

## Charter of the SCBX Group Control Committee

### 1. Composition and Term of Office

1.1 SCBX Group Control Committee (“GCC”) was appointed by the Board of Directors of SCB X Public Company Limited (the “Company” or “SCBX”) the Committee consist of:

- 1) Chairman of the Board of Directors, is the Chairman of GCC
- 2) Chairman of the Executive Committee
- 3) Chairman of the Nomination, Compensation and Corporate Governance Committee
- 4) Chairmen of the Technology Committee
- 5) Chairman of the Board of Directors of the Siam Commercial Bank Public Company Limited

The six positions of the GCC have a term of office as a member of the GCC according to the term of office specified above.

In addition, the Board of Director may appoint a third-party director who is an expert or a qualified person as a member of the GCC on a case-by-case basis, with a term of office set as well.

1.2 The GCC shall appoint the secretary of the GCC.

### 2. Duties and Responsibilities

The GCC has the duties and authority to supervise, control and monitor the operations of the Company and portfolio companies in SCBX Group in accordance with the plans and policies for the benefits of the SCBX Group and to prevent conflict, as well as to be complied with the rules and regulations of the Bank of Thailand and other relevant regulators. The GCC will consider and give opinions on matters that are importance to the operations of the Company and portfolio companies. This includes, but is not limited to, the following:

- Defining key strategies
- Large scale investments
- Sale of significant investments/ Closure if business
- Business and/or investment that may pose reputational risk.
- Business and/or investment that may cause conflicts in SCBX Group
- Business operations that may have a significant impact on both performance, reputation, etc.
- Conducting business that conflicts with the policies of the Company and portfolio companies
- Important policies and actions for directors and senior executives
- Changes of organization structure and significant people policies
- Other matters of the Company and portfolio companies that the Group CEO or GCC deems appropriate to be proposed to the GCC for consideration.

*(Translation)*

### **3. Meetings and Resolutions**

3.1 The GCC shall hold the meeting as it deems appropriate.

3.2 Group CEO shall discuss with Chairman of the GCC for determine the agenda of each GCC meeting.

3.3 The Chairman of the GCC convenes the GCC meeting, in case of the Chairman is absent or unable to perform duties, the person designated by the Chairman of the GCC shall convene the meeting on behalf.

3.4 In the GCC meeting, the Chairman of meeting may allow any other person to attend the meeting or give opinions to the meeting.

3.5 The quorum of the GCC meeting must have a member of the GCC participated in each meeting not less than half of total of GCC member to complete the quorum.

3.6 The decision of the GCC meeting shall be made by the majority of all GCC member present at the meeting. In case of equal votes on any agenda, the Chairman of meeting shall add one more vote as the final vote.

*(Translation)*

Definitions:

- “SCBX Group” means SCBX financial business group which consists of SCB X Public Company Limited, the Siam Commercial Bank, all subsidiaries and portfolio companies of SCB X Public Company Limited both domestic and international. The subsidiaries and portfolio companies shall be defined as prescribed in the Financial Institutions Business Act, B.E. 2551 (2008).
  
- “Senior Executive”
  - **In case of the company engaged in core business** means an executive who meets the definition of the SEC is the Chief Executive Officer (CEO), Managing Director (MD), Chief Financial Officer (CFO) and the first level of management from the Chief Executive Officer (N-1).
  - **In case of subsidiaries and/or portfolio companies** means Chief Executive Officer (CEO), Managing Director (MD) and Chief Financial Officer (CFO).