

## **Authority Reserved for the Board of Directors Policy**

This policy is intended to make it clear which powers are reserved for the Board of Directors to approve, so as to facilitate the management's work in proposing matters that should be submitted to the Board of Directors.

The policy of authority reserved for the Board of Directors is determined according to the scope of duties and responsibilities of the Board of Directors in accordance with the laws and the Company's regulations so that the Board of Directors can perform its duties effectively and be able to supervise the management of the Executive Committee and the management in accordance with the prescribed policies, as well as facilitating the work of the management in proposing matters that should be proposed to the Board of Directors for approval.

### **Decision-Making**

The following list is a list of authorities reserved to the Board of Directors for which the executives are obliged to prepare supporting documents for the meeting to be proposed to the Board of Directors for approval.

For any items not mentioned herein, the Board of Directors may delegate the authority of the Chief Executive Officer to take action, and the Chief Executive Officer is responsible for summarizing the report on the matters that the Board of Directors has delegated authority to approve to the Board of Directors immediately when the next meeting of the Board of Directors is held.

### **Items reserved for the Board of Directors**

#### **Strategic Plans and Operation**

- 1) Company Mission
- 2) Vision
- 3) Strategic Plan
- 4) Action Plan/Business Plan/Annual Plan
- 5) Business Continuity Plan
- 6) Starting a new business

- 7) Suspension of current business operations
- 8) Transactions other than the normal transactions of the business.

#### **Financial matters**

- 9) Operating Budget
- 10) Investment Budget
- 11) Operating expenses compared to the total budget
- 12) Investment expenses within budget
- 13) Over-budget investment expenses
- 14) Sale of assets
- 15) Conditional liability scheme affecting statements of financial position or statements of comprehensive income of 10% or more
- 16) Loan application
- 17) Lending money
- 18) Issuance of securities
- 19) Annual financial statements and reporting of the Chief Executive Officer and Senior Director of Accounting and Finance

#### **Mergers and Joint Investments**

- 20) Mergers and acquisitions
- 21) Takeover
- 22) Establishment or sale of subsidiaries
- 23) Private ventures

#### **Contracts**

- 24) Takeover, sale, or license of intellectual property

- 25) Related Party Transaction
- 26) Appointment of legal consultant
- 27) Insurance
- 28) Contracts with more than one-year term

#### **Legal issues**

- 29) Act violations
- 30) Potential legal action by or against the Company

#### **Logo**

- 31) Company Logo

#### **Organizational Structure**

- 32) Corporate Governance Structure
- 33) Consolidated Organizational Structure

#### **Personnel and Corporate Culture**

- 34) Company Values
- 35) Recruitment, appointment, remuneration payment, performance management, and dismissal of the Chief Executive Officer
- 36) Appointment of Company Secretary and opinion on performance management

#### **Matters on the Board of Directors**

- 37) Appoint the Chairman of the Board of Directors.
- 38) Appoint, determine term of office, and set the criteria for the recruitment of directors.
- 39) Appoint and dissolve subcommittees under the Charter, define roles, composition, authorization, and reporting to the Board of Directors.

- 40) Evaluate the work of the Board of Directors, the Chairman of the Board of Directors and its subcommittees.

### **Policies**

- 41) The following policies:
- Risk Management and Internal Control Policy
  - Accounting and Financial Policies
  - Human Resources Policies

### **Matters on the shareholders' meeting**

- 42) Minutes
- 43) Appointment of an external auditor
- 44) Changes to the Company's Articles of Association
- 45) Remuneration of the Board of Directors
- 46) Criteria and procedures for the recruitment of directors

### **Others**

- 47) Relocate a new office
- 48) Grant or cancel authority to act on behalf of others under the law (proxy document)
- 49) Authorize to sign as a representative of the Company
- 50) All matters affecting the Company's reputation

### **Review**

The Board of Directors will review the policy of authority reserved for the Board of Directors on an annual basis and update it when appropriate.

Therefore, this notification is announced for acknowledgment and thorough observance.

Announced on February 28, 2024.

*-Signature-*

(Mr. Vikrom Kromadit)  
Chairman of the Board of Directors