

[Confidential]

[English Translation]

Charter of the Executive Committee

Asia Network International Public Company Limited

1. Objectives

In order to support performance of the Executive Committee which is one of the important managing factors of businesses of Asia Network International Company Limited and its Subsidiaries to be in line with policies, Article of Association, business plan, and goals prescribed by the Board of Directors, and to be at highest efficiency in order to create confidence for all stakeholders, as well as providing clarity for scope of responsibilities and other important matters related to the Executive Committee, the Board of Directors resolves to arrange the Charter of the Executive Committee to become practice guidelines of such committee in order for the Committee to perform correctly according to laws and good corporate governance principles.

2. Composition and Appointment

- 2.1 The Board of Directors appoints the Executive Committee which comprises of directors and at least **3** executives with appropriate qualifications. The members of the Executive Committee are not required to be a director of the Company.
- 2.2 The Board of Directors shall elect one Executive Committee member to be the Chairman of the Executive Committee. Members of the Executive Committee may elect a secretary of the Executive Committee to handle administrative matter for example arrange a meeting of the Executive Committee, prepare agenda items, send relevant supplementary document and note minutes of the Executive Committee meeting.

3. Qualifications

- 3.1 Members of the Executive Committee must be qualified and possess no prohibited characteristics under the laws of Public Limited Companies, the Securities and Exchange Act and other relevant laws, as well as no characteristics that indicate lack of properness to be trusted for managing a company with public shareholders as specified by the Office of the Securities and Exchange Commission (“the SEC”).
- 3.2 Members of the Executive Committee must be knowledgeable, capable and experienced in the business operation of the Company, and must possess honesty, business ethics, and full dedication of time to perform at work.
- 3.3 Not engaging in any business of similar nature and compete with the business of the Company, becoming a partner or as a director of any other legal entity having the same status and competing

with the Company, unless it is notified in a meeting of shareholder prior to the resolution for appointment.

4. Term of Office and Remuneration

4.1 The term of office of the Executive Committee members who are Board Directors is three years, ending in accordance with term of the Company's directors (In case where such member is also a director of the Company). At the end of the term, he/she may be reappointed as a member of the Committee again.

4.2. Members of the Executive Committee who are the Company's executives hold the term of office as same as their terms for being the Executives unless the Board of Directors resolves otherwise.

4.3. In addition to the expiration of the term of office stated above, members of the Executive Committee can vacate office upon

4.3.1. Death

4.3.2. Resignation

4.3.3 Lack of qualifications for being a director or possession of prohibited characteristics under the laws of Public Limited Companies or characteristics that indicate lack of properness to be trusted for managing a company with public shareholders as specified by the SEC.

4.3.4. The meeting of shareholders of the Board of Directors resolves to remove him/her from office.

4.4. In the case that a member of the Executive Committee wishes to resign from the position, he/she shall submit the resignation letter to the Board of Directors at least 1 month prior to the resignation.

4.5. In the case that a position of the Executive Committee is vacant due to reasons other than end of term, the Board of Directors shall appoint a substitute person who possesses qualifications and no characteristics prohibited by law to become a replacing member in reasonable times. If the term of office of such member is less than 2 months, the Board of Directors does not have to appoint a substitute member to replace such member. The substitute member can be in the position only for the remaining term of the member whom she/he replaces.

4.6. The Nomination and Remuneration Committee proposes the remuneration of members of the Executive Committee based on amount of work and responsibilities. This shall be presented to the Board of Directors for consideration before further present to the shareholder meeting for consideration and approval.

5. Meetings

5.1 The Executive Committee meetings shall be held at least 6 months per year.

5.2. The Chairman of the Executive Committee or the Chairman of the meeting may require the Executive Committee to conduct the meeting via electronic media. The meeting through the said electronic media must comply with the rules and procedures prescribed by law.

- 5.3. In calling a meeting of the Executive Committee, the Chairman of the Executive Committee or the Secretary of the Executive Committee as the person assigned shall send the invitation letter together with the agenda and supporting documents to the committee members no less than 5 days prior to the meeting date for the committee members to study in advance of the meeting, except in urgent cases to protect the rights or benefits of the Company in which the Chairman of the Committee or the assigned person may announce the meeting by other means and schedule the meeting sooner. For sending invitation letters and supporting documents to the committees, the Secretary of Executive Committee may send a summoning notice for a meeting including its related documents by an electronic mail. In this regard, the Secretary of Executive Committee must keep copies of the summoning notice and its related documents as evidence, which may be stored in electronic data format.
- 5.4. The meetings of the Executive Committee must have attendance of committee members more than half of the total members of the Executive Committee to be considered as a quorum.
- 5.5. In case where the Chairman of the Executive Committee do not attend the meeting, the Vice Chairman shall preside at the meeting. In case that the Chairman of the Executive Committee and Vice Chairman do not attend the meetings, the committee members present at the meeting shall elect one of them to preside as the Chairman over the meeting. In getting resolution, the majority of votes is used. If the votes are equal, the Chairman of the meeting shall be the deciding authority.
- 5.6. The Executive Committee may invite other executives and/or related individuals to attend the meetings as appropriate. The Executive Committee can also consider separated meetings with other individuals if there are issues or matters that should be discussed specifically.
- 5.7. The Secretary of the Executive Committee is responsible for taking notes and preparing minutes of meetings within 14 days, as well as organizing minutes of meetings and supporting documents. If there are Board Directors who object to such resolutions, the objections shall be recorded in the minutes of meetings.

