

Audit Committee Charter

1. Objective

The Audit Committee is an independent committee, established to support the Board of Directors in governing and auditing management performance in the areas of internal control, good governance, as well as financial reports of the company for the operations and information disclosure to be transparent and accountable.

2. Composition and Qualifications

Composition

1. The Audit Committee shall be comprised of at least three independent directors of the board.
2. The Board of Directors shall appoint the Chairman of the Audit Committee or the nominated directors to be appointed as Audit Committee shall select one of them to be Chairman of the Audit Committee.
3. At least one Audit Committee member shall have sufficient knowledge and experience to perform the duty of reviewing the accountability of the financial statements.
4. The secretary shall be appointed by the Audit Committee.

Qualifications

1. Having been appointed by the Board of Directors and being independent directors of the company
2. Not being director who is authorized by the Board to make administrative decisions of the company, parent company, subsidiary, same-level subsidiary, major shareholders, or being controlling person of the company.
3. Not being director of the parent company, subsidiary, or same-level subsidiary which is listed companies.
4. Having qualifications as required by the Securities and Exchange Commission, the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand, as well as other relevant laws.

3. Term of Office

- 3.1 Term of office the Audit Committee is 3 years as of the appointment date.
- 3.2 Audit Committee member whose term has expired may be re-appointed.
- 3.3 The retired audit committee member shall continue to perform the duties until the new audit committee is appointed to replace the vacant position.
- 3.4 In case that an Audit Committee position becomes vacant for any reason other than the expiration of the term of office, the Board of Directors shall appoint a qualified director who doesn't possess any prohibited qualifications stipulated by the Securities and Exchange Commission and the Stock Exchange of Thailand, as well as other relevant laws. The Nomination and Remuneration Committee shall propose the agenda to nominate new Audit Committee member to the next Audit Committee meeting. Term of Office of the replacing Audit Committee member shall be only until the remaining term of the Audit Committee member whom he/she replaces.

3.5 Other reasons than the expiration of the term of office, a Member of the Audit Committee will cease to hold the position, in the event of;

- (1) Resignation
- (2) The Board of Directors of the Company resolves to remove the person from being a Member of the Audit Committee.
- (3) Failure to meet the qualifications stipulated in the Audit Committee Charter, or those required by the Securities and Exchange Commission, the Stock Exchange of Thailand, as well as any other relevant laws.

4. Scope of Authority, Duties, and Responsibilities of Audit Committee

4.1 To review the Company's financial reporting to ensure the accountability and reliability with adequate information disclosure

4.2 To review and advice the management about internal control system, internal audit system, and risk management that they are adequate, effective, efficient, and in line with the principles of good governance and sustainable development.

4.3 To consider the independence of the internal audit section, including the giving of opinion for the appointment, transfer, and termination of the Head of Internal Audit or other sections that are responsible for the internal auditing.

4.4 To review to ensure that the company is in compliance with the Securities and Exchange Commission, the Stock Exchange of Thailand regulations, and other laws related with the business of the company.

4.5 To consider, select and propose for an independent person to be appointed as auditor of the company as well as the remuneration for the auditor.

4.6 To consider connected transactions or transactions that may cause conflict of interests to be in line with the laws and regulations of the Stock Exchange of Thailand. This is to ensure that such transactions are reasonable and for the best benefit of the company.

4.7 In case that the Audit Committee performs duties and note or suspect that transactions or actions described below has happened which might be materially affect the company's financial position or operating results, the Audit Committee shall promptly report to the Board of Directors for the rectification in a timely manner.

- (1) a transaction which causes a conflict of interest;
- (2) any fraud, irregularity, or material defect in an internal control system;
- (3) a breach or infringement of the laws on securities and securities exchange, regulations of the Stock Exchange of Thailand, or any other law relating to the business of the company.

4.8 To supervise the internal audit section in the following matters:

4.8.1 To review and approve the Internal Audit Charter at least once a year. This is to ensure that the

objectives, authority, duties and responsibilities are in compliance with the international professional framework of internal auditing.

4.8.2 To approve internal audit year plan and its significant change that proposed by the internal audit section to ensure that it is in line with the organization risk, including the oversee to ensure that the audits have been conducted as planned.

4.8.3 To consider giving initial approval for the annual budget for the internal auditing provided that the internal audit section shall follow the same budgeting process as other sections of the company.

5. Audit Committee Meetings

5.1 The Audit Committee shall meet at least once in every quarter. The meeting should be scheduled in advance. The Chairman of the Audit Committee may call for more meetings to consider other matters where appropriate and needed by sending meeting notice to the Audit Committee members and other meeting participants at least seven days in advance. For every Audit Committee meeting, at least two Audit Committee members shall participate in the meeting to form a quorum. The members shall attend the meeting in person except for the case where needed, he or she can attend the meeting via the system of visual conference or teleconference. The Audit Committee may invite executive, auditor, internal auditor, or person concerning with the meeting agenda to join the meeting and may request for information where appropriate and needed.

5.2 In case that Chairman of Audit Committee needs to apologize for missing the meeting or is not able to perform duties, the presenting members shall select a member to take position of chairman of the meeting.

5.3 One Audit Committee member has one voting rights. Majority votes win for decision. In case of a tied vote, the Chairman of the meeting can cast the vote to determine the voting result.

5.4 Any Audit Committee member who has conflict of interest with the matter being considered, he or she shall refrain from the voting.

5.5 The meeting agenda shall be clearly prepared. Secretary of the Audit Committee is responsible for sending the meeting documents to every Audit Committee members in prior to the meeting date with the timeframe long enough for the Audit Committee to consider the agenda and study for giving opinion and voting.

5.6 The Audit Committee should have a meeting with the Company's Auditor without presence of the management at least once a year in order to discuss matters may concern with the management.

5.7 Minutes shall be taken in writing for every meeting. The certified minutes of meetings shall be stored and ready to be verified by the Audit Committee and related persons.

6. Reporting

The Audit Committee shall prepare a report in writing, signed by the Chairman of the Audit Committee, and disclosed in the company's annual report. The report shall consist of the information as follows:

- 6.1 Opinion on the accountability of the Company's financial reports;
- 6.2 Opinion on the adequacy of the Company's internal control system;
- 6.3 Opinion on the compliance with the laws regarding securities and securities exchange, the regulations of the Stock Exchange of Thailand, and laws applicable to the Company's business;
- 6.4 Opinion on the suitability of the Auditor;
- 6.5 Opinion on transactions that may cause conflict of interests;
- 6.6 Number of the Audit Committee's meetings and attendance of each committee member;
- 6.7 Overall opinion or comments that the Audit Committee obtained regarding to the performance following the Audit Committee Charter;
- 6.8 Other reports that the Audit Comment opine that shareholders and general investors should be aware of, subject to the scope of duties and responsibilities assigned by the Company's Board of Directors.

7. Remuneration

The Nomination and Remuneration Committee shall consider and propose remuneration of the Audit Committee to the Board of Directors for consideration before further proposing to the Shareholders' Meeting for approval.

8. Others

8.1 The Audit Committee Charter approved by the Board of Directors on November 12, 2015 shall be repealed and replaced by this Charter. This Charter shall take effect on February 24, 2022 onwards.



(Cathleen Maleenont, Ed.D.)

Chairman of the Board