

**Charter of the Executive Board  
of  
Polynet Public Company Limited**

company Polynet Public Company Limited (“ **the Company** ”) appoints the Executive Committee. with a purpose The Executive Board of Directors shall perform their duties. Manage the Company's business responsibly for the utmost benefit of the Company and to comply with good corporate governance guidelines and support management in accordance with the policies, plans and goals set by the Board of Directors. and the scope of authority as follows

**1. component**

- 1.1 The Board of Directors approves the appointment of the Executive Committee by selecting from directors and/or executives in the number that the Board of Directors deems appropriate. and sufficient for the management of the Company's business who are qualified according to this charter
- 1.2 The executive committee consists of at least three directors. ( 3 ) people
- 1.3 The executive committee is appointed. The Company Secretary shall be the secretary of the Executive Committee. To assist the Executive Committee in making appointments for meetings , preparing meeting agendas, delivering meeting documents and recording of meeting minutes Unless the executive committee stipulates otherwise.

**2. feature**

- 2.1 Executive Directors must have qualifications and must not have characteristics prohibited by the Securities and Exchange Act. and any other laws related to the Company's business operations, as well as having no characteristics that indicate a lack of suitability to be entrusted with managing a publicly held business as required by the Office of the Securities and Exchange Commission. set by the stock exchange
- 2.2 Have knowledge and understanding of the Company's business and have experiences that are beneficial to the Company's business operations.
- 2.3 Being an honest person and have ethics in conducting business
- 2.4 Able to devote sufficient time to the Company. and pay attention to perform their duties according to their responsibilities

- 2.5 Not being a person operating a business of the same nature and in competition with the business of the Company. or become a partner or a director in another juristic person operating a business of the same nature and in competition with the business of the Company whether for the benefit of oneself or others Unless notified to the Board of Directors' meeting prior to the appointment resolution.

### 3. Scope of duties and responsibilities

- 3.1 Operate and manage the business of the Company. and its subsidiaries According to objectives, regulations, policies, rules, requirements, orders, resolutions of the Board of Directors' meeting. and resolutions of the shareholders' meeting
- 3.2 Consider and scrutinize policies, directions, business strategies goals and action plans financial goals and budgets; human resource management; expansion investment public relations of the company and its subsidiaries to be in accordance with the framework approved by the Board of Directors and to supervise and supervise the operations of the appointed working group to achieve the goals by considering business factors appropriately for presentation and approval to the Board of Directors and in case the situation changes The Executive Committee will review the use of the approved budget as appropriate for the situation. other
- 3.3 Supervise, inspect and follow up on the Company's business operations. and its subsidiaries according to the policy business strategy goals and action plans financial goals and budget of the company approved by the Board of Directors to be efficient and effective conducive to business conditions. And report to the Board of Directors for acknowledgment, as well as giving advice and management advice to senior executives.
- 3.4 Consider the profits and losses of the Company. Examine and advise on the Company's dividend payment. and its subsidiaries and propose to the Board of Directors to approve And to propose to the shareholders' meeting for further approval. Except in case of interim dividend payment which the Board of Directors can approve.
- 3.5. Study the feasibility of investing in new projects and has the power to consider and approve the Company Invest in or co-invest with any other person, juristic person or business entity. in the form that the Executive Board deems appropriate to carry out the business according to the Company's objectives as well as considering and approving the expenditure of such investment entering into a legal contract and/or taking any action Any matters related to such matters until completion within the

- specified amount of money and/or the relevant laws and regulations and/or the Company's Articles of Association.
- 3.6. Follow up on the performance and progress of investment projects of each business. and report results including any problems or obstacles that arise and ways to improve them to the Board of Directors for acknowledgment.
  - 3.7 Consider and give suggestions or opinions to the Board of Directors regarding projects, proposals or entering into any transactions. other matters related to the Company's business operations Including considering alternatives to raise funds when necessary and beyond the amount specified and/or relevant laws and regulations or the Company's regulations. Assign the shareholders' meeting and/or the Board of Directors to consider and approve.
  - 3.8 Consider and approve financial transactions with financial institutions in account opening, borrowing, loan application, pledge, mortgage, guarantee and others. Including trading and registration of ownership of any land according to the purpose Benefits for the Company's business operations as well as entering into legal contracts, submitting requests, proposals, contacting , doing legal acts with government agencies to obtain different rights of the Company and/or any action any matters related to such matter until completion within the limits set forth and/or as required by relevant laws and regulations or the Company's regulations
  - 3.9 Consider and approve the management of human resources, finance and general administration. and transactions related to the business operations of the Company and its subsidiaries . According to the specified amount of money and/or the relevant laws and regulations and/or the company's regulations
  - 3.10 Consider and approve rules, regulations, management policies and business operations of the Company or any action binding on the Company, including considering and examining the risk management and risk control systems of the Company and its subsidiaries.
  - 3.11 Appoint and/or assign one or more executive directors to or any one person or many people doing any act within the jurisdiction of the Executive Committee Or may authorize such person to have power and within the period as the Executive Committee deems appropriate. Whereas the Executive Committee may cancel, revoke or change the authorized person. Or such authority as it deems appropriate without authorization to persons who may have conflicts of interest in the operation. in any other manner that can be done with the Company , except for approval of transactions in

