

## **The Charter of the Technology Committee**

### **Purpose:**

The SCBX Board of Directors has mandated the Technology Committee (hereinafter to be referred to as “TechCom”) to oversee holistically the technology future direction, technology integrity of the group of companies and the SCBX Group’s technology focus areas as a whole as well as the group technology capabilities (Centers of Excellence), and to support the Board of Directors in pursuing its long-term technology strategy to keep pace with the new global context.

Such duties shall enable SCBX as a group to stay aligned with fast moving global technology landscape, provide group companies with access to technology capabilities to enable group resilience, group technology access, group interoperability and holistic technology success

### **1. Composition, Qualifications, and Terms of Membership**

1.1 The TechCom is appointed by the Company Board of Directors, which consists of selected members of the Board, other person, or persons, who hold management positions at the Company or outside individuals determined by the Board. At least half of the TechCom shall be the Boards or management positions at the Company. The Company Board of Directors shall appoint the Chairperson of the TechCom.

1.2 Members of the TechCom shall have appropriate expertise and experience, as well as understanding of their functions and responsibilities, and shall not possess any characteristics as prohibited by applicable laws.

1.3 The TechCom shall appoint its own secretary. The secretary should have appropriate expertise and experience in technology fields.

1.4 The term of office of members of the TechCom, who are Board of Directors shall be equal to that of their directorship, unless the Board of Directors determines otherwise.

1.5 The term of office of members of the TechCom, who hold management positions at the Company, shall be equal to the period that they remain in management of the Company, unless the Company Board of Directors determines otherwise.

1.6 The term of office of members of the TechCom, who are not Board of Directors or hold management positions at the Company, shall be determined by the Board of Directors.

## **2. Duties and Responsibilities**

2.1 Oversight of the Company and SCBX Group's technology strategy to ensure alignment with the group's goals and objectives, addressing the integrity of the technology services, while promoting technology best practices that comply with the Company's core values.

2.2 Regularly review and provide guidance on new technologies that are evolving and determine whether SCBX would move forward to investigate applicability to SCBX group

2.3 Determine which technology and technologies models should be shared among the group by building group centers of excellence (COE) and determine on which group digital/technology assets shall be built

2.4 Oversee the SCBX technology operating model in terms of roles of individual subsidiaries, group minimum technology standards and policies

2.5 Oversee the built and performance of COE including their setup, scope of services, approach to onboard subsidiaries, charging models and any other matters

2.6 Ratify major decisions with the Company Board of Directors in respect to technology direction and policies, including advising the Company Board of implications related to technology.

2.7 In case the TechCom resolves or directs that a person or a group of persons be authorized to perform a task on its behalf, such authorization may not be sub-delegated to a third person unless it is allowed in the Committee's initial authorization.

2.8 The authority to call meetings with members of the Company Board of Directors and Company Management to address technology related matters.

2.9 The TechCom will provide a bi-annual report to the Board of Directors on the 'State of Technology'. Additionally, the TechCom may raise matters to the agenda to be considered by the Company Board of Directors, Executive Committee, Audit Committee, and Risk Oversight Committee as deemed appropriate to ensure the respective Boards are synchronized in respect to the technology.

2.10 The TechCom will enhance the knowledge of information technology to the Company Board of Directors to realize the importance of technology.

2.11 Co-Direct with other BOD-subcommittees on the transformation process and governance structure supporting SCBX becoming a technology company.

## **3. Meetings & Voting**

3.1. The TechCom shall hold meetings as it deems appropriate, but at least ten times per year. The Chairman or an individual delegated by the Chairman may call a meeting either through a formal meeting or attendance via electronic media. The quorum shall be counted from both members' presence in person and via electronic communications to facilitate all directors being able to attend meetings and express their opinions on such matters. The procedures for organizing meetings via electronic media shall be in accordance with applicable laws and regulations.

3.2 To constitute a quorum at each Technology Committee meeting, no fewer than half of the total members must attend. Charter of the Technology Committee Approved by SCB X Board of Directors on March 24th, 2022

3.3 TechCom members must attend at least 75 percent of the meetings held each year, either in person or via electronic media (e.g., video conference or teleconference). The Chairman of the TechCom may allow other people to attend or provide their opinions at the meeting.

3.4 Endorsement of TechCom resolutions may be document- or digital-based, such as e-mail.

3.5 Absolute decisions at a meeting of the TechCom shall be made by a majority of votes of all members present at the meeting. Each member shall have one vote.

3.6 TechCom members who have a vested interest in a particular issue must abstain from voting on that issue.

3.7 The Secretary to the TechCom shall be responsible for preparing minutes of the meetings and safekeeping meeting documents.

#### **4. Standing Agenda Items**

The Chairperson and Secretary of the TechCom will determine meeting schedules and agendas to ensure that all technology actions are aligned with long-term strategies and business goals. The oversight of current technology operations and the direction of technology operations of the Company and the SCBX Group shall require regular review to keep up with the new world context, with the following agenda:

4.1 New Technology Update

4.2 Technology polices / operating and exceptions handling

4.3 COE performance updates

4.4 Group digital assets

4.5 Technology group performance