
THE CHARTER OF THE EXECUTIVE COMMITTEE

KCG CORPORATION PUBLIC COMPANY LIMITED

The Charter of the Executive Committee

1. Definitions

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| "Company" | refers to | KCG Corporation Company Limited Public Company |
| "The Board" | refers to | The Board of Directors of KCG Corporation Company Limited Public Company |
| "Executive Committee" | refers to | The Executive Committee of KCG Corporation Company Limited Public Company |
| "Company Director" | refers to | Director of KCG Corporation Public Company Limited |
| "Executive Director" | refers to | Executive Director of KCG Corporation Public Company Limited |
| "Chief Executive Officer" | refers to | Chief Executive Officer and Managing Director of KCG Corporation Company Limited Public Company |
| "Senior Executive" | refers to | Company executives that are defined as "executive" by the Securities and Exchange Commission |

2. Objectives

To supervise the management and monitor the operations of the Company to ensure that they are aligned with the Company's direction, policies, strategies, and business plans in an efficient and effective manner, in accordance with corporate governance code and sustainable development. To propose matters initiated by the Executive Committee to the Board for consideration or approval in accordance with the assigned authority, duties, and responsibilities.

3. Composition

- 3.1 The Executive Committee shall comprise of at least 3 directors but not exceed 6 directors.
- 3.2 The Chairman of the Executive Committee shall not be the same person as the Chairman of the Board of Directors in order to have a clear distinction of roles, duties, and checks and balances in management.

3.3 The Chief Executive Officer shall hold an executive director position.

4. Qualifications

4.1 Have knowledge, ability, expertise, a variety of skills, and work experiences that are advantageous to the Company's business, as well as the ability to devote their full attention.

4.2 Possess leadership skills and the ability to oversee the operations and senior executives in an effective and efficient manner.

4.3 Have a duty of loyalty and business ethics.

4.4 Are decisive and take appropriate action.

4.5 Perform duties with fairness and without discrimination.

5. Appointment, Term of Office, and Dismissal

5.1 Appointment

The Board of Directors shall appoint the Chairman of the Executive Committee and the Executive Director.

5.2 The term of the office of the Executive Committee is 3 years. Executive Directors who retire by rotation may be re-appointed.

5.3 Dismissal

5.3.1 In addition to retirement by rotation, Executive Director shall vacate the office upon:

5.3.1.1 Resignation

5.3.1.2 Lack qualifications or possess prohibited characteristics under the Public Limited Company Act, Securities and Exchange Act, and applicable laws

5.3.1.3 Resolution of The Board

5.3.1.4 Expiration of the term

5.4 Executive Directors who wish to resign shall submit a resignation letter to the Chairman of the Board and provide a copy of the resignation letter to inform the Chief Executive Officer for acknowledgment. The resignation shall be effective from the date the resignation letter is received by the Chairman of the Board unless otherwise stated in the resignation letter.

6. Duties and Responsibilities

6.1 The Board of Directors

6.1.1 Scrutinize the main policies, direction, strategies, and business principles.

- 6.1.2 Scrutinize business plans, the annual budget, investment plans, the management structure, authorities, and business regulations.
- 6.1.3 Monitor and supervise the implementation of the Company's strategies. Evaluate the performance of the business group and enterprise levels. Prescribe and improve business development policies and give priority to the safety and occupational health as well as the environment.
- 6.1.4 Effectively and efficiently oversee the value creation in the supply chain.
- 6.1.5 Supervise and monitor the performance, financial position, and operations in comparison to budgets, indicators, competitors, or similar businesses and report to the Board at least once every 6 months.
- 6.1.6 Consider and scrutinize the results of feasibility studies for new projects or businesses in accordance with the delegation of authority. Propose the resolution of the Executive Committee to the Board for consideration and approval.
- 6.1.7 In case any project or business is complex or requires specific expertise, the Executive Committee may hire independent consultants or third parties for opinions or advice at the expense of the Company.
- 6.1.8 Screen and approve the agendas proposed by the management or Executive Committee in the Executive Committee meeting prior to proposing them to the Board for acknowledgment or consideration. This includes the agenda of the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders.
- 6.1.9 Supervise and monitor liquidity management, asset and liability management, investment, joint venture, and risk management as well as report to the Board at least once every 6 months.
- 6.1.10 Promote and monitor innovation development that results in higher standards and more efficient work processes in order to differentiate new products and add value to consumers' perceptions. This includes encouraging employees to accept change and be creative at both the operational and organizational levels.
- 6.1.11 Supervise the restructuring of business operations and management through the incorporation of new technology to enhance the security of information technology systems. Promote knowledge and skill development. Support training and seminar activities that continually increase operational knowledge pertinent to the duties of the Executive Committee.
- 6.1.12 Establish a management supervision system for the performance of directors, executives, and employees to be accountable to stakeholders with transparency,

honesty, and fairness. Uphold the interests of the Company as a priority and refrain from engaging in activities that may cause conflicts of interest.