accordance with policies or criteria determined by the Board of Directors, or normal business transactions with general trading conditions. Entering into such transactions must be subject to the rules, conditions and procedures specified in relation to connected transactions. and transactions on acquisition or disposition of assets of listed companies according to the Notification of the Capital Market Supervisory Board and/or any other related notifications. In this regard, such delegation of authority shall be reported to the Board of Directors in the next meeting of the Board of Directors.

- 3.12 Procedures for executives , management or employees to attend the Executive Committee meeting or prepare and provide information related to the matters discussed in the Executive Committee meeting.
- 3.13 Providing consultants or persons with independent opinions to provide opinions or advice as necessary.
- 3.14 Report to the Board of Directors on the activities that the Executive Board has performed under the scope of the powers and duties of the Executive Committee on a regular basis Including any other matters that are necessary and appropriate to be proposed to the Board of Directors for acknowledgment.
- 3.15 Consider and approve operations that are normal business transactions of the Company. according to the investment budget or the budget approved by the Board of Directors The amount of money for each transaction is as specified in the table of approved authority. approved by the Board of Directors but not exceeding the annual budget approved by the Board of Directors Including entering into various contracts related to such matter
- 3.16 What are the duties and responsibilities? as assigned or in accordance with the policy assigned by the Board of Directors
- 3.17 Have a duty to regularly report the performance to the Board of Directors at least once ( 1 ) a year and review the Executive Committee Charter at least once ( 1 ) a year. To ensure that the contents as specified in this charter It is consistent with the Company's objectives, goals and strategies and in line with changes in the requirements of the Board of Directors. By amending such significant charter Significant revisions must be approved by the Board of Directors.

#### 4. Appointment and term of office

4.1 The Board of Directors appoints the Executive Committee who possesses complete qualifications as specified in item No. 2. above

4.2 Executive Directors hold office for a term of three ( 3 ) years. Executive Directors who retired by rotation may be re-elected to take office again. if the Board of Directors deems appropriate

4.3 Members of the Executive Committee will Leaving the position only when

(1) died

(2) resign

(3) Lack of qualifications or having prohibited characteristics. According to the law on securities and stock exchange and announcements issued under the provisions of the law or the regulations of the company

(4) The Board of Directors resolved to retire

(5) term expired

(6) dismissal by the court.

4.4 Members of the Executive Committee who wish to resign The resignation letter must be sent to the Chairman of the Executive Committee , effective from the date the resignation letter reaches the Company . The Board of Directors must proceed with the appointment of a new member of the Executive Committee to replace the resigned member within ninety ( 90 ) days in order to The Executive Committee has the number of members as specified by the Board of Directors.

#### 5 . Meeting

5.1 The Executive Committee must meet at least four (4) times per year.

5.2 Chairman of the Executive Committee or the secretary of the Executive Committee by order of the Chairman of the Executive Committee must deliver meeting agendas and meeting documents to all executive directors prior to the meeting date so that the directors have time to consider various matters on the agenda or request additional meeting documents, except in case of urgent necessity

to preserve the rights or benefits of the Company , Executive Committee meetings can be summoned without delivery . such information in advance .

- 5.3 At the meeting of the Executive Committee, there must be members of the Executive Committee not less than half of the total number of the Executive Committee to constitute a quorum . In case the Chairman of the Executive Committee is not present at the meeting or unable to perform duties The executive directors attending the meeting shall elect one of the executive directors to preside over the meeting.

In this regard, the meeting of the Executive Committee It can be a meeting via electronic media. by the said meeting must be a meeting Through a control system that has a security process According to the announcement of the Ministry of Digital Economy and Society on Security Standards for Meetings via Electronic Media B.E. 2563 , including future amendments and other relevant rules, including providing video and audio recordings as well as electronic traffic information throughout the meeting. by picture and sound including saved electronic traffic data shall also be regarded as part of the minutes of the meeting.

- 5.4 One executive director has one (1) vote . Voting and the decision of the meeting shall be based on a majority vote. In the event that any Executive Director has an interest in any matter will not have the right to vote on that matter If the votes are equal The Chairman of the Executive Committee shall have an additional vote as a casting vote.

This Executive Board Charter Approved by the Board of Directors Meeting No. 1/2022 on February 25 . 2022 and effective from February 25 . 2022

Approved by Chaiyaporn Nitaswarakul

(Mr. Chaiyaporn Nitaswarakul )

Chairman of the audit committee