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The Executive Committee Charter

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The Board of Directors has established the Executive Committee in accordance with good corporate governance principles for listed companies in managing the company's business in compliance with the strategy, policy, business plan, regulations and announcements including key target under the framework assigned by the Board of Directors. The Board of Directors has appointed the Executive Committee and defined this Charter of the Executive Committee so that every committee is aware of his/her roles and responsibilities and perform their duties perfectly, lawful and consistent with good governance principles.

1. Qualifications of the Executive Committee

- 1.1 Must be knowledgeable, capable and experienced in the business operation of the company, and must possess honesty, business ethics, full dedication of time to perform at work, knowledge and understanding in own qualifications, duties and responsibilities as executive committee.
- 1.2 Must be qualified and possession of characteristics prohibited under the Public Limited Company Law, the Securities and Exchange Act and other relevant laws, including the characteristics that show the lack of suitability to be trusted for managing a company with public shareholders as specified in section 89/3 of the Securities and Exchange Act (No. 4). 2008.

2. Appointment of the Executive Committee

- 2.1 The Board of Directors appoints the Executive Committee which comprises of directors and executives with appropriate qualifications. The Board of Directors prescribes the number of members of the Executive Committee as deemed suitable.
- 2.2 The Board of Directors shall appoint one executive committee member to be the Chairman of the Executive Committee.

3. Term of the Executive Committee

- 3.1 The term of the Executive Committee members who are the Board of Directors is in accordance with the Board of Directors' term. The Executive Committee member who retire by rotation are eligible for reappointment.

- 3.2 The term of the Executive Committee members who are the company executives hold the term as same as their term for being the executives, unless resolved otherwise by the Board of Directors.
- 3.3 Other than retirement by rotation, the executive committee shall retire upon:
- 1) Death;
 - 2) Resignation;
 - 3) Lack of qualifications or possession of characteristics prohibited under the Public Limited Company Law, the Securities and Exchange Act and other relevant laws, including the characteristics that show the lack of suitability to be trusted for managing a company with public shareholders as specified in section 89/3 of the Securities and Exchange Act (No. 4). 2008;
 - 4) Removal by the resolution of the Board of Directors' meeting.
- 3.4 Any executive committee wishing to resign from office shall submit a resignation letter to the Chairman of the Board of Directors.
- 3.5 In case of vacancy in the executive committee for reasons other than retirement by rotation, the Board of Directors shall elect a person who has qualifications and does not possess the characteristics prohibited by laws as a substitute the executive committee at the next Board of Directors' meeting.

4. Roles and Responsibilities of the Executive Committee

- 4.1 The Executive Committee is responsible for managing the Company's business in accordance with the objectives of the company's business operations, provided that management of the company's business shall be subject to policies, rules or orders prescribed by the Board of Directors. In addition, the Executive Committee is responsible for reviewing matters to be proposed to the Board of Directors for further approval.
- 4.2 To prepare the vision, business strategies and direction, business policies, targets, guidelines, operational plans and the annual budget of the company and its subsidiaries, and to present to the Board of Directors for approval.

- 4.3 To efficiently oversee and monitor the company's operations in accordance with the company's management policies and guidelines as approved by the Board of Director.
- 4.4 To consider and approve specific matters or any action to be taken in the ordinary course of the company's business within the amount or annual budget as approved by the Board of Directors and as authorized, provided that in taking such action.
- 4.5 To consider and approve investment expenditure or financial transaction performing with financial institutions for account opening, borrowing, pledge, mortgage, guarantee and any other activities, including any trading/registering land ownership for normal transaction performing of the company and its subsidiaries under the specified financial limit power.
- 4.6 The Executive Committee may establish working groups and/or appoint any person to review the matters proposed to the Executive Committee, or to take any action which will benefit the performance of duties of the Executive Committee, or to take any action on behalf of the Executive Committee, to the extent of the power granted to the Executive Committee.
- 4.7 To perform other duties as assigned by the Board of Directors.

5. Meeting of the Executive committee

- 5.1 To consider and approve any action to be taken at each meeting of the Executive Committee, where a quorum shall be constituted when not less than half of all the members of the Executive Committee are present at such meeting.
- 5.2 At each meeting of the Executive Committee, each member of the Executive Committee has 1(one) vote. In the event that there is a tied vote, the chairman of the Executive Committee has a casting vote.
- 5.3 Any resolution approved by the Executive Committee shall be passed by a simple majority of all the members in attendance.
- 5.4 The meeting of the Executive Committee shall be held as deemed necessary and appropriate. Apart from regular meeting, any member of the Executive Committee may call for a special meeting, provided that advance notice of such meeting shall

may call for a special meeting, provided that advance notice of such meeting shall be delivered to the other members of the Executive Committee to allow reasonable time to consider the meeting agendas.

- 5.5 The Executive Committee shall hold a meeting with the Internal Audit Group at least once a year to discuss over the assessment result of internal audit including assessment result of anti-corruption practices.

6. Report of the Executive Committee

The Executive Committee is responsible for preparing the minutes of the Executive Committee meetings and the summary performance report for the submission to the Board of Directors.

7. Review of the Charter

The Executive 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 Executive Committee shall be effective from August 13, 2020.

Approved on August 13, 2020



(Mr. Thongchai Busrapan)

Chairman

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