

Sustainability Committee Charter

Carabao Group Public Company Limited and Subsidiaries

Objectives

The Board of Directors has appointed the Sustainable Development Committee to consider and formulate related policies. The Company's directors, executives, and all employees will use sustainable development as a framework for carrying out their obligations. The Group's business operations are changing constantly in order to create value for all stakeholders, as well as having solid corporate governance, transparency, fairness, social and environmental responsibility, and an increase in public trust in the organization's management in order to achieve long-term growth. This Charter has been prepared to define the scope, authorities, and duties of the Sustainable Development Committee as assigned by the Board of Directors with efficiency, effectiveness, and compliance with international standards.

Section 1: Composition and tenure of office

1.1 The Board of Directors considers selecting and appointing the Sustainable Development Committee members and the Chairman of the Sustainable Development Committee. .

1.2 The members of the Sustainable Development Committee consist of at least 3 directors, of which not less than half are independent directors.

1.3 The Directors for the Sustainable Development Committee must have suitable knowledge, abilities, qualifications, and experience.

1.4 If the Sustainable Development Committee members are company directors, the Sustainable Development Committee has the same terms of office according to the period of directorship. The Sustainable Development Committee member who vacates office by expiration of the term may be reappointed as necessary and appropriate. In addition to vacate office upon the expiration of the term, the Sustainable Development Committee members shall vacate office upon:

- death
- resignation
- retirement from being a director of the Company
- The Board of Directors resolution to vacate the position.

1.5 In the event that the position of the member of the Sustainable Development Committee is vacant, the remaining Sustainable Development Committee shall perform their duties. The Board of Directors shall appoint the Sustainable Development Committee member to replace the vacant positions within the next Board of Directors' meeting. Unless there is a necessity that prevents the appointment in time,

1.6 The Sustainable Development Committee shall appoint the Secretary of the Sustainable Development Committee.

Chapter 2: Duties and Responsibilities

Sustainable Development Committee has the duties and responsibilities as follows:

2.1 Determine key principles and practices related to sustainable development that are appropriate for the Company.

2.2 Build knowledge and awareness of sustainable development for the Board of Directors, executives, and employees, and encourage the Company's activities in accordance with significant concepts and practices related to sustainable development.

2.3 Develop and review business ethics and policies on sustainable development with reference to best practices, international guidelines, laws, and regulations of government agencies and organizations governing the Company.

2.4 Report the development and performance of the Company in terms of compliance with the Code of Business Conduct and the Sustainable Development Policy and provide instructions for improving sustainable development operations.

2.5 Evaluate the performance of the Sustainable Development Committee and report the assessment results to the Board of Directors at least once a year.

2.6 Perform any other duties as assigned by the Board of Directors.

Chapter 3: Meeting

3.1 Hold a meeting of the Sustainable Development Committee at least once a quarter. It is determined that at least half of the Sustainable Development Committee attends each meeting to constitute a quorum.

3.2 If the Chairman of the Sustainable Development Committee is not available to preside over the meeting, the Chairman of the Sustainable Development Committee shall appoint one of the committee members or let the committee members at the meeting choose one of them to perform as the meeting's chairman instead.

3.3 The Secretary of the Sustainable Development Committee is responsible for meeting preparation as well as distribution of the invitation letter and related materials for not less than 7 days before the meeting to all members of the Sustainable Development Committee. In cases of emergency, the meeting may be notified by other means and an early meeting date can be scheduled.

3.4 The resolution of the meeting shall be made by a majority of votes of the committee. One director has one (1) vote and the majority rule is considered as a criterion. If the votes are equal, the Chairman of the meeting shall have one more vote as a casting vote. The Secretary of the Sustainable Development Committee has no right to vote.

