



Executive Committee Charter (ExCom)

AP (Thailand) Public Company Limited and Subsidiaries

1. Objective

The Executive Committee (ExCom) is established to support the Board of Directors in the strategic management of the Company, to make decisions on critical organizational matters, and to oversee operations to ensure alignment with the Company's objectives and goals.

2. Authority and Responsibilities of the Executive Committee

- 2.1 Develop and implement the organization's strategic directions and policies in alignment with the Company's vision and mission.
- 2.2 Review and approve business plans, annual budgets, and key projects.
- 2.3 Ensure the Company's operations comply with applicable laws, regulations, and corporate governance standards.
- 2.4 Evaluate the performance of senior executives and recommend development actions as necessary.
- 2.5 Serve as the primary decision-making body for significant issues that impact the organization's operations.

3. Composition of the Executive Committee

- 3.1 The Executive Committee consists of individuals appointed by the Board of Directors.
- 3.2 The members of the Executive Committee may include Board members, senior executives, and other qualified individuals.
- 3.3 The term of office for members of the Executive Committee is one year, or as determined by the Board of Directors.

4. Meetings of the Executive Committee

- 4.1 The Executive Committee is required to meet regularly, at least once per quarter, or as necessary.
- 4.2 Meetings can be held in person or via electronic platforms.
- 4.3 Decisions of the Executive Committee are made by majority vote. In the event of a tie, the meeting chair has the casting vote.



5. Powers, Duties, and Responsibilities of the Executive Committee

5.1 Review and approve the annual budget, including estimated revenues, expenses, investment costs, land acquisition costs, and company profits, as well as any unbudgeted capital expenditures.

5.2 Define and approve the organizational structure and the appointment of company directors to ensure alignment with the Company's business direction. Approve management restructuring within departments and the Company's Table of Authorities.

5.3 Approve procurement policies to ensure that all purchasing is conducted efficiently, accurately, transparently, fairly, and is auditable, to maximize the Company's best interests.

5.4 Establish operational procedures to ensure consistency with the Company's organizational framework.

5.5 Monitor the Company's operations to ensure adherence to established strategic directions, policies, laws, and regulations. Approve the operations and expenses as per the Company's Table of Authorities and report performance to the Board of Directors.

5.6 Have the authority to form working groups for specific tasks assigned by the Executive Committee.

5.7 Oversee the Company's internal control systems and ensure that they are robust, in line with the recommendations of the Audit Committee.

5.8 Perform duties with integrity, always adhering to the Company's code of conduct and values.

5.9 Attend meetings regularly and actively participate in the decision-making process.

5.10 Provide strategic guidance and recommendations that benefit the organization.

5.11 Avoid conflicts of interest and disclose necessary information in a timely manner.

5.12 Undertake any other tasks assigned by the Board of Directors.

6. Review and Amendment of the Charter

This Charter will be reviewed at least annually, and proposed amendments (if any) shall be submitted to the Board of Directors for approval.

This Executive Committee (ExCom) Charter was approved by the Board of Directors in Meeting No. 3/2025 on March 27, 2025, and shall come into effect on April 1, 2025.