

Audit Committee Charter

This Audit Committee Charter has been established to ensure that the Audit Committee clearly understands its objectives, composition, qualifications, duties, and responsibilities in supporting good corporate governance. This includes anti-corruption measures, internal control and internal audit systems, risk management systems, the review of financial reporting, and compliance with applicable laws and regulations. The purpose is to ensure that the Company maintains an effective corporate governance system, free from conflicts of interest, with adequate internal control and risk management.

1. Objective

The Audit Committee, appointed by the Board of Directors or the Shareholders' Meeting, as applicable, is established to support the Board of Directors in overseeing the Company's operations to ensure effectiveness, legal compliance, and good governance.

The Audit Committee also provides a forum for consultation between management and external auditors to manage potential risks and to ensure that financial statements are properly prepared and fairly disclosed in accordance with financial reporting standards.

2. Composition

- 2.1 The Audit Committee shall consist of at least three independent directors appointed by the Board of Directors or the Shareholders' Meeting.
- 2.2 The Board of Directors or the Audit Committee shall appoint one Audit Committee member as Chairperson.
- 2.3 At least one Audit Committee member must have sufficient knowledge, expertise, and experience in finance and accounting to review the reliability of financial statements.
- 2.4 The Audit Committee shall appoint a Secretary to support its operations, including meeting arrangements, agenda preparation, distribution of meeting materials, preparation of minutes, and other assigned duties.
- 2.5 The Company shall report the appointment of Audit Committee members to the Stock Exchange of Thailand within three business days from the date of the Board's resolution and shall report any changes in Audit Committee membership in accordance with Stock Exchange requirements via electronic disclosure.

3. Qualifications

- 3.1 All Audit Committee members must be independent directors with qualifications in accordance with the regulations of the Securities and Exchange Commission (SEC) and must be appointed by the Board of Directors and/or the Shareholders' Meeting.
- 3.2 Audit Committee members must not be directors authorized by the Board to make management decisions of the Company, its subsidiaries, major shareholders, or controlling persons.
- 3.3 Audit Committee members must be credible, widely accepted, possess knowledge and experience relevant to the Company's business, and be able to devote sufficient time to their duties.
- 3.4 At least one Audit Committee member must have adequate knowledge and experience to review the reliability of financial statements and maintain continuous awareness of developments affecting financial reporting.

4. Duties and Responsibilities

4.1 Internal Control System Oversight

- 4.1.1 Review and ensure that the Company has an appropriate and effective internal control system, including reviewing operational performance and internal audit reports.
- 4.1.2 Approve the appointment, transfer, or termination of the internal audit function and recommend additional reviews or investigations where necessary, reporting findings to the Board of Directors.
- 4.1.3 Ensure that the internal audit function operates independently from management and reports directly to the Audit Committee.
- 4.1.4 Participate in planning internal control audits with the internal audit function, considering risk types and risk levels.
- 4.1.5 Monitor the internal control process for the use of funds raised to ensure they are used for disclosed purposes.
- 4.1.6 Establish channels for complaints or whistleblowing related to improper conduct.

4.2 Disclosure of Information and Financial Reporting

- 4.2.1 Approve the Company's financial reporting disclosures.
- 4.2.2 Review and ensure that financial reporting is accurate, complete, adequate, and reliable in accordance with financial reporting standards, including:
 - Selecting and proposing the appointment, independence, and remuneration of external auditors, and holding quarterly meetings with external auditors without management present

(Translation)

- Ensuring timely preparation of financial statements with sufficient scrutiny to ensure transparency and timely disclosure to investors
- Maintaining regular communication with management, particularly senior finance and accounting executives
- Reviewing consistency between financial reports and other disclosed information such as management discussion and analysis and annual reports
- Promptly investigating issues raised by auditors or irregularities identified in financial statements

4.3 Compliance with Section 89/25 of the Securities and Exchange Act B.E. 2535

If the Company's auditor identifies suspicious conduct by the Managing Director or responsible executives under Section 89/25 and reports it to the Audit Committee, the Audit Committee must conduct a preliminary investigation and report findings to the SEC or the Stock Exchange of Thailand and the Company's auditor within 30 days.

