



## Executive Committee Charter

The Platinum Group Public Company Limited

## Executive Committee Charter

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The Executive Committee was established upon approval of Board of Directors for making support to the performance of Board of Directors, so that it complies with laws, notifications, regulations, rules and other relevant laws.

### 1. Objectives

The Executive Committee was established for making support to the performance and administration of Board of Directors in relation to doing normal business and other matters so that those actions are efficient and effective. In addition, Board of Directors is able to determine the policy, business plan, budget, work administration structure including systems of examination and monitoring to the Company's operational result according to the policy as determined by Board of Directors in order to build confidence of the interested party and gain sustainable growth of the Company.

### 2. Elements and qualifications of Executive Committee

- 2.1 Executive Committee shall be appointed by Board of Directors with the number as Board of Directors thinks fit which may consist of the directors and the managements of the Company and/or the external parties at any number.
- 2.2 Executive Committee shall consist of at least 3 directors of the Company.
- 2.3 Executive Committee being the Company's director shall be appointed as Chairman of Executive Committee.
- 2.4 Executive Committee shall have proper knowledge, capabilities, and experiences. Also, they shall dedicate time and give adequate opinion for performing their duty and clearly recognize their qualifications, duties and responsibilities. They shall not hold any prohibited qualification as the laws determined.
- 2.5 Chairman of Executive Committee shall not be the same person as Chairman of Board of Director.
- 2.6 Secretary of Executive Committee shall be appointed by Executive Committee.

### 3. Term of office

- 3.1 Term of duty of Executive Committee being the Company's directors shall be 3 years each term. They shall perform duties according to the term of duty as the Company's directors. Nevertheless, Executive Company, upon the expiration of term of duty, may be considered to the reappointment that it depends on discretion of Board of Directors.
- 3.2 Unless otherwise agreed in any other circumstance, term of duty of Executive Committee being the Company's management shall be as long as term of the management remains in duty.
- 3.3 Term of duty of Executive Committee being the external parties and not being director or management of the Company shall be determined and may be changed as the Board of Directors thinks fit.

In this regard, apart from the expiration of term of duty, the Committee shall vacate from the position when: -

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1. Death
2. Resignation
3. Lacked of qualification to be the Company's directors or held any restricted characteristic according to law of public company limited or held any non-reliable and improper characteristic demonstrating mistrust to carry out the administration and the management of the business that public stakeholder is the shareholders as specified in Section 89/3 of the Securities and Exchange Act (Vol.4) B.E. 2551.
4. Dismissed by the Court's order.
5. Removed from position by resolution of Board of Directors.

**4. Scope, authority and responsibility**

- 4.1 Executive Committee shall be responsible for operating the business of the Company in accordance with the operational objectives of the Company. In this regard, the aforementioned operation of the Company shall be carried on in accordance with the policies, regulations or orders as stipulated by Board of Directors. Furthermore, Executive Committee shall be also responsible for scrutinizing and screening such agenda that to be proposed to Board of Directors for consideration and approval.
- 4.2 Executive Committee shall prepare the vision, mission including strategy, direction and policy in carrying out the business and target, guideline, operational plan and budget of the Company and its subsidiaries so as to propose it to Board of Directors for consideration and approval.
- 4.3 Executive Committee shall supervise and control the operations of the Company and its subsidiaries in accordance with the policy, target, strategy, operational plan as determined. Executive Committee is authorized to approve such specific matter or any action that it is deemed as normal business of the Company (1) within the amount or annual budget that has been approved by Board of Directors and is authorized to take an action efficiently as stipulated in the regulation relating to expenditure approval and conforming to the Company's operation; or (2) within the amount not exceeding 15 percent of total asset value of the Company. In taking such action as mentioned above, Executive Committee shall not cause any debt or liability with it value exceeding 15 percent of total asset value of the Company. In this regard, the aforementioned debt and liability include any Project Finance of the Company. Furthermore, Executive Committee shall provide an advice to high level management in relation to the administration and operation.
- 4.4 Executive Committee shall follow up the implementations of the policy and the operational administration of the Company ensuring that those certain matters have been efficiently carried on according to the assignments of Board of Directors.
- 4.5 Executive Committee shall report a result of the following operational matters, within the stipulated timeframe, to Board of Directors for acknowledgment-
  - (1) Report the result of the Company's quarter and annual operational performances within the timeframe as stipulated by Stock Exchange of Thailand.

