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Corporate Governance and Sustainability Development Committee Charter for the year 2024

1. Objectives

Thai Credit Bank Public Company ("**The Bank**") primarily operates and administers its businesses under the principles of good corporate governance, and ensures social responsibility at all times. Led and driven by the Board of Directors, The Bank has established the Corporate Governance and Sustainability Development Committee to ensure that The Bank's operations align with its sustainable business strategies and to support the Board of Directors' operations, and has issued this Corporate Governance and Sustainability Development Committee Charter to ensure that the Corporate Governance and Sustainability Development Committee will duly, properly, and completely perform its duties and responsibilities, boost confidence and trust among its stakeholders, and encourage The Bank's employees throughout the organisation to contribute to The Bank's drive towards sustainability.

2. Composition

- 2.1 The Corporate Governance and Sustainability Development Committee shall be appointed by the Board of Directors with the number and composition as deemed appropriate by the Board, but with at least three members. The committee shall consist of members of the Bank's Board of Directors, senior executives, or other individuals, with at least half of the members being independent directors.
- 2.2 The Bank's Board of Directors or the Corporate Governance and Sustainability Development Committee will elect and appoint one of the Committee's members who is an independent or non-executive Director to chair the Corporate Governance and Sustainability Development Committee.
- 2.3 The Corporate Governance and Sustainability Development Committee will appoint, and establish the scope of authority, duties, and responsibilities for, the secretary of the Corporate Governance and Sustainability Development Committee to help with the operations of the Corporate Governance and Sustainability Development Committee

3. Qualifications

- 3.1 Members of the Corporate Governance and Sustainability Development Committee must have all qualifications required, and must not have any prohibited characteristic or characteristic that indicates a lack of suitability to be entrusted with the management of The Bank's businesses, as provided in the Public Limited Companies Act, B. E. 2535 (1992), as amended (the "**Public Limited Companies Act**"); the Securities and Exchange Act, B.E. 2535 (1992), as amended (the "**Securities and Exchange Act**"); the Financial Institution Business Act, B.E. 2551 (2008), as amended (the "**Financial Institution Business Act**"); and the applicable notifications, rules, or regulations of the BOT, the SEC, the Capital Market Supervisory Board, or the Stock Exchange of Thailand.
- 3.2 Members of the Corporate Governance and Sustainability Development Committee must have appropriate knowledge, ability, and experience that will be beneficial for the performance of their duties and responsibilities as members of the Corporate Governance and Sustainability Development Committee, and must have leadership and broad vision. They must understand the characteristics of The Bank's business operations, and must be able to see the big picture of the business and perform their duties and responsibilities, and offer their opinions, independently.

They must engage in day-to-day business operations with morality, integrity, and honesty, and dedicate sufficient time for their performance of duties and responsibilities.

4. Terms of office

4.1 Members of the Corporate Governance and Sustainability Development Committee have terms of office of three years each, subject to the terms of their directorship office (for members who also take office as The Bank Directors). Any member who retires by rotation may be re-appointed and must remain in the position to engage in his or her duties and responsibilities until a new member of the Corporate Governance and Sustainability Development Committee is appointed, unless the term of his or her office as a Director is completed, and he or she is not re-appointed as a The Bank Director (for members who also take office as The Bank Directors).

4.2 In addition to retirement by rotation, members of the Corporate Governance and Sustainability Development Committee may vacate office in any of the following events.

4.2.1 death;

4.2.2 resignation;

4.2.3 lack of a qualification required, or having a characteristic prohibited under applicable law or this Charter;

4.2.4 retirement by a resolution of a The Bank's Board of Directors meeting or shareholders' meeting;

4.2.5 retirement under a court order;

4.2.6 termination of his or her position as a Director or senior Executive of The Bank.

4.3 If a position in the Corporate Governance and Sustainability Development Committee becomes vacant for a reason other than retirement by rotation, The Bank's Board of Directors, at the next Board of Directors meeting, must elect a suitable person who has all qualifications required to fulfill the vacant position, and ensure that the Corporate Governance and Sustainability Development Committee has the number of members as required under this Charter. The newly-appointed member of the Corporate Governance and Sustainability Development Committee will remain in office only for the remaining term of the member he or she replaces.

4.4 If the entire Corporate Governance and Sustainability Development Committee vacates office, they must remain in office to engage in its operations until the new Corporate Governance and Sustainability Development Committee takes over.

5. Authority, duties, and responsibilities

5.1 Determining The Bank's scope, policies, and operational guidelines regarding the environment, society, employees, business ethics, good corporate governance, occupational safety, health, and work environment and regularly presenting on these topics to the Board of Directors, as well as emphasising sustainable creation of business value in line with the principles and standards of good corporate governance, at both local and international levels, as

appropriate, to achieve its vision, main goals, and business strategies, by referencing the United Nations' sustainable development goals ("SDGs").

