

## Executive Committee Charter

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Meb Corporation Public Company Limited

## Executive Committee Charter

### 1. Objectives

The Executive Committee of the Company is established to support the Board of Directors in managing the Company's operations in accordance with the policies, objectives, plans, and budgets, within the scope assigned by the Board of Directors.

### 2. Composition

The Executive Committee shall consist of at least three (3) members. Executive Committee members are not required to hold a position as a director of the Company. The Board of Directors or the Executive Committee shall select one (1) member to serve as the Chairman of the Executive Committee and appoint a Secretary to the Executive Committee to assist in scheduling meetings, preparing meeting agendas, delivering meeting documents, and recording meeting minutes.

### 3. Qualifications of Executive Committee Members

Executive Committee members must meet the following qualifications

- (1) The member possess knowledge, capability, honesty, and ethics in business operations, and have sufficient time to dedicate their expertise and fulfill their duties for the Company.
- (2) The member have no prohibitions as stipulated by applicable laws.
- (3) The member must not engage in any business that is of the same nature and competes with the Company's business, either as an owner, partner, or director of another legal entity conducting similar and competing business, whether for personal benefit or for others unless such engagement has been disclosed to the Board of Directors prior to the appointment resolution.

### 4. Election and Term of Office

The Board of Directors shall appoint individuals who meet the qualifications specified in Section 3 above, following the review by the Nomination and Remuneration Committee, to serve as members of the Executive Committee. The term of office for each Executive Committee member shall be three (3) years, aligning with the term of directorship if the member also serves as a director of the Company. A member whose term expires may be reappointed.

In the event that an Executive Committee member's term expires or they are unable to serve their full term, resulting in fewer than three (3) members, the Board of Directors shall appoint a new member to ensure the required number of members is maintained, either immediately or within three

(3) months from the date the number falls below the required threshold. This is to ensure continuity in the Executive Committee's operations.

## 5. Authority, Duties, and Responsibilities of the Executive Committee

(1) Review and evaluate the company's business plan, budget, management structure, and approval authority, ensuring alignment with the company's objectives, vision, mission, policies, key goals, and business strategies before submitting them for approval by the Board of Directors. Once approved, oversee implementation and monitor performance for efficiency and effectiveness.

(2) Supervise, review, and track the company's operations and general management to ensure efficiency and effectiveness, including screening proposals from management teams<sup>1</sup> and executives.

(3) Approve contracts and transactions related to the company's ordinary business operations (e.g., purchases, sales, investments, or joint ventures with third parties for normal business transactions and for the company's operational benefit), within the limits specified in the Delegation of Authority (DOA) or as determined by the Board.

(4) Authorize borrowing and financial transactions, including loan requests from financial institutions, lending, pledging, mortgaging, or acting as a guarantor for subsidiaries, within the limits specified in the Delegation of Authority (DOA) or as determined by the Board.

(5) Appoint necessary consultants for the company's operations, provided it remains within the budget approved by the Board each year.

(6) Summon management, executives, or relevant personnel to provide opinions, attend meetings, or present information as necessary. Additionally, request information from various departments and subsidiaries to support decision-making.

(7) Evaluate and report on the Executive Committee's performance to the Board of Directors annually.

(8) Review and amend the Executive Committee Charter to ensure relevance to current conditions, and propose revisions for Board approval.

(9) Other tasks as assigned by the Board or in accordance with Board-approved policies.

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<sup>1</sup> Management refers to the executives as defined by the Securities and Exchange Commission (SEC) announcement No. KorJor. 17/2551 regarding the definitions in the announcement on the issuance and offering of securities (including amendments). This definition excludes the Chief Executive Officer (CEO).

(10) Delegate authority to specific individuals or groups to act on behalf of the Executive Committee.

However, such delegation must not permit the Executive Committee or its assignees to approve transactions in which they or related parties have a conflict of interest (as defined by the Securities and Exchange Commission (SEC) and/or the Capital Market Supervisory Board regulations). Exceptions apply only if such transactions follow pre-approved policies and guidelines set by the Board.

## 6. Meetings

(1) Meetings of the Executive Committee shall be held as deemed appropriate by the Chairman of the Executive Committee, but there shall be at least four (4) meetings per year.

(2) To convene an Executive Committee meeting, the Chairman of the Executive Committee or an assigned person shall send a meeting notice along with the agenda and supporting documents to all Executive Committee members at least three (3) days before the meeting date. This may be done via electronic means to allow sufficient time for reviewing the information, except in urgent cases where it is necessary to protect the company's rights or interests. In such cases, the meeting notice may be given by other means or scheduled sooner.

(3) Executive Committee meetings may be conducted via electronic means, provided that such meetings comply with the relevant laws, regulations, announcements, requirements, or applicable guidelines.

## 7. Quorum and Voting

(1) An Executive Committee meeting shall require the attendance of at least half of the total number of Executive Committee members to constitute a quorum. In the event that the Chairman of the Executive Committee is absent or unable to perform their duties, the attending Executive Committee members shall elect one among them to preside over the meeting.

(2) Decisions made in the meeting shall be based on a majority vote.

(3) Each Executive Committee member shall have one (1) vote. However, any member with a conflict of interest in a particular matter shall not have the right to vote on that matter. In the case of a tie, the Chairman of the meeting shall have an additional casting vote.

(4) The Chairman of the Executive Committee or a designated representative shall report the meeting's resolutions to the Board of Directors at the next Board meeting.

This charter of the Risk Management Executive Committee shall be effective from 17 August 2022, onward.