors' sustainable growth based on the principle of good corporate governance. The Company has accorded importance to conducting business operations that comply with Governance, Risk and Compliance (GRC) principles, business ethics, and social and environmental responsibility.
- 2) The Board of Directors reviews the formulation of procurement regulations and procedures to ensure fairness and environmental friendliness. Vendor selection is systematic and transparent. Chosen are vendors with impressive profiles and business operations, credibility, strong financial position, experience, reputation, and recognition within their respective industry. Chosen vendors must have no corruption / work-abandonment records. Neither can they be on blacklists.

Products and services from chosen vendors must be satisfactory and consistent in terms of quality, prices, services, deliveries, and other relevant factors.

- 3) Prices are reviewed to ensure they are appropriate and fair when taking into account quality of products / services received from vendors. The Company prepares contracts that are appropriate and agreed to by both sides.
- 4) The Company strictly honors agreements and trade criteria agreed upon. In an event that the Company finds it impossible to do so, it shall immediately notify its vendors to explore solutions together.
- 5) The Company pays vendors correctly and on time to maintain its credibility.
- 6) The Company promotes vendors' partnerships with AMARIN Group with mutual communications to develop products, services, and innovations that are useful to both vendors and AMARIN Group.
- 7) The Company shall not accept or give any gift, asset, sponsorship or any form of benefits from vendors, either directly or indirectly,
- 8) The Company shall not buy products/services from vendors who are known to have violated human rights or intellectual property rights.
- 9) The Company shall not disclose vendors' information to others except when vendors grant their consent or when such disclosure is required for an explanation or legal proceeding.

#### 2.3.5 Business Competitors

The Board of Directors upholds the principle of conducting businesses in an honest, transparent, and accountable manner, without taking advantage of business competitors. Guided by the principle, the Company shall not seek business competitors' trade secrets. Neither shall it demand, accept or give dishonest trade benefits. The Company strictly adheres to applicable laws and regulations.

##### **Guideline on Business Competitors**

- 1) The Company shall treat business competitors in line with the legal framework on freedom of competition, laws and business ethics.
- 2) The Company shall neither damage business competitors' reputation nor seek their trade secrets through dishonest or inappropriate means for its own benefits.
- 3) The Company shall not violate the intellectual property rights of others or business competitors.



- 4) The Company shall provide accurate and factual information about the quality and nature of service and products at press conferences and through public relations & advertising.
- 5) The Company shall not engage in any contract or agreement that may unreasonably diminish or eliminate business competition.

#### **2.3.6 Financial Institutes and/ Creditors**

The Board of Directors has accorded importance to all types of financial institutes and creditors. Therefore, the Company strictly complies with conditions or contracts agreed upon to maintain confidence in AMARIN Group's financial position and debt serviceability.

##### **Guideline on Financial Institutes / Creditors**

- 1) The Company shall responsibly and transparently comply with contracts, agreements or deals done.
- 2) The Company shall disclose reports on its financial position to financial institutes and/or creditors with honesty and accuracy on time to maintain AMARIN Group's credibility in the eyes of financial institutes and/or creditors.
- 3) In an event that the Company becomes unable to honor agreements and trade conditions agreed upon, it shall notify financial institutes and/or creditors in advance to explore solutions together and prevent damages.

#### **2.3.7 Guideline on Community, Society and Environment**

The Board of Directors has accorded importance to community, society, the environment as well as people's quality of life, all of which are significantly related to the Company's operations. Guided by its commitment to conduct business operations that are useful to community, society and the environment, it has encouraged all employees to be good citizens and serve community, society and the environment. Moreover, the Company has striven to take part in activities that conserve the environment and local culture in its operating areas.

##### **Guideline on Community, Society and Environment**

- 1) The Company shall support and constructively contribute to society in regard to quality-of-life improvement and environmental protection for sustainable prosperity.
- 2) The Company shall prevent AMARIN Group's operations from adversely affecting quality of life, community, society, and the environment. Also, it shall listen to community problems / impacts that arise out of AMARIN Group's operations for timely response.

- 3) The Company shall place a strong emphasis on maximum resource efficiency and energy efficiency. Also, the Company shall manage waste efficiently and mainly use environmentally-friendly raw materials.
- 4) The Company shall seriously promote the sense of social responsibility among staff at all levels.

