

Charter of the Group Executive Committee

GMM Grammy Public Company Limited

1. Purpose

The Board of Directors' Meeting No.3/2012 on May 11, 2012 resolved to establish the Group Executive Committee to efficiently and effectively support the operation of the company in accordance with the policies of the Board of Director under the Good Corporate Governance Principles. Also to align with the adjustment in terms of the management structure as is reported on the announcement No. 7/2555 regarding the top executive appointment.

2. Composition of the Group Executive Committee

- 1) The Group Executive Committee is to be appointed by the Board of Directors and has to consist of not less than five persons.
- 2) The Board of Directors or the Executive Committee shall select one Executive Committee Member as the Chairman of the Executive Committee and appoint a Executive Committee Secretary to assist in the Executive Committee's operations, including meeting appointments, preparing the meeting agenda, submitting meeting documents, and recording minutes of meeting. In this regard, in appointing the Executive Committee Secretary, consideration should be given to persons with knowledge, ability, and experience in performing the above work, including independence in performing duties to assist the Executive Committee.

3. Qualifications of the Executives Committee

- 1) Being a director of the Company.
- 2) Fully qualified and does not have prohibited characteristics according to the law on public limited companies, Securities and Exchange Act B.E. 2535 (1992) (as amended), or other relevant laws.
- 3) The Group Executive Committee members shall be individuals possessing knowledge, competence, and experience that are significantly beneficial to the Company's business operations. They shall operate with integrity, be ethical in conducting business, diligently perform their responsibilities, and be able to dedicate sufficient time to their duties to ensure the successful accomplishment of the Group Executive Committee's objectives.
- 4) Not being a person who operates a business with the same nature and is in competition with the Company's and subsidiaries' business or become a partner or director in other entities that operate businesses with the same nature and are in competition with the Company's and subsidiaries' business whether it is for their own benefit or the benefit of another person unless the Board of Directors' meeting is informed before the appointment is resolved.

- 5) Having enough time to perform duties for the Company.

4. Appointment and Term of Office

- 1) The Nomination and Remuneration Committee will select and nominate individuals with all the qualifications specified above to serve as an Executive Committee Member. The names of such persons will be presented to the Board of Directors' meeting for consideration and approval of the appointment.
- 2) The term of office is three years and shall be per the term of office of the Company's directors. When the Executive Committee's term of office expires, they may be re-appointed to be Executive Committee Members.
- 3) Suppose the Executive Committee Member's term of office has expired or may only hold the position before the end of the term, which results in the number of Executive Committee Members less than specified. In that case, the Board of Directors shall appoint the new Executive Committee Member immediately or within three months from when there is an incomplete number of Executive Committee Members to ensure continuity in the performance of duties of the Executive Committee. The person who becomes an Executive Committee Member shall hold the position only for the remaining term of the Executive Committee Member they replace.

In addition to the expiration of the Executive Committee Members' term of office, they shall leave the position when:

- a) Death
- b) Resign, Executive Committee Members who wish to resign from their positions must submit a resignation letter to the Chairman of the Board of Directors.
- c) Terminated from being a director of the Company.
- d) Lack of qualifications to be a Company director or executives (as the case may be) or have prohibited characteristics as specified by law.
- e) The Board of Directors' meeting resolved to remove them from their positions.

5. Roles and Responsibilities of the Group Executive Committee

The Group Executive Committee shall perform the duties assigned by the Board of Directors, with the following scope of authority and responsibilities:

- 5.1 To define the Company's business strategy, policies, business plans, and budget, for submission to the Board of Directors for consideration and approval.
- 5.2 Performing through decision making, instruction relay and assignment execution determined by the Board of Directors, in accordance with the Company's Corporate Authorization Index (CAI) as being approved by the Board of Directors.
- 5.3 Operating and managing business according to the policies and directions issued by the Board of Directors.

- 5.4 Monitoring of the management under supervision of the Group Chief Executive Officer, and carry out duties as determined by the Board of Directors.
- 5.5 Supervise, inspect, and follow up on the Company's and subsidiaries' operations to ensure they are in accordance with the vision, mission, goals, business strategy, policy, operational direction, business plan, and annual budget that have been approved by the Board of Directors.
- 5.6 Consider and approve entering into legal contracts and/or any related actions according to the financial limit specified in the authority table approved by the Board of Directors.
- 5.7 Carrying out the Shareholders' and the Board of Directors' resolutions, abiding by laws with honesty and integrity for the benefits of the company, and in accordance with related laws, and the company's objectives and Articles of Association.
- 5.8 The Group Executive Committee to notify the Chairman of the Board, or the Chairman of the Audit Committee, or the Company Secretary, of their securities trading of the Company's securities at least one day in advance of such trading.
- 5.9 Consider and approve the appointment of representatives on the Board of Directors list for consideration and approval to serve as directors in subsidiaries and/or associated companies. If a person is not on the list above, it must be submitted to the Board of Directors for approval.
- 5.10 Consider determining the organizational structure and administrative power to present to the Board of Directors for consideration and approval.
- 5.11 Perform other duties as assigned by the Board of Directors from time to time.

The above duties and responsibilities do not give the Group Executive Committee the authority to approve transactions in which they or any related persons that may have any potential conflicts of interest (as defined by the Securities and Exchange Commission-SEC or the Stock Exchange of Thailand-SET) with the company or subsidiaries. All transactions must comply with the SET announcement regarding related matters.

The management team and other units have to report or present the information relating to the Group Executive Committee in order to support the operation of the Group Executive Committee to achieve their assigned tasks

6. Reporting

The Group Executive Committee directly reports to the Board of Directors.

7. Meetings

- 7.1. The Group Executive Committee consistently holds a meeting and hold a meeting when seen as appropriate (at least 6 times a year) and has power to call for an extra

meeting. The Group Executive Committee quorum shall comprise of not less than one-half of the total existing members.

- 7.2. All the Group Executive Committee's members shall attend every meeting unless he/she has any necessary matter. In this case, the member has to notify his absence in advance to the Chairman of the Group Executive Committee.
- 7.3. The Chairman of the Group Executive Committee shall also be the chairman of the meeting. In case where the Chairman of the Group Executive Committee is absent, other committee members attending the meeting can select one member of the Group Executive Committee to be a substitute chairman of the meeting.
- 7.4. The resolution of the Group Executive Committee can be made by majority vote. Any member of the Group Executive Committee, who has any interest in the related topic, shall not vote in that particular topic.
- 7.5. The meeting invitation letter shall be issued to the Group Executive Committee in advance to allow time for the members to examine on each matter and to request additional information for their consideration. In this regard, the invitation letter must contain details of the meeting agenda and supporting documents. The meeting agenda has to cover every topic as assigned by the Board of Directors. This excludes the emergency case, where the dates of the meeting will be informed by other methods or the meeting shall be scheduled earlier. The secretary of the Group Executive Committee shall take the minutes of the meeting.
- 7.6. The Group Executive Committee can invite any related personnel to attend the meeting in order to provide necessary information to the Group Executive Committee.

This charter is enforced from December 16, 2025, onwards, according to the resolution of the Board of Directors' Meeting No.7/2025, held on December 8, 2025.

Announce on December 16, 2025.

(Mr. Paiboon Damrongchaitham)

Chairman of the Board

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