

The Executive Committee Charter
Thantawan Industry Public Company Limited

The Executive Committee Charter

1. Objective

The Executive Committee is established by the Board of director. The objective is to oversee the operation in order to perform the work of the management for managing business of the Company to be in accordance with the specified policies, plans and targets, including the operations according to the law, SET regulations and various codes of ethics in order to promote good corporate governance.

2. Qualification

- 2.1. The person is not under any prohibition under Public Limited Companies Act, B.E.2535 (1992) and other related laws.
- 2.2. Being a person with knowledge, ability and experience that is beneficial to the business of the Company.
- 2.3. Being a person with honesty, ethics in conducting business and have enough time to devote fully to the duties effectively.
- 2.4. The Executive Director is unable to operate the business, being a partnership or a director in another juristic person with the same business that competition with the Company's business whether for his own benefit or benefit of the others unless notifying the meeting of the Board of Director or the Executive Committee acknowledged before the appointment (as the case may be).

3. Appointment, Term and Retirement

3.1. Appointment

- 1) The Executive Committee must be appointed by the Board of Director.
- 2) Chairman of the Executive Committee must be appointed by the Board of Director.
- 3) The Executive Committee shall appoint the Secretary of the Executive Committee.

3.2 Term

- 1) In case of the Executive Director who is a director of the Company shall have a term in accordance with the term of a director of the Company except the Board of Director have an alternative resolution.
- 2) In case of the Executive Director who is the Executive of the Company have a term in the office as the management of the Company except the Board of Director have an alternative resolution.
- 3) In case of the Executive Director is another person who is not a director or a manager of the Company shall have a term of office as the Board of Director has resolved.
- 4) In case of the Executive Director's retirement, they may be re-appointed.

3.3 Retirement

- 1) The Executive Director is retired when
 - 1.1) Term completed
 - 1.2) Ceased from being a director of the Company or ceased from the Executive of the Company or the resolution from the Board of Director.
 - 1.3) Death
 - 1.4) Resign
 - 1.5) Lacking qualification or having prohibit characteristics or accused under Public Limited Companies Act, B.E.2535 (1992) and/or Securities and Exchange Act B.E.2535 (1992).
- 2) Any the Executive Director retired, they have to submit a resignation letter to Chairman of the Executive Committee and sent a copy to Chairman of the Board of Director. The retirement is effective from the date that the resignation letter is delivered to the Company.

4. Scope of duties and responsibilities

- 4.1 To perform the duties within the scope of laws, the objective and regulations of the Company including resolution of the Board of Director and resolution of the Annual General Meeting with honesty, caution, responsibility and ethic by taking the benefits of the shareholder equally into an account.
- 4.2 To manage the Company's business to meet the objectives, visions, mission, strategy and policy of the Board of Director and comply with the law, conditions, rules and regulations of the Company and other related departments.
- 4.3 To provide recommendation to the management sector about strategy, management structure, business plan and annual budget of the Company before proposing to the Board of Director for approval.
- 4.4 To supervise the business operation in order to comply with policy, goal, strategy, business plan and annual budget of the Company with efficiency and to comply with the changing business conditions of each period including consulting and to provide a supervise for senior management.
- 4.5 To consider an approval for the approved spending accordance with the regulation and the executive authority set by the Board of Director.
- 4.6 To consider an approval for a salary structure and other benefits of the Executives and employees. Then, it is presented to the Nomination Committee in order to propose to the Executive Committee for approval.
- 4.7 To consider an approval for an improvement and changing in management structure, regulation and the work process of each business line.
- 4.8 To offer a loan agreement or request a credit from financial institution as well as coverage security for the Board of Director for approval.

- 4.9 To make a payment for a business transaction of the Company with limit for each item. The limit amount shall be in accordance with the regulation and the approval authority of the Executive Committee which has been considered by the Board of Director.
- 4.10 To study the possibility of investment for a new project with conditions of investing a new project such as;
- 1) The investment project must study the possibility of business operation by making a clearly feasibility study.
 - 2) The investment project must be invested in a joint venture, acquisition, purchasing assets or other approaches but it is not a loan or financial assistance.
 - 3) All investment project must be proposed to the Board of Director.
- 4.11 Present management of liquidity, investment in stock markets, money markets, and other securities to the Board of Directors for approval.
- 4.12 Establish strategies and operational guidelines, while providing advice to management on organizational sustainability policies.
- 4.13 Supervising, examining, and continuously monitoring operational practices concerning organizational sustainability.
- 4.14 Oversee management operations as authorized by the Board of Directors, and may appoint or delegate individuals to act on behalf of the Board of Directors as deemed appropriate. The Board of Directors has the authority to revoke, modify, or amend such powers.
- 4.15 Have the authority to engage external consultants, experts, and other advisors as deemed appropriate by the Board of Directors at its discretion and having the power to approve fees and terms of engagement within specified time frames.
- 4.16 To consider and screen all type of work that are proposed to the Executive Committee except a work under the scope of duties and responsibilities and/or the authority of sub-committee of the Company has a duty to consider and screen for proposing directly to the Executive Committee.
- 4.17 To review and update the Executive Committee charter annually.
- 4.18 To perform other duty as assigned by the Board of Director.

5. Meeting

- 5.1 The Executive Committee held at least one meeting each month and it may hold an additional meeting as chairman of the Executive Committee deems appropriate.
- 5.2 Chairman of the Executive Committee is the person who calling for the Executive Committee meeting. In the event that chairman of the Executive Committee is absent or unable to perform duties. The person who is assigned from chairman can call the Executive Committee meeting instead. During the Executive

Committee meeting, the Executive Director must attend by themselves. Chairman of the Executive Committee may allow other person to attend the meeting or provide an opinion to the meeting as well.

- 5.3 A half of a total number of the Executive Director must attend in order to constitute a quorum.
- 5.4 The decision of the Executive Committee meeting shall be made by a majority of the Executive Director who attend the meeting in which one member has one votes. Except in case of equal votes for any agenda, chairman of the meeting have the rights to vote for deciding. Additionally, the Executive Director, who have interest in any matter, do not have the rights to vote in that matter.
- 5.5 Information, reports and various detail proposed to the Executive Committee meeting for consideration must be screened and approved from the head of units or the top executive of the department before proposing to the Executive Committee meeting for consideration by the head of units or the top executive is directly responsible for these information, report as well as various detail unless the Executive Committee considers or orders otherwise. Information, report and various detail that will present to the Executive Committee meeting shall be sent to the secretary of Executive Committee in order to prepare for presentation at the meeting before the meeting starts. The presentation will be done by the head of units, the top executive or other assigned person is responsible for presenting to the Executive Committee meeting except the Executive Committee considers or orders otherwise.
- 5.6 Secretary of the Executive shall prepare the meeting minute and keep a document of the meeting.

6. Reporting

The Executive Committee must report the performance of operation to the Board of Director regularly. The Executive Committee also report the performance of operation in the past year to shareholders in the annual report with the following detail;

- 6.1 The number of meeting
- 6.2 The number of time that the Executive Director attends the meeting
- 6.3 The performance according to the charter

7. Evaluation

The Board of Director shall evaluate the performance of operation annually and report any problem, which cause the operation to not success to it is goal (if any), to the Board of Director.

This charter was approved at the Board of Directors meeting
No. 5/2023 on August 11, 2023.