6. Duties and Responsibilities

- 6.1 To consider and set goals of the Company and its subsidiaries and to advise on strategic directions in conducting business, policies, visions, missions, goals management structure, annual operation plans, level of authority, budgets of the Company and its subsidiaries, to propose to the Board of Director for approval including monitoring the business operations of the Company that have been approved effectively.
- 6.2 To manage the business operations of the Company and its subsidiaries in accordance with the visions, missions, strategies, policies, objectives, and targets that have been set out.
- 6.3 To review the performance of the Company and its subsidiaries and report to the Board of Directors.
- 6.4 To review and provide recommendations on the dividend policy of the Company and its

- subsidiaries to the Board of Directors.
- 6.5 To verify and approve transactions related to investment or sales of assets of the Company and its subsidiaries, human resource management, finance, general administration, and transactions related to the business of the Company under the level of authority approved by the Board of Directors.
- 6.6 The Executive Committee may authorize an executive or employee to perform specific duties as it deems appropriate. The Executive Committee or the person authorized by the Executive Committee shall in no way act or approve any transaction if the Executive Committee or a person may have a conflict against the Executive Committee, have a conflict of interest, benefit by any means, or have a conflict of interest against the Company and its subsidiaries (as defined in the Notification of the Capital Market Supervisory Board or the Notification of the Securities and Exchange Commission). The approval of the transaction must be in accordance with the policies and principles as determined by the Board of Directors and relevant laws.
- 6.7 To ensure that the executives and employees of the Company or attend the Executive Committee's meetings or provide information related to the subject matter discussed at the meetings.
- 6.8 To report the Board of Directors on matters regularly handled by the Executive Committee under the level of authority and duties of the Executive Committee, including any other matters that are necessary and appropriate to be proposed to the Board of Directors.
- 6.9 To study feasibility of investment in a new project and to have the power to consider and approve the investment or joint investment with any individuals or entities or other business organizations in the criteria that the Executive Committee deems appropriate to carry out our Company's objectives by the Company and the power to consider and approve capital expenditures such as entering into contracts under the level of authority approved by the Board of Directors.
- 6.10 To consider and approve the transaction with financial institutions such as opening bank accounts and loans within the level of authority approved by the Board of Directors.
- 6.11 To evaluate and review Identification of Risk and Risk Appetite.
- 6.12 To consider and monitor risk management and risk management system of the Company and its subsidiaries and the Executive Committee must report to the Board of Directors if there is a risk that affects the Company to be unable to achieve the target.
- 6.13 To prepare the Risk Management Policy which includes key risks, from both internal and external factors to cover and comply with the Company's strategies and objectives, and covers key risks such as Financial Risk, Operational Risk, Strategic Risk, Compliance Risk, and to propose those key risks for the Board of Directors approval.
- 6.14 To consider strategies and guidelines regarding risk management with the compliance with Risk Management Policy and to be able to evaluate follow up, and maintain the organization's level of risk at an appropriate level.

- 6.15 To appoint a designated person to oversee operations according to Risk Management Policy to ensure the efficiency and thoroughness of the Company's risk management system.
- 6.16 To consider and approve the structure of risk management committee and appoint risk management committee to evaluate and monitor risk management result.
- 6.17 To review adequacy of policies, strategies, and guidelines on risk management to ensure that such policies, strategies, and guidelines comply with the Company's strategies and visions and being able to monitor levels of acceptable risk. The Executive Committee shall report the Board of Directors if risk exposures likely to have impacts on the Company's goals and objectives are identified and provide recommendations to the Board of Directors on risk managements and improvement of the effectiveness of risk management.
- 6.18 To review and evaluate operational risk which may occur corruptions at least once a year according to Anti-Corruption Policy.
- 6.19 To consider and evaluate the risk of new investment of company, within the level of authority approved by Board of Directors.
- 6.20 To review and revise the Charter of Executive Committee at least once a year to propose to the Board of Directors for acknowledgment or approval, as the case may be.
- 6.21 To engage a consultant or independent person, at the Company's expense, to provide comments or recommendations as required.
- 6.22 To perform any other tasks as instructed by the Board of Directors.

7. Performance Assessment

The Executive Committee arranges performance assessment of the Committee every year, at least once a year, in order to report performance, difficulties, obstacles, and other suggestions that may have impacts on the Company's goals and objectives, for improvement and further development of performance to the Committee to the Board of Director. This is done in methods of individual assessment (self- assessment) and group assessment in reference to the assessment form of the Thai Institute of Directors (IOD) and the assessment form of the Stock Exchange of Thailand.

This Charter of the Executive Committee has been approved by the Board of Directors at the Board of Directors Meeting No. 1/2023 on 20 April 2023. (after transfer from a company limited to a public company limited) It will be effective from 21 April 2023 onwards.

- Signed -

Mr. Kirkkrai Jirapaet
(Chairman of the Board of Director)
21 April 2023

Note:

1. At the fourth board meeting of 2021, on September 30, 2021, The Charter of the Executive Committee was approved and became effective from October 1, 2021 (before transform to public company limited).
2. At the first board meeting of 2023, on January 31, 2023, a resolution was passed to amend the Charter of Executive Committee (first amendment), which became effective from February 1, 2023 (before transform to public company limited).