



CHARTER

of the Good Corporate Governance and Sustainable Development Committee

The Board of Directors of Srithai Superware Public Company Limited (the “Company”) established the Good Corporate Governance Committee as a sub-committee in 2012. Later, the name was approved to be changed to the “Good Corporate Governance and Sustainable Development Committee” according to the resolution of the Board of Directors Meeting No. 1/2024 on February 22, 2024. This change aims to support the Board of Directors in establishing guidelines and best practices for the Company in alignment with principles of good corporate governance and sustainable organizational development.

The Good Corporate Governance and Sustainable Development Committee has a policy to promote and encourage the application of good corporate governance principles and sustainable organizational development guidelines in the management and operations of directors, executives, and employees in a tangible manner. This ensures the organization operates with transparency, accountability, fairness to all stakeholders, and efficiency, contributing to the sustainable growth of the organization and its business. The Good Corporate Governance and Sustainable Development Committee’s responsibilities encompass promoting, supporting, and supervising compliance with policy and guidelines, including the strict anti-corruption measures in all forms, in accordance with the principles of good corporate governance and sustainable organizational development. This initiative aims to build trust and confidence among shareholders, investors, and all stakeholder groups.

The Good Corporate Governance and Sustainable Development Committee has therefore established the Charter of the Good Corporate Governance and Sustainable Development Committee to define the scope of duties and responsibilities. This Charter serves as a standard for the Good Corporate Governance and Sustainable Development Committee’s operations, ensuring that its activities align with and achieve the Company’s objectives effectively.

1. Objectives

- 1.1 Establish and review the Company’s principles of good corporate governance and sustainable organizational development to ensure alignment with international standards, as well as the

guidelines for good corporate governance and sustainable organizational development set forth by relevant regulatory authorities at both national and international levels.

- 1.2 Support and promote the Company's operations to ensure efficiency, transparency, credibility, and accountability.
- 1.3 Communicate and enhance knowledge and understanding of the principles of good corporate governance and sustainable organizational development among the Company's directors, executives, and employees. This aims to instill awareness and emphasize the importance of adhering to these principles.
- 1.4 Oversee and monitor the adherence of the Company's directors, executives, and employees to the principles of good corporate governance and sustainable organizational development in an accurate and effective manner, fostering confidence among shareholders, investors, and all stakeholder groups.

2. Definitions

in this Charter

Company	refer to Srithai Superware Public Company Limited
Shareholders	refer to Shareholders of Srithai Superware Public Company Limited
Board of Directors	refer to Board of Directors of Srithai Superware Public Company Limited
Executives	refer to Executives of Srithai Superware Public Company Limited

3. Composition

- 3.1 The Board of Directors appoints the Chairperson and members of the Good Corporate Governance and Sustainable Development Committee by selecting from among the Company's directors.
- 3.2 The Good Corporate Governance and Sustainable Development Committee shall consist of at least three directors of the Company, with at least two being independent directors. The Chairperson of the Good Corporate Governance and Sustainable Development Committee must also be an independent director.
- 3.3 An executive responsible for corporate governance and business development, or a designated executive, shall serve as the Secretary to the Good Corporate Governance and Sustainable Development Committee.

4. Term of Office

- 4.1 Members of the Good Corporate Governance and Sustainable Development Committee shall serve a term of no more than three fiscal years per appointment and may be reappointed by resolution of the Board of Directors.
- 4.2 If any member of the Good Corporate Governance and Sustainable Development Committee vacates their position or is unable to complete their term, the Board of Directors must appoint a replacement to ensure the Good Corporate Governance and Sustainable Development Committee's composition is complete within three months from the date the vacancy arises. The newly appointed member shall serve only the remaining term of the outgoing member.
- 4.3 A member of the Good Corporate Governance and Sustainable Development Committee shall vacate their position under the following circumstances:
- 4.3.1 Completion of their term.
 - 4.3.2 Termination of their position as a director of the Company.
 - 4.3.3 A resolution of the Board of Directors to remove the member.
 - 4.3.4 Loss of qualifications or the presence of prohibited characteristics as outlined in Clause 5 of this Charter.
 - 4.3.5 Resignation. If a member wishes to resign before their term ends, they must notify the Good Corporate Governance and Sustainable Development Committee at least three months in advance.
 - 4.3.6 Death.
- 4.4 Members of the Good Corporate Governance and Sustainable Development Committee shall receive appropriate remuneration in line with their duties and responsibilities, as approved by the shareholders' meeting.