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(2) Report the result of account auditing or verifying that is conducted by the auditor in relation to financial statement of the Company including the annual and quarter financial statement, within the timeframe as stipulated by Stock Exchange of Thailand.

(3) Any other report as Executive Committee deems appropriate.

4.6 Executive Committee shall appoint a working committee and/or other person to scrutinize and screen the matter that to be proposed to Executive Committee or to take any action that is useful to the performance of Executive Committee or to take any action as delegated by Executive Committee within the scopes of authorization of Executive Committee.

4.7 Executive Committee shall be able to sub-authorize and/or delegate other person to carry out such specific matter. The aforementioned sub-authorization and the delegation shall be made under the scopes of authorization according to the Power of Attorney being given and/or conform to the rule, regulation or order that is stipulated by Board of Directors. In this regard, the authorizations of duty and responsibility of Executive Committee herein shall not be in which Executive Committee or the authorized person of Executive Committee is able to approve such matter conflicting to (as defined in the notification of Capital Market Supervisory Board or the notification of Securities and Exchange Commission), having an interest with them or those person may gain benefit in whatsoever form or may conflict to benefit of the Company or its subsidiaries.

4.8 Executive Committee shall consider and approve the capital expenditures and the financial transaction with financial institution to open loan account, pledge, mortgage, guarantee, and other matters, including the trading, registration of land ownership for conducting normal transaction of the Company and its subsidiaries under the stipulated financial amount.

4.9 Executive Committee shall set out the organizational structure and efficient administration, covering selection, training, employment and termination of employment of the Company and its affiliates' personnel who are group of management or high-level management. The President or Executive Vice President or other suitable position may be authorized to execute the employment contract on behalf of the Company.

4.10 Executive Committee shall revise the Charter of Executive Committee Charter and Board of Directors of the Company in order to propose it to Board of Directors for approval.

4.11 Executive Committee shall perform any other duty as assigned by Board of Directors.

## 5. Executive Committee's Meeting

5.1 Executive Committee shall arrange or convene a meeting as they deem appropriate at least once a month and is authorized to call the additional meeting as necessary.

5.2 All members should attend meeting at all time, except it has necessity. In this case the member should inform the Chairman of Executive Committee for acknowledgement in advance not less than 3 days.

5.3 The Chairman of Executive Committee shall act as chairman of such meeting. In the case that the Chairman of Executive Committee is absent for the meeting or have necessary tasks, the present member of Executive Committee shall select one of Executive Committee to be chairman of the meeting.

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- 5.4 Such resolution made by Executive Committee shall be done by majority voting. In this regard, member of Executive Committee, having conflict of interest in any considering matter shall not take part in giving opinion and vote for the said matter. In the case of equality of votes, the chairman of the meeting shall make a casting vote.
- 5.5 Executive Committee shall distribute the meeting invitation in advance not less than 7 days before the meeting. Except for necessity or urgent case which Executive Committee may notify of the meeting by other way or set the meeting at earlier date. Secretary of Executive Committee looks after making record of the meeting.
- 5.6 Executive Committee's voting in the meeting, each member has a right to vote with one (1). In case of an equality of votes, the chairman of Executive Committee shall make a casting vote.
- 5.7 Executive Committee's meeting shall be convened as necessity and appropriate. A member of Executive Committee may convene a special meeting apart from the ordinary meeting. However, the notification of the meeting shall be distributed to other member of Executive Committee in proper time and adequate for performing duty of Executive Committee in consideration of such agenda of the meeting.

**6. Quorum**

In Executive Committee's Meeting, at least half of the presenting Executive Committee at such meeting shall constitute a quorum. In the event that the chairman of Executive Committee is not present in such meeting or is unable to perform his duty, the presenting Executive Committee shall select one of the presenting Executive Committee as the chairman of the meeting.

**7. Reporting**

Report Executive Committee's performances to Board of Directors for acknowledgement and prepare a report of Executive Committee that for disclosure in the annual report of the Company and that to be signed by the Chairman of Executive Committee.

**8. Performance evaluation**

The Performance evaluation of Executive Committee should be conducted at least once a year and report the result of the said evaluation to Board of Directors.

This Executive Committee (Revision) has been reviewed and approved by the Company's Board of Directors meeting no. 4/2025 on November 11, 2025 with effective date from November 11, 2025 onwards.

---Mr. Palakorn Suwanrath---

Mr. Palakorn Suwanrath  
Chairman of the Board of Directors  
Date November 11, 2025