At a minimum, the Audit Committee shall consider:

- The materiality and risk impact on financial position and performance
- The involvement of relevant persons to ensure independence of the investigation
- Measures to prevent or mitigate suspected misconduct
- Enhancements to internal control systems to prevent recurrence

4.4 Oversight of Material Transactions (MT) and Related Party Transactions (RPT)

- 4.4.1 Review related party transactions and transactions with potential conflicts of interest to ensure compliance with laws and Stock Exchange regulations and that they are reasonable and in the best interests of the Company and shareholders.
- 4.4.2 Provide opinions on significant MT and RPT transactions requiring Board or shareholder approval, considering counterparties, returns, risks, legal implications, and financial impact.
- 4.4.3 Monitor transaction progress and investments and ensure appropriate and regular disclosure to shareholders.
- 4.4.4 Ensure decisions are made prudently, fairly, and in the best interests of the Company and shareholders.

4.5 Other Responsibilities

- 4.5.1 Review compliance with securities laws, Stock Exchange regulations, and other applicable business laws.
- 4.5.2 Review self-assessment results under the Thai Private Sector Collective Action Against Corruption (CAC) framework and assess anti-corruption compliance risks.

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- 4.5.3 Report Audit Committee performance to the Board at least once a year and prepare an Audit Committee Report for disclosure in the Annual Report, signed by the Chairperson, covering at least:
- Opinions on financial statement accuracy and reliability
 - Adequacy of internal control systems
 - Compliance with securities laws and regulations
 - Appropriateness of the external auditor
 - Opinions on conflict-of-interest transactions
 - Number of meetings and attendance
 - Overall observations from charter compliance
 - Other matters relevant to shareholders and investors
- 4.5.4 The Chairperson and members of the Audit Committee shall attend the Company's Shareholders' Meeting.
- 4.5.5 Review and update this Audit Committee Charter at least once a year and submit it to the Board for approval.
- 4.5.6 Perform other duties as assigned by the Board of Directors.

5. Term of Office

- 5.1 Audit Committee members shall serve a term of three years from the appointment date or in accordance with their term as directors.
- 5.2 Members completing their term may be reappointed as deemed appropriate by the Board or Shareholders' Meeting.
- 5.3 If a vacancy occurs, a replacement must be appointed within three months.
- 5.4 The Company shall submit certification and background information of Audit Committee members to the Stock Exchange within seven business days of appointment.
- 5.5 An Audit Committee member shall vacate office immediately upon:
- Death
 - Resignation
 - Completion of term
 - Cessation as a director
 - Removal by Board resolution
 - Loss of required qualifications
- 5.6 Resignation before term completion requires at least one month's written notice with reasons.
- 5.7 Removal before term completion shall be reported to the Stock Exchange with reasons.

6. Meetings

- 6.1 Meetings shall be held at least four times a year and may include management, auditors, or other relevant parties.

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- 6.2 Meetings may be held at locations designated by the Chairperson or via electronic means.
- 6.3 Meeting notices shall be issued at least seven days in advance and may be sent electronically.
- 6.4 The Secretary shall prepare meeting minutes for approval and signature by the Chairperson.

7. Quorum

- 7.1 A quorum requires at least half of the total Audit Committee members.
- 7.2 Meetings reviewing financial statements must include members with relevant financial expertise.
- 7.3 Members with conflicts of interest may not vote or comment on related matters, and such conflicts shall be disclosed in meeting minutes.
- 7.4 Decisions shall be made by majority vote. In case of a tie, the Chairperson shall have a casting vote.
- 7.5 The Secretary shall attend meetings but has no voting rights.

8. Reporting

The Audit Committee shall report its activities and responsibilities to the Board of Directors. Such reports provide assurance to the Board, shareholders, and investors that management operates prudently and in the best interests of all shareholders.

9. Performance Evaluation

The Audit Committee shall conduct a self-evaluation at least once a year and report the results to the Board of Directors to support continuous improvement.

This Charter was reviewed at the Board of Directors' meeting held on **26 November 2025**.

(Ms. Nitaya Direksathapon)
Chairperson of the Audit Committee