

Charter of Executive Committee

1. Purpose

The Board of Directors of AddTech Hub Public Company Limited (the “Company”) is responsible for considering the appointment of Executive Committee which consists of directors and/or executives and/or a number of outsiders who have appropriate qualifications to perform duties of managing and controlling the Company's business as assigned by the Board of Directors to support operation, build confidence among stakeholders and allow the Company to grow sustainably. This charter was created to provide the Executive Committees with an understanding of their roles, duties, and responsibilities and this charter is to be used as a guideline for performing duties in accordance with the laws and in accordance with the principles of good corporate governance.

2. Composition

- 1) The Executive Committee consists of not less than 3 members. The Executive Committee do not have to be directors or executives or employees of the Company.
- 2) The Executive Committee will elect one executive director to be the Chairman of the Executive Committee and may select one or more executive director to be Vice Chairmen of the Executive Committee.
- 3) The Executive Committee can appoint executives or employees of the Company or third party who have appropriate qualifications and do not have conflicts of interest with the Company's interests to serve as an advisor or advisory board to the Executive Committee as appropriate.
- 4) The Executive Committee can appoint 1 employee of the Company to act as Secretary to the Executive Committee to assist the Executive Committee with meeting appointments, preparing the meeting agenda, submitting meeting documents, and recording minutes of meeting.

3. Qualifications of the Executive Committee

- 1) Executive director must be a person with knowledge, ability, and experience that will be beneficial to the business operations of the Company, honest, have ethics in doing business and have enough time to dedicate knowledge ability and perform duties for the Company fully.
- 2) Executive director must have qualifications and must not have prohibited characteristics according to the Public Limited Companies Act, the Securities and Exchange Act and/or any other related laws.

- 3) Executive director cannot operate a business, become a partner or become a director in another juristic person that has the same status and/or competes with the Company's business whether it is for their own benefit or the benefit of others, unless the Board of Directors' meeting is informed before a resolution is passed on the appointment.

4. Appointment of the Executive Committee and term of office

- 1) The Board of Directors will appoint individuals who have all the qualifications as specified in this charter to hold the position of executive director by considering that person's experience that will be beneficial to the business operations.
- 2) Executive directors have a term of office of 3 years and it shall be in accordance with the term of office of the Company's directors. (In the case where the Executive Committee also holds the position of director) In this regard, the executive director whose term of office has expired may be reappointed as an executive director for another term.
- 3) In the event that the Executive Committee member's term of office expires or may not hold the position until the expiry of the term, which will result in the number of executive directors being less than 3 people, the Board of Directors shall appoint new executive directors to have the complete number immediately or within 3 months from the date the number of executive directors is incomplete to ensure continuity in the performance of duties of the Executive Committee.
- 4) In addition to retirement according to the term mentioned above, executive directors leave their positions upon
 - 1) Death
 - 2) Resignation
 - 3) Lack of qualifications to be an executive director as specified in this Charter
 - 4) Lack of qualifications to be a company director or has prohibited characteristics according to the Public Limited Companies Act or has characteristics indicating a lack of suitability to be entrusted to manage a business with public shareholders as specified in the Securities and Exchange Act (and as amended), including relevant notifications of the Office of the Securities and Exchange Commission.
 - 5) Board of Directors has a resolution to vacate that person from the position of executive director.
 - 6) The shareholder meeting resolves to remove that person from the position of company director. (For the case of resolution of the shareholder meeting, the votes must not be less

than three-fourths of the number of shareholders attending the meeting and having the right to vote and whose shares amounting to not less than one-half of the number of shares held by the shareholders attending the meeting and having the right to vote)

- 7) The court has issued an order for that person to vacate from the position of director.

Any executive director who wishes to resign from his position must submit a letter of resignation to the Company. The resignation will be effective from the date specified in the resignation letter.

5. Scope of authority, duties and responsibilities

- 1) Prepare visions, strategies, business directions, goals, guidelines, policies, business plans, budgets, management structures, and Company's approval authority to submit to the Board of Directors for approval and carry out the implementation according to the approval of the Board of Directors as well as reviewing and monitoring to ensure that such implementations are efficient and effective.
- 2) Consider and scrutinize the Management's proposals of the investment policy, business expansion, public relations, financial plans, annual reports, budgets including annual budgets, human resources management and information technology investments to present to the Board of Directors' meeting for further consideration.
- 3) Have the power to appoint Teams for the operation or administration of the Company and to determine the limits of authority, duties, and responsibilities of the Teams as well as to control and supervise the operation of the appointed Teams to achieve the set policies and goals.
- 4) Monitor the Company's performance in accordance with the policy framework and goals approved by the Board of Directors and supervise the quality and efficiency of operations.
- 5) Consider the annual budget allocation as proposed by the Management before submitting to the Board of Directors for consideration and approval.
- 6) Have the power to consider and approve financial expenditures for the normal business transactions of the Company but not exceeding the budget approved by the Board of Directors.
- 7) Study feasibility for new projects and has the power to consider and approve regarding the participation in project biddings as well as to undertake various projects as deemed appropriate, including carrying out legal acts related to such matters until completion.
- 8) Approve the expenditure of significant investments that have been specified in the annual budget as assigned by the Board of Directors or as previously approved by the Board of Directors in principle.