- 6.1.13 Support and promote departments to study and research new innovations in products, services, and production processes. This includes business transformation and work process improvement initiatives that reinforce the mission of the Company to be effective continuously.
- 6.1.14 Develop an annual work plan to study and research new innovations in products, services, and production processes. This includes business transformation and work process improvement initiatives that reinforce the mission of the Company to be effective continuously as well as promoting social and environmental activities.
- 6.1.15 Recruit and develop personnel to have the potential to support operations. Monitor and evaluate the performance of personnel.
- 6.1.16 Perform other tasks as assigned by the Board of Directors.

6.2 Chairman of the Executive Committee

In addition to the duties and responsibilities of the Executive Committee as specified in clause 6.1, the Chairman of the Executive Committee shall have duties and responsibilities as follows:

- 6.2.1 Responsible for convening meetings or assigning the secretary of the Executive Committee to deliver a meeting invitation letter at least seven days prior to the meeting date so that executive directors have adequate time to study, consider, and make the appropriate decisions on various matters at the Executive Committee meeting. In case of emergency, meetings can be convened by other means and scheduled to an earlier date.
- 6.2.2 Be the leader of the Executive Committee and Chairman of the Executive Committee meetings.
 - (1) Conduct Executive Committee meetings in accordance with the agenda.
 - (2) Allocate adequate time and encourage all executives to discuss and exchange ideas extensively, independently, and with discretion, taking into account all stakeholders as a whole.
 - (3) Provide a concise summary of the meeting's resolutions and a detailed timeline for the next steps.
- 6.2.3 Supervise to ensure that the performance of duties of the Executive Committee is efficient and effective.

7. Meetings and Quorum

- 7.1 The Executive Committee meetings shall be held at least once a month and may hold additional meetings as the Chairman of the Executive Committee deems appropriate.
- 7.2 The Chief Executive Officer may convene a meeting of the Executive Committee if it is deemed necessary.
- 7.3 To constitute a quorum, at least half of the Executive Committee shall be present at the meeting.
- 7.4 The Chairman of the Executive Committee may, if necessary, hold a meeting via electronic media in accordance with applicable laws (if any). This type of meeting shall be treated the same as a regular meeting in which the Executive Committee meets at the same location in accordance with the laws and this charter.
- 7.5 The Chairman of the Executive Committee shall be the Chairman of the meeting. If the Chairman of the Executive Committee is absent or unable to perform duties, members of the Executive Committee that attended the meeting shall elect one member of the Committee to be the Chairman of the meeting.
- 7.6 A majority vote of the Executive Committee meeting determines the resolution. One executive director has one vote. In the event of a tie, the Chairman of the meeting shall cast the deciding vote. Executive directors who have a conflict of interest with agenda items are prohibited to vote on the agenda item.
- 7.7 In the event that an executive director is unable to attend the Board meeting, the executive shall notify the Secretary of the Executive Committee for acknowledgement.

8. Reporting

The Executive Committee shall report the performance to the Board on a regular basis, at least once a year. In addition, a summary report on the performance of the Executive Committee over the past year shall be reported to the Board for acknowledgment that includes at least the following information:

- (1) Number of meetings held by the Board of Directors.
- (2) Number of meetings each director attended.
- (3) The performance of duties as stipulated in the Charter of the Board of Directors.

9. Performance Assessment

- 9.1 The Executive Committee shall conduct a self-assessment as an individual, and the entire Board in order to report the evaluation results, problems, and obstacles that may impede the achievement of the established goal to the Board of Directors for acknowledgment annually.

9.2 The secretary of the Executive Committee provides the evaluation forms, summarizes the results, analyzes approaches for improvement, and reports the evaluation results to the Executive Committee.

10. Remuneration

The Nomination and Remuneration Committee is responsible for determining the remuneration of the Executive Committee and seeking approval from the Board of Directors prior to proposing to the Annual General Meeting of Shareholders for approval.

The Shareholders' Meeting is responsible for determining the remuneration in the form of meeting allowances which may be decided on each occasion or remain in effect until changed.

11. Review

The Executive Committee shall review this charter at least once a year and propose amendments or modifications as it deems appropriate to the Board of Directors for approval.

This charter of the Executive Committee was approved at the Board Meeting No. 9/2022 on November 1, 2022, and is effective as of the date of approval.

Dr. Chaiwat Wibulsawat
Chairman of the Board
KCG Corporation Public Company Limited