## 2.4 Disclosure and Transparency

The Board of Directors recognizes the importance of complete and accurate disclosure of data and information, which is a key factor in building investor confidence. All groups of stakeholders shall receive accurate and adequate information in a timely and equal manner on a regular basis. Several data-disclosure channels have been created to provide easy access to information. The Company shall conduct campaigns among directors, executives, and employees so as to make them aware of the importance of data disclosure and transparency. Moreover, the Company shall create complaint-receiving mechanisms that are appropriate and fair to both complainants and the accused. Details are as follows:

### 2.4.1 Board of Directors' Financial and Non-Financial Reports

- 1) Corporate Governance: The Company has compiled and released its Corporate Governance Policy, Code of Conduct, Investor Relations Ethics, Articles of Association, Memorandum of Association, and Charters of its Committees, Information on the Company's Secretary, and the Information on the top executive in charge of financial and accounting affairs that is currently the vice president for accounting and finance on the Company's website.
- 2) Social and environmental care: The Company has defined in its mission and corporate governance policy how to care for community, society, and the environment.
- 3) Risk Management policy: The Company has set up the Sustainability and Risk Management Committee to systematically oversee the Company's risk management to ensure its efficiency and comprehensive coverage. Also, the Company has formulated risk-management policy and published the policy on its website.
- 4) Shareholding structure: The Company discloses the names of its top 10 biggest shareholders as of the book closing date for the latest Annual General Meeting of Shareholders on its website.

- 5) Board of Directors' responsibility for financial statements: The Board of Directors recognizes the importance of preparing accurate and reliable financial statements in line with financial reporting standards for investors' decision-making. Therefore, it has compiled the Report on the Board of Directors' Responsibility for Financial Statements that was released alongside the Report of the Auditor in Form 56-1 One Report. It has also submitted financial statements to the SET and the SEC on time.
- 6) Operations of the Board of Directors and subcommittees: The roles of the Board of Directors and subcommittees are disclosed along with the number of their meetings. Attendance records of each director during the past year are for disclosure.
- 7) Shareholding by directors and executives: Directors and executives are required to declare their, direct or indirect, shareholding or any change to their shareholding in the Company during the past year in Form 56-1 One Report.
- 8) Remuneration of the Directors, and Executives: Policy on remuneration for directors, and executives shall be disclosed along with forms and description of remuneration as well as amount of pay on the directors and the subcommittees.
- 9) Report on directors' interest: Directors and executives are required to notify the Company of their interest or the interest of their related persons within three months since their appointment or any change made. The Company's Secretary shall send copies of their reports to the Company's chairperson and the chair of the Audit Committee within seven days from the day the Company was notified.
- 10) Development of directors and executives: Information on directors' / executives' development and training shall be disclosed.
- 11) Connected transactions: The Company shall comply with the Announcement of the Capital Market Committee. In events of significant connected transactions, the Company shall seek an approval from the Executive Committee. If the Executive Committee has a different opinion, the proposed transactions will be presented before the Audit Committee for comments before they are forwarded to the Board of Directors for endorsement and/or approval. The Company shall then inform the SET of the connected transactions.

- 12) Quarterly report on operating results: The Management Discussion and Analysis (MD&A) shall be compiled and released on quarterly and annual basis. Included are operating results, financial performance, analyses and explanations on changes with the identification of factors that may affect operating results and sustainable business operations. MD&A is released for shareholders and investors to receive adequate and accurate information needed for investment decision making and monitoring of the Company's operations.
- 13) Whistleblowing policy and whistleblower protection: The Company shall offer employees and stakeholders opportunities to provide tip-off or lodge complaints about legal violations, corruption and abuse of authority by employees or behaviors that may lead to the Company's problems and damages. Also accepted are complaints about the infringement on the rights or unfair treatment of employees or stakeholders via channels and procedures prescribed by the Company. In 2022, no complaint was filed. The Company paid serious attention to complaint receiving and monitored it year-round.
- 14) Sustainable Development Report: The Board of Directors has prescribed sustainable development where appropriate. Shareholders, customers, community and stakeholders shall be informed of the Company's operations that pursue balanced economic, social and environmental management, Corporate Governance Policy, and Business Ethics Manual via Form 56-1 One Report.