5. Qualifications

- 5.1 Must be a director of the Company.
- 5.2 Must be able to dedicate sufficient time to perform the duties of the Good Corporate Governance and Sustainable Development Committee.
- 5.3 Independent directors must fully meet the qualifications of independent director as prescribed by the Capital Market Supervisory Board's announcements and the Company's definition of independent director.

5.4 Must possess appropriate knowledge, skills, and experience, and be able to exercise independent judgment to promote good corporate governance and ensure the Company operates in alignment with sustainable organizational development principles.

6. Duties and Responsibilities

The Good Corporate Governance and Sustainable Development Committee has the duties and responsibilities to promote and support, together with monitoring board directors, executives as well as employees at all levels, to perform in compliance with the established good corporate governance policy and sustainable development policy and practice guidelines on anti-corruption as follows:

6.1 Good Corporate Governance

- 6.1.1 Formulate, for approval by the Board of Directors, good corporate governance policy that are appropriate for the Company, within the specified legal framework, criteria, rules and regulations of the relevant governing authorities (such as the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission, and other involved agencies), as well as in accordance with international standards and guidelines on good corporate governance;
- 6.1.2 Consider, review and improve good corporate governance policy to ensure its continued conformity with international standards and guidelines on good corporate governance principles and practices, as well as the relevant laws, criteria, applicable rules and regulations, and the businesses of the Company, on a regular basis;
- 6.1.3 Direct, supervise and advise the board directors, executives, employees and involved stakeholders of the Company in carrying out their assigned duties and responsibilities to be in accordance with good corporate governance policy, in order to achieve positive results and sustainability for the Company;
- 6.1.4 Recommend requirements and practice guidelines regarding good business morals and ethics, as well as required or expected practices for the Company's board directors, executives, employees and business partners;
- 6.1.5 Report the results of the annual corporate governance assessment to the Board of Directors, along with opinions and recommendations for improvements or adjustments as appropriate;
- 6.1.6 Support the self-assessment of corporate governance standards within the organization, as well as evaluation by widely recognized and reputable external organizations. Additionally, promote the dissemination of corporate governance code that is well understood and

effectively applied by executives and employees at all levels within the Company and its subsidiaries.

6.2 Anti-Corruption

- 6.2.1 Formulate, for approval by the Board of Directors, policies and practice guideline on anti-corruption as appropriate for the Company and in compliance with applicable laws, rules and regulations;
- 6.2.2 Consider, review and improve policies and practice guideline on anti-corruption, on a regular basis, to ensure its continued conformity with international standards and guidelines on good corporate governance principles and practices, as well as the relevant laws, criteria, applicable rules and regulations, and the businesses of the Company;
- 6.2.3 Supervise, oversee, and provide guidance to directors and executives in performing their duties in accordance with the responsibilities, policies, and practices related to anti-corruption measures to ensure continuous and effective implementation.
- 6.2.4 Recommend requirements and practices guidelines regarding anti-corruption, as well as required or expected practices for the Company's board directors, executives and employees;
- 6.2.5 Support and promote other involved stakeholders to participate in implementing and complying with the Company's Anti-Corruption Policy and Guidelines;
- 6.2.6 Monitor complaints received through the Company's whistleblower system via designated channels, in order to review complaints that may involve corruption risks. The Good Corporate Governance and Sustainable Development Committee shall appoint an investigative panel to handle such matters fairly and ensure protection for whistleblowers. The findings and outcomes of the investigation (if any) must be reported to the Board of Directors promptly or on a quarterly basis, depending on the nature and severity of the incidents and the potential impact of the detected corruption.

