

## Executive Committee Charter



Sikarin Public Company Limited

## Executive Committee Charter

Executive Committee was established in accordance with the resolution of the Board of Directors. To make it clear for the executive directors to understand their roles, duties and responsibilities towards the Company and shareholders. As well as the scope of management authority for the Company's operations to be in accordance with the policies , plans and goals set by the Board of Directors, in accordance with the law and in accordance with the principles of good corporate governance. Yes

To collect elements of duties, responsibilities and guidelines as assigned by the Board of Directors. So that the Executive Committee can supervise as well as give advice and set guidelines for compliance with the principles of good corporate governance of the Company in an appropriate and transparent manner. To build confidence and credibility among stakeholders and for the benefit of creating sustainable value for the business. The Board of Directors therefore deems it appropriate to establish a charter for the Executive Committee as follows:

### **1. Components of the Executive Committee**

- 1.1 The Executive Committee is appointed by the Board of Directors and consists of directors. (who are not independent directors) and/or executives in numbers not less than 5 people , unless approved by the Board of Directors.
- 1.2 The Executive Committee will select one member to hold the position of Chairman of the Executive Committee.
- 1.3 The Chairman of the Executive Committee must not be the same person as the Chairman of the Board of Directors.
- 1.4 The Executive Committee will appoint the Secretary to the Executive Committee.

### **2. Qualifications of the Executive Committee**

- 2.1 Being a Company director or executive of the Company
- 2.2 Executive directors must be persons with knowledge, abilities and experiences that will be beneficial to the business operations of the Company. Have honesty Have ethics in conducting business and have sufficient time to devote knowledge ability and perform duties given to the Company to the utmost.
- 2.3 Executive directors must not have prohibited characteristics according to the law on public limited companies, the law on securities and exchange and other related laws, and must not have characteristics that indicate a lack of suitability to be trusted. Manage businesses in which the public is the shareholder as specified by the Securities and Exchange Commission

### **3. Term of office of the Executive Committee**

Executive Committee has a term of office of 3 years, except in the case of retirement according to the Company's regulations, in which they may be elected to a new position. The Executive Committee is directly responsible to the Board of Directors. and have powers, duties and responsibilities as assigned by the Board of Directors

In addition to retiring from the position upon the expiration of the term of office as specified, the Executive Director will retire from the position when :

- a) resign
- b) The Board of Directors resolved to remove him from his position.
- c) The court ordered him to leave.

### **4. Executive Committee Meeting**

The Executive Committee arranges or calls a meeting at least once a month or calls a special meeting as appropriate by setting the agenda and notifying the Executive Committee at least 7 days in advance of the meeting. Except in cases of necessity or urgency, the meeting can be informed by other means or the meeting date can be set earlier than that.

### **5. Scope of authority, duties and responsibilities Executive Committee**

- 5.1 Has the authority to manage and manage the Company's operations in accordance with the law, objectives, Company regulations, shareholder meeting resolutions. As well as the resolutions of the Board of Directors' meetings
- 5.2 Make recommendations and determine business operations policies and business strategies of the Company to the Board of Directors.
- 5.3 Prepare business plans, administrative powers, annual budgets To present to the Board of Directors.
- 5.4 Consider and approve the spending of money for the Company's normal business.such as approving capital expenditures, approval of administrative expenses, etc., according to the financial limit specified in the operating authority of the Company.
- 5.5 Carry out business plans and business strategies in accordance with plans or policies that have been presented and approved by the Board of Directors' meeting.
- 5.6 Specify details in the selection, training, hiring and termination of the Company's employees.
- 5.7 Perform any other duties as assigned by the Board of Directors as they deem appropriate.

This Executive Committee Charter is effective from 11 January 2024 onwards by the resolution of the Board of Directors at the meeting No. 1/2024 on 10 January 2024



Mr. Seni Chittakasem  
Chairman