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AUDIT COMMITTEE CHARTER

SRINANAPORN MARKETING PUBLIC COMPANY LIMITED

Audit Committee Charter

The Audit Committee of Srinanaporn Marketing Public Company Limited (the “Company”) is a sub-committee of the Company's Board of Directors to perform duties independently as assigned by the Company's Board of Directors in accordance with the principles of Good Corporate Governance to ensure the Company operates its business efficiently and effectively achieving the objectives as specified. The Board of Directors has therefore established the Audit Committee Charter as follows:

1. Composition

- 1.1. The Audit Committee is comprised of at least Independent Directors
- 1.2. The Audit Committee shall be appointed by The Board of Directors through the selection process of the Nomination and Remuneration Committee.
- 1.3. The Audit Committee shall appoint one of their members to act as the Chairperson of the Audit Committee.
- 1.4. The Audit Committee shall appoint the head of the internal audit department or a designated employee of the Company to act as secretary of the Audit Committee.

2. Qualifications

- 2.1. A member of the Audit Committee shall an independent director and be qualified as specified in the Board of Directors Charter and the rules and regulations set by the Capital Market Supervisory Board, Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand, announcements, and relevant laws.
- 2.2. A member of the Audit Committee shall not be a director assigned by the Board of Directors to make decisions on the operations of the Company, parent company, subsidiaries, affiliated companies, Subsidiaries of equal level, major shareholder, controlling person.
- 2.3. A member of the Audit Committee possesses sufficient experience to perform the Audit Committee's duties, and one of the members of the Audit Committee shall be knowledgeable and sufficiently experienced to review the credibility of the financial statements.
- 2.4. A member of the Audit Committee shall not be a director of the parent company, subsidiaries or subsidiaries of equal level which is a listed company.
- 2.5. A member of the Audit Committee can be the director of not exceeding five listed companies in the Stock Exchange of Thailand.

3. Tenure and Appointment

- 3.1. The Board of Directors or the Shareholders' Meeting appoints the Company's Independent Directors as members of the Audit Committee with three-year term, and members who

retire by rotation shall be able to reappointed, but not exceeding three consecutive terms (nine years), unless the Board of Directors or the Shareholders' Meeting considers the holding the position continuously beyond the specified term not resulted in the lack of independency and the continuing to serve as members shall be for the benefits of the Company, and approved to appoint by the resolution of the Board of Directors or Shareholders' Meeting.

Apart from the retire by rotation, the term will end upon:

- (1.) Dead
- (2.) Resignation (terminating the post as the Company's director or Independent Director)
- (3.) Lack of qualifications of this Audit Committee Charter or incompatibility stipulated by Public Limited Companies Act and/or laws relevant to Securities and Stock Exchanges.
- (4.) The resolution of the Board of Directors or Shareholders' Meeting or Court Order to vacate the position of the Company's director.

3.2. In the case that a member of the Audit Committee wishes to resign from his/her position, he or she must submit a resignation letter to the Chairperson of the Audit Committee at least 1 month in advance along with the reason for resignation. The Chairperson of the Audit Committee shall inform the Nomination and Remuneration Committee, (In the case that the Chairperson of the Audit Committee wishes to resign, the resignation letter shall be submitted to the Chairperson of the Nomination and Compensation Committee); therefore, the Nomination and Remuneration Committee shall propose the such resignation letter to the Board of Directors for consideration and approval, as well as considering appointing another person fully qualified as a replacement of the one resigned. Thus, notifying the resignation of a member of the Audit Committee or the Chairperson of the Audit Committee (as the case may be) to the Stock Exchange of Thailand.

3.3. In the case that all members of the Audit Committee resign or terminate their posts, the company must notify the Stock Exchange of Thailand immediately. In this regard, the members of the Audit Committee resigned or impeached shall be able to explain the reasons to the SEC.

3.4. In the case that all members of the Audit Committee vacate their posts, the vacating members shall continue to serve until the new Audit Committee assumes duties to ensure continuity of performing duties.