6.3 Organizational Development for Sustainability

- 6.3.1 Consider defining or review the policies, strategies, and the sustainability development goals of the Company, ensuring a proper balance across various areas, including Environment, Social, and Governance (ESG), while aligning with good corporate governance practices in accordance with national and international standards. This also

includes taking care of the surrounding community through Corporate Social Responsibility (CSR) initiatives;

- 6.3.2 Provide guidance and promote the establishment of operational regulations and practices to align the Company's operations with sustainable development principles, ensuring the achievement of set goals and maintaining its leadership in sustainability as recognized by external organizations. Additionally, support the Board of Directors, executives, and employees in effectively adhering to the Company's sustainability development guidelines;
 - 6.3.3 Oversee, monitor, and assess the performance of sustainable development efforts to ensure they are balanced and effective, delivering maximum benefits to the Company and its stakeholders;
 - 6.3.4 Consider the material sustainability issues and provide recommendations to the Board of Directors regarding the sustainable development policy that align with the Company's corporate governance framework;
 - 6.3.5 Consider timelines and assigning responsibilities for each area of operations, as well as ensuring proper communication channels are in place to build confidence among shareholders and all stakeholders (Stakeholder Engagement);
 - 6.3.6 Report the performance results to the Board of Directors and disclose them in the Annual Report (Form 56-1 One Report), the information dissemination system of the Stock Exchange of Thailand, the Company's website, or other appropriate information dissemination channels, to ensure timely and complete information sharing in cases where there are significant factors or events that may impact the Company.
 - 6.3.7 Report the results of the annual sustainability assessment to the Board of Directors, along with opinions and recommendations for improvements or further development as appropriate.
- 6.4 Appoint working groups as deemed appropriate to support the functions of good corporate governance and sustainable development.
 - 6.5 Perform any other duties as assigned by the Board of Directors.
 - 6.6 Conduct an annual self-assessment of the Good Corporate Governance and Sustainable Development Committee's performance and report the results to the Board of Directors.

7. Meetings

- 7.1 The Good Corporate Governance and Sustainable Development Committee must hold meetings at least twice a year.
- 7.2 In each meeting, at least half of the total members of the Good Corporate Governance and Sustainable Development Committee must be present for the meeting to be considered quorate.
- 7.3 Resolutions of the meeting shall be passed by a majority vote, unless only two members of the Good Corporate Governance and Sustainable Development Committee are present, in which case the resolution must be unanimous.
- 7.4 The Good Corporate Governance and Sustainable Development Committee may consult with independent advisors when necessary, at the Company’s expense.

8. Reporting

- 8.1 Report the performance of the Good Corporate Governance and Sustainable Development Committee to the Board of Directors at least twice a year.
- 8.2 Prepare a report for the Good Corporate Governance and Sustainable Development Committee to be disclosed in the Annual Report (Form 56-1 One Report), in accordance with the requirements of the Stock Exchange of Thailand and relevant regulatory authorities.

9. Review and Amendment of the Charter

The Good Corporate Governance and Sustainable Development Committee shall review this Charter annually to assess the appropriateness of its roles, duties, and responsibilities, ensuring alignment with applicable laws, regulations, and guidelines set by relevant regulatory authorities. The review will also consider the Company’s current strategic plans and business environment. The findings will be presented to the Board of Directors for approval.

This Charter shall be effective from March 1, 2024, onwards.

--Mr. Suchat Boonbanjerd Sri--

--Mr. Sanan Angubolkul--

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Mr. Suchat Boonbanjerd Sri

Mr. Sanan Angubolkul

Chairman of the Good Corporate Governance and Sustainable Development Committee

Chairman of the Board of Directors