- 5.2 Considering and reviewing The Bank's scope, policies, and operational guidelines regarding the environment, society, employees, business ethics, good corporate governance, occupational safety, health, and work environment and ensuring these are appropriate to The Bank's business operations and in line with international operational guidelines and the SET's guidelines, and advising the Board of Directors to consider continuous improvements. When doing this, it will emphasise the environment in the supply chain of The Bank's business to encourage The Bank's sustainable growth.
- 5.3 Provide practical advice and suggestions to the Board of Directors regarding good corporate governance and sustainable development to encourage sustainability in three dimensions, namely the environment, society and employees and governance.
- 5.4 Monitoring the operations of The Bank's Board of Directors and Executives to ensure that they comply with the policy on the environment, society, employees, and governance for sustainable banking, business ethics, the policy on business operations under the principles of good corporate governance, and the policy on occupational safety, health, and work environment. To ensure that all business units carry out operations in accordance with The Bank's objectives, main goals, and strategic plans to drive its business towards sustainability, the Corporate Governance and Sustainability Development Committee may assign the Executives of the human resource management unit to collect data and prepare reports to present the results of operations to the Board of Directors, together with relevant business units.
- 5.5 Encouraging the dissemination of knowledge to The Bank's employees, including communication of the culture of good corporate governance and sustainable development, and encouraging their regular participation in social activities for sustainable development.
- 5.6 Considering and monitoring the disclosure of information regarding good corporate governance and sustainable development in The Bank's annual registration statement (Form 56-1 one report)
- 5.7 Performing other duties as assigned by the Board of Directors.

6. Meetings

- 6.1 The Bank requires that the Corporate Governance and Sustainability Development Committee hold its meetings at least once every quarter, each with key agenda items clearly specified in advance. Extraordinary meetings may be summoned, as appropriate, to consider important or urgent matters. Meetings of the Corporate Governance and Sustainability Development Committee should be held to discuss matters within the scope of its authority, duties, and responsibilities, and may be arranged via electronic media, in compliance with applicable legal provisions.
- 6.2 To summon a Corporate Governance and Sustainability Development Committee meeting, the chairman of the Corporate Governance and Sustainability Development Committee or any person designated by the chairman of

the Corporate Governance and Sustainability Development Committee must notify its members, and provide documents supporting the meeting to the members, at least seven days before the meeting date. However, in an urgent event to protect the rights or benefits of The Bank, the Nomination and Remuneration Committee members may be notified by any other methods, or a meeting may be held on an earlier date.

- 6.3 The Corporate Governance and Sustainability Development Committee may invite relevant parties, such as Directors or Executives, internal examiners, auditors, The Bank's legal staff, external legal advisors, among others, to participate in the meeting to discuss issues, provide clarification, offer opinions, or answer questions.
- 6.4 At a meeting of the Corporate Governance and Sustainability Development Committee, at least half of the total number of Committee members must be present to constitute a quorum.
- 6.5 If the chairman of the Corporate Governance and Sustainability Development Committee is absent, or unable to perform his or her duties, members present must choose one member to preside over the meeting.
- 6.6 Any decisions at a meeting of the Corporate Governance and Sustainability Development Committee will be decided by a majority of votes. One member has the right to cast one vote. A member with an interest in any matter cannot vote on that matter. In the event of equal votes, the person presiding over the meeting will cast the decisive vote.
- 6.7 There are two methods of voting on resolutions of the Corporate Governance and Sustainability Development Committee.
- 6.7.1 If a meeting is arranged, members of the Corporate Governance and Sustainability Development Committee may cast their votes anonymously.
- 6.7.2 If no meeting is arranged, members of the Corporate Governance and Sustainability Development Committee may cast their votes by signing a circular letter to affirm the resolution, or via email.
- 6.8 The secretary of the Corporate Governance and Sustainability Development Committee will prepare minutes of Corporate Governance and Sustainability Development Committee meetings for consideration by its members before they are presented for approval as the first agenda item at the next Corporate Governance and Sustainability Development Committee meeting. If approved, the minutes must be certified by the person presiding over the meeting. The Corporate Governance and Sustainability Development Committee may suggest an amendment to the minutes to ensure the elaboration and accuracy.
- 6.9 Meeting documents and minutes must contain complete information. For important agenda items, the valuable opinions of individual participants must be provided individually for the purpose of consideration.

7. Evaluation of performance

To ensure conformity with good corporate governance principles, the Corporate Governance and Sustainability Development Committee's performance must be evaluated every year as a whole and individually. These evaluation results

will be used in the development and improvement of their performance to improve efficiency when achieving the provided objectives.

8. Remuneration

Remuneration for members of the Corporate Governance and Sustainability Development Committee will be approved at a shareholders' meeting. To this end, the Nomination and Remuneration Committee will propose the remuneration for consideration and approval by a Board of Directors meeting. Then it will be proposed to a shareholders' meeting for approval.

9. Review and revision

The Corporate Governance and Sustainability Development Committee will review this Charter at least once a year, and propose any amendments and it considers appropriate to The Bank's Board of Directors for approval.