The retire abovementioned in article 3.4 does not include the retire due to resolution of the Shareholders' Meeting or the Board of Directors' meeting or court order.

3.5. If the position of member of the Audit Committee is vacant by not retire by rotation, and as a result the Audit Committee has fewer than 3 members. The Board of Directors according to the recommendation of the Nomination and Remuneration Committee shall appoint a person fully

qualified as a replacement within 90 days from the date on which the members of the Audit Committee less than 3; therefore, the Audit Committee has the complete number of members as required by law. The replacement member will serve out the remaining term of the member of Audit Committee whom he/she replaces.

4. Scope of Duties and Responsibilities

4.1. Review to ensure that the Company's financial reporting is accurate, complete, reliable, and adequately disclosed by coordinating with external auditors, and responsible executives. Prepare financial reports according to the legal time frame stipulated by Stock Exchange of Thailand and relevant government agencies.

4.2. Review the company's internal control system and internal audit system and the independency of the internal audit department as well as consider approving, appoint, transfer, and dismiss the Head of the internal audit department or any other authority responsible for internal auditing.

4.3. Review the Company to comply with relevant laws: the securities and the stock exchange laws, regulations of the Stock Exchange of Thailand, announcements of the SEC O and announcements of the Capital Market Supervisory Board, including laws related to the Company's and subsidiaries' businesses.

4.4. Nominate and appoint an independent person to be the Company's auditor and consider the remuneration to such person.

4.5. Review the independence of the auditor in cases where the company or subsidiary may consider using services other than auditing from the same auditing firm.

4.6. Consider connected transaction or transaction that may have conflicts of interest and the acquisition or disposal of assets to be in accordance with the law, announcement of the Capital Market Supervisory Board and the regulations of the Stock Exchange of Thailand in order to ensure that the said transaction is reasonable and at the maximum benefit to the Company and its subsidiaries.

4.7. Review and approve the charter of the internal audit department (if any) and annual internal audit plan, the operations of the internal audit department and coordinate with the auditor.

4.8. Prepare a report of the Audit Committee and disclose it in the Company's annual report. The report must be signed by the Chairperson of the Audit Committee and must contain at least the following information:

(1.) An opinion on the accuracy, completeness, and reliability of the financial reports of the Company and its subsidiaries.

(2.) An opinion regarding the adequacy of the internal control system of the Company and its subsidiaries.

(3.) An opinion regarding the compliance with the Securities and Exchange and the Stock Exchange's regulations or laws related to the company's and subsidiaries' businesses.

(4.) An opinion on the suitability of the auditor.

(5.) An opinion on items that may have conflicts of interest.

(6.) Number of audit committee's meetings and the attendance of each member of audit committee to the meetings.

(7.) Overall opinion or observation of the Audit Committee from performing their duties in accordance with the Charter.

(8.) Other items that shareholders and investors should know within the scope of duties and responsibilities assigned by the Board of Directors.

4.9. Report the performance of the Audit Committee to the Board of Directors every 6-month period.

4.10. In performing duties according to the scope of authority and duties, the Audit Committee shall have the authority to invite directors, executives, and department heads or employees of the Company and subsidiaries to express their opinions, attend the meeting or submit documents as deemed relevant and necessary.

4.11. Consider and approve the employment of consultants or third parties according to Company's and subsidiaries' regulations to express their opinions or advice if necessary.

4.12. Review the Company and subsidiaries the comply with the policy for providing information on wrongdoing and corruption, investigation and protection of the informant and acknowledgment of complaints, including the results of the investigation by the Investigative Committee.

4.13. The Audit Committee perform duties and finds or suspects any transactions or actions that may have a significant impact on the financial positions and operating results of the Company, such transaction or actions shall be reported immediately; therefore, the Board of Directors shall be able to review and provide appropriate solutions in a timely manner.

