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# The Sustainability Committee Charter

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The Board of Directors has established sub-committees in accordance with good corporate governance principles for listed companies. The Sustainability Committee is one of the sub-committees which has responsibilities to supervise the operations of the Company regarding social, environment and all stakeholder responsibility by focusing on economic dimension, social dimension, and environmental dimension to support sustainable business growth to be in line with the vision and mission of the Company.

The Board of Directors has resolved to appoint the members of the Sustainability Committee in the Board of Directors' meeting no. 6/2022 on August 11, 2022. Details of the Sustainability Committee Charter are as follows:

## 1. Qualification of the Committee's members

- 1.1 The members must be fully qualified and not prohibited by a Public Limited Companies Act, the Securities and Exchange Act and other related laws.
- 1.2 The members must have knowledge, ability, professional expertise in business of the Company, experience and understanding of duties and responsibilities of the Sustainability Committee including knowledge of corporate governance.
- 1.3 The members must be able to devote sufficient time to perform his/her duties.

## 2. Composition of the Committee

- 2.1 The Board of Directors considers and appoints the Sustainability Committee, at least 3 members with at least one member must be the Company's director.
- 2.2 The Chairman of the Committee is a director.

## 3. Terms of Office

- 3.1 Each member in the Sustainability Committee has a term of 3 years. However, the members who retire by rotation are eligible to be re-elected for another term if approved by the Board of Directors.
- 3.2 Other than retirement by rotation, a member shall retire upon:
  - 1) Death
  - 2) Resignation

- 3) Lack of qualifications or possession of characteristics prohibited under the Public Limited Companies Act, the Securities and Exchange Act and other relevant laws.
  - 4) Removal by the resolution of the Board of Directors' meeting.
- 3.3 Any members of the Committee wishing to resign from the office shall submit a resignation letter to the Chairman of the Board of Directors.
- 3.4 In case of vacancy for reasons other than retirement by rotation, the Board of Directors shall appoint a person who has qualifications and does not possess the characteristics prohibited by laws as a substitute member of the Committee in such vacant position. So that the Committee has the number of members as specified by the Board of Directors. Such a substitute member shall remain in the office only for the remaining term of the replaced member.

#### **4. Duties and Responsibilities of the Committee**

- 4.1 To consider and set goals, policies, strategies, and action plans on sustainability that in line with the Company's business operations in the economic dimension, social dimension, and environmental dimension.
- 4.2 To identify key sustainability issues (Materiality) and give opinions to the Board of Directors regarding the sustainability development policy that is consistent with the Company's good corporate governance guidelines and propose to the Board of Directors for approval.
- 4.3 To monitor and supervise the management to take sustainability issues as part of the strategy formulation and annual plans as well as indicators of the Company's sustainability performance.
- 4.4 To supervise the disclosure of information regarding the Company's sustainability report.
- 4.5 To supervise the Company's operations with responsibility towards the economy, society, environment, and all stakeholders.
- 4.6 To perform any other duties as per assigned by the Board of Directors.

## 5. Meetings of the Committee

- 5.1 The Board of Directors has determined that the Sustainability Committee meeting shall be held at least once a year or base on necessity and emergency basis. The resolution of the Committee will be made by majority votes. Unless there are equal number of votes, then the Chairman of the Committee shall have an additional casting vote.
- 5.2 The meeting invitation along with related documents for consideration will be sent to all members at least 5 days prior to the meeting for acknowledgement of the agenda.
- 5.3 For each of the Committee's meeting, there shall be at least half of the members of the Committee attending the meeting to constitute a quorum.
- 5.4 For each of the Committee's meeting, the Board of Directors shall be reported and a written minutes of meeting shall be prepared and available for inspection.

## 6. Reporting

- 6.1 Reporting to the Board of Directors:  

The Sustainability Committee shall report their performance to the Board of Directors once a year.
- 6.2 Reporting to the stakeholders:  

The Sustainability Committee is responsible for overseeing the disclosure of the Company's sustainability report and report on the performance of the sustainability policy once a year.

## 7. Performance Evaluation

The Sustainability Committee are required to evaluate their performance annually.

## 8. Remuneration of the Committee's members

The Board of Directors' meeting determines the remuneration of each member of the Sustainability Committee on an annual basis as necessity and appropriation. Then purposes to shareholders' meeting for approval.

## 9. Consultant

The Sustainability Committee may obtain consultation from independent experts as appropriate at the Company's expense.

## 10. Review of the Charter

The Sustainability Committee will review and assess the adequacy of the charter as necessity and appropriation to ensure that the content of the charter is consistent with the objectives.

This charter of the Sustainability Committee shall be effective from August 11, 2022.

Approved on August 11, 2022



(Ms. Punnee Chaiyakul)

Chairwoman

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