- 9) Approve entering into contracts and/or any transactions related to the normal business operations of the Company (such as trading, investing or joint ventures with other parties for the normal business transactions of the Company and for the benefit of operations according to the objectives of the Company) within the limits according to the authority schedule approved by the Board of Directors. In the event that the amount exceeds the budget approved by the Board of Directors, it must be presented to the Board of Directors for approval at the next meeting.
- 10) Have the authority to consider and approve borrowings, financial transactions with banks or financial institutions for supporting normal business operations such as bank account opening, bank account closure, financing of credit or any loan application for the Company under the authority schedule approved by the Board of Directors. In the case where the amount exceeds the budget approved by the Board of Directors, it must be presented to the Board of Directors for approval at the next meeting and in the case where the Company's assets are used as collateral, it must be submitted for approval from the Board of Directors.
- 11) Consider and monitor the Company's performance and propose to the Board of Directors to approve the payment of interim dividends or annual dividends.
- 12) Determine the organizational structure, organizational authority, including appointment, hiring, transfer, termination, determination of wages, compensation and bonuses for executive-level employees from the level of Chief Department Officer or equivalent and above, except for the Chief Executive Officer position.
- 13) Have the power to appoint an advisor or advisory board of the Executive Committee as appropriate and has the power to determine remuneration, allowances, welfare, facilities, and other expenses of the Chairman of the advisory board, the advisor, or the advisory board as appropriate.
- 14) Perform other actions as assigned by the Board of Directors or in accordance with the policies set by the Board of Directors.
- 15) Authorize one or more persons to perform any act on behalf of the Executive Committee.

However the delegation of powers, duties, and responsibilities of the Executive Committee does not constitute a delegation or sub-delegation of power that allows the Executive Committee or the person authorized by the Executive Committee to approve transactions with oneself or another person who may have a conflict of interest (as defined in the Notification of the Securities and Exchange Commission or the notification of the Capital Market Supervisory Board), may have an interest in or may benefit in any manner, or may have any other conflict of interest with the

Company or its subsidiaries, except for the approval of transactions in accordance with the policies and criteria approved by the Board of Directors' meeting.

6. Meeting

- 1) An Executive Committee meeting should be scheduled at least once a month or as appropriate. In every meeting of the Executive Committee, the Secretary of the Executive Committee consults with the Chairman of the Executive Committee to set the meeting agenda in advance.
- 2) The Chairman of the Executive Committee or the executive director assigned by the Chairman of the Executive Committee determines the date, time, and place of the Executive Committee meeting, which the meeting place may be determined otherwise in addition to the locality where the Company's headquarters is located in or nearby provinces. If the Chairman of the Executive Committee or the executive director assigned by the Chairman of the Executive Committee has not specified a meeting location, the location of the Company's head office should be used as the meeting location.
- 3) In calling a meeting of the Executive Committee, the Chairman of the Executive Committee or the person assigned send meeting appointment letter or deliver it directly to the executive director or the executive director's representative along with specifying the date, time, place, and business of the meeting to be sent to the directors not less than 7 days before the meeting date. Except in cases of urgent necessity to preserve the rights or benefits of the Company, the meeting can be notified by other means or the meeting date can be set earlier than that.
- 4) The Executive Committee may invite other persons such as executives, auditors, consultants, employees and/or other related persons to attend meetings as appropriate, and may consider having separate meeting with other such persons if it is apparent that there are specific issues or considerations that should be discussed in private.

7. Quorum and voting

- 1) In the meeting of the Executive Committee, there must be no less than half of the number of executive directors present to form a quorum. In the event that the Chairman of the Executive Committee is not present at the meeting or unable to perform duties, the Executive Committee members present at the meeting shall select one executive committee member to be the chairman of the meeting.

- 2) The resolution of the Executive Committee meeting must be made by a majority vote. If there is any committee member who objects to the said resolution, objections shall be recorded in the minutes of the meeting.
- 3) In voting, each Executive Committee member has one vote, except that the executive directors who have an interest in any matter will not have the right to vote on that matter. If the votes are equal, the chairman of the meeting shall cast one more vote as the deciding vote.

This Charter of the Executive Committee will be effective from 20 March 2019 onwards.

- *Chirapan Sintunava* -

(Mr. Chirapan Sintunava)

The Chairman

AddTech Hub Public Company Limited