(1.) Conflicts of interest transaction

(2.) Suspecting or assuming that there may be corruption, irregularities, significant deficiencies in the internal control system, or suspicion that there may be violations of the Securities and Exchange, regulations of Stock Exchange or related laws of the Company.

(3.) Any other matters shall be reported to the Board of Directors to acknowledge.

4.14. If the Audit Committee reports to the Board of Directors the matter with a significant impact on the financial positions and operating, and jointly consider with the Board of Directors and Executives and the result that the improvement for such matter is required. When the mutually designated time for

improvement expires, the audit committee finds that such corrective action is neglected without reasonable reason. Any member of the Audit Committee or the Audit Committee shall report such matter to the Securities and Exchange Commission or the Stock Exchange of Thailand.

4.15. Perform any other duties as assigned by the Board of Directors with the approval of the Audit Committee.

5. Meeting

5.1. The Audit Committee shall meet quarterly, at least four times a year by setting forth the meeting schedule and invite external auditor, Head of Internal Audit department, Top ranking Executive of Accounting and Finance, relevant Executives to attend the meeting.

5.2. Chairperson of the Audit Committee or Secretary of the Audit Committee by order of the Chairperson of the Audit Committee send the Audit Committee meeting invitation along with meeting documents to the members of Audit Committee at least 7 days prior to the meeting date. In case there is a request by the Audit Committee, Head of Internal Audit or equivalent, Auditor or Chairperson of the Board to consider urgent issues to be discussed. The chairperson of the Audit Committee shall call a special meeting.

5.3. The Audit Committee can invite relevant parties such as directors, executives, or employees of the Company or Subsidiaries, professional advisors to attend meetings, discuss, clarify, or answer questions.

5.4. The secretary of the Audit Committee or a person assigned by the Audit Committee is responsible for preparing minutes of Audit Committee meetings. This report must be approved by the Audit Committee. If there shall be any objection of the members to any resolution, it shall be clearly stated in the minutes of the meeting.

5.5. Convene a special meeting between the Audit Committee and the Company's auditor without management at least once a year to acknowledge comments, problems, or limitations that arise from auditing of the financial statements.

5.6. Convene a meeting with the Head of the Internal Audit department and Executives at least once a year to consider whether the plan to review the Company's electronic data processing practices and controls as well as security matters, in particular cyber security, Anti-corruption or misuse of computers by the Company's employees or third parties.

6. Quorum and Voting

6.1. At least half of the members of the Audit Committee must be present in the meeting to constitute a quorum.

6.2. The Chairperson of the Audit Committee is the meeting Chairperson. If the Chairperson of the Audit Committee is absent from the meeting or incapacitated, the members presenting in the meeting shall elect one of them to be meeting Chairperson.

6.3. The final decision of the meeting shall be made by a majority vote. If the voting is equal the Chairperson of the meeting shall have one additional vote as the final vote.

6.4. A member of Audit committee having any interest in the matter being considered is prohibited from expressing opinions and casting the vote.

7. Performance Evaluation

7.1. The Audit Committee must, at least annually, evaluate individual and collective performance for possible improvements by self- or cross-evaluation method.

7.2. Report the results of the Audit Committee evaluation to the Company's Board of Directors for acknowledgment and to consider performance and problems including suggesting guidelines for developing and improving the performance of the Audit Committee to be more efficient.

7.3. In evaluating the performance of the Audit Committee, the Audit Committee may appoint external consultants to consider setting guidelines and recommend important issues in evaluating the Audit Committee's performance as necessary and appropriate.

8. Charter Review

The Audit Committee shall review this charter annually, and suggest improvements as appropriate; therefore, propose the result of the review of the Charter to the Board of Directors to consider amending the Audit Committee Charter.

This Audit Committee Charter has been approved by the Board of Directors' Meeting No. 4/2023 on 9 August 2023 and shall be effective from 9 August 2023 onwards.

-Signed-

(Mr. Niwat Kanjanaphoomin)

Chairman of the Board of Directors

Srinanaporn Marketing Public Company Limited