#### 2.4.2 Investor relations

The Company has set up Investor Relations Unit as the center for handling enquiries and disclosing its information in a fast and equitable manner. Information received from the Company shall be accurate, transparent, complete, and timely especially in regard to key information that may affect its stock prices. Recipients can use such information in efficient investment-decision making, which will in turn affect the actual value of the Company. The Investor Relations Unit is also responsible for developing relations with investors, analysts, and the public. This unit works closely with high-level executives so as to formulate policies and annual / quarterly work plans. Moreover, it is in charge of laying down guideline on how to conduct investor-relation activities and development in line with Code of Investor Relations.

The Company has released and updated the following key information both in Thai and English languages:

- 1) Vision & Corporate Value
- 2) Nature of Business
- 3) List of Directors and Executives
- 4) Financial Statements & Operating Results
- 5) Form 56-1 One Report
- 6) AMARIN Group Structure / Organizational Structure
- 7) List of Major Shareholders
- 8) Invitations to General Shareholders Meetings & Extraordinary Shareholders' Meetings
- 9) Articles of Association & Memorandum of Association
- 10) Corporate Governance Policy
- 11) Board of Directors' Charter & subcommittees' Charters
- 12) Code of Conduct or Business Ethics Manual
- 13) Contact information, complaint-receiving channels or investor-relations staff.

### 3. Code of Conduct

The Group has formulated its Business Ethics Manual or Code of Conduct in writing. In accordance with international standards, it provides the scope of standard behaviors of AMARIN Group's personnel. All directors, executives, and staff are expected to conduct business operations or work while upholding morality, honesty, equality and equitability so as to give AMARIN Group's firm foundation and good image, paving way for it to grow sustainably. It is the responsibility of supervisors and executives to ensure that staff follow Code of Conduct.

Key content of the Code of Conduct is as follows:

- 3.1 Compliance with applicable laws, regulations and rules
- 3.2 Responsibility for the Company and its assets
- 3.3) Compliance with anti-corruption laws and efforts
- 3.4 Personal data protection
- 3.5 Political rights & rights to political activities

- 3.6 Public release of information & media interviews
- 3.7 Interest, conflict of Interest, and connected transactions
- 3.8 Confidentiality, data storage, and the use of inside information
- 3.9 Respect for laws and human rights
- 3.10 Security, safety, occupational health and the environment
- 3.11 Violations of intellectual properties or copyrights
- 3.12 ICT usage
- 3.13 Internal control & internal audit
- 3.14 Treatments of stakeholders namely shareholders, employees, customers, vendors, financial institutes and or creditors, business competitors, society and the environment
- 3.15) Whistleblowing measures related to corporate governance and business ethics.

The Company has published its Code of Conduct on the Company's website, <https://amarin.co.th/investor/corporate-governance> for stakeholders to check out.

#### **4. Changes and developments the importance of policies, guidelines and corporate governance systems in the last year**

In 2023, the Board of Directors and Sub-Committees reviewed the charter, policies and guidelines related to good corporate governance and sustainability management, with important changes and developments as follows:

- 4.1 Additional policies prepared of Non-Discrimination and Anti-Harassment Policy
- 4.2 Policies that are being improved
  - (1) Anti-Corruption Policy
  - (2) Code of Investor Relations
  - (3) Risk Management Policy
  - (4) Sustainability Management Policy
  - (5) Supply Chain Management Policy
  - (6) Human Rights Policy
  - (7) Safety, Health and Environment Policy
  - (8) Policy on Environmental, Energy and Social Management
  - (8) Procurement Policy

The stakeholders can be informed that the Company has announced various policies or practices on the company's website [www.amarin.co.th](http://www.amarin.co.th).

- 4.3 The Board of Directors approved the increase in duties and responsibilities of the Audit Committee in considering the details related to the use of fundraising funds and carry out. The company has a mechanism for overseeing and tracking the correctly and appropriately use of fundraising funds include according to the objectives that has been revealed.

Corporate Governance Committee must be reviewed Corporate Governance Policy by annually and to be presented to the Board of Directors for approval if there is an improvement or change in the policy. This Corporate Governance Policy approved by the Board of Directors No. 7/2024 on December 6, 2024, effective from January 1, 2025 onwards