

Charter of the Executive Committee
SCB X Public Company Limited

1. Roles, Duties and Responsibilities

Key duties and responsibilities of the Executive Committee are to oversee the businesses operated by SCB X Public Company Limited ("the Company") and to carry out undertakings assigned by the Board of Directors ("the Board") in accordance with applicable laws, rules and regulations, and notifications as prescribed by government authorities with an aim to direct and administer the Company's operations in line with its vision, mission, policies, strategies, business targets, internal regulations, and core values.

In addition, the Executive Committee has the following powers, duties and responsibilities:

1.1 To consider and screen matters to propose for the Board's approval; or to consider and approve matters related to the Company's business operations and affairs in accordance with the Company's regulations and/or policies, including but not limited to the following matters:

- (1) Business policies and strategic plans, financial targets, business plans (short-term, medium-term, and long-term), as well as the annual budget of the Company and the SCBX Financial Group ("SCBX Group");
- (2) Contingent liabilities and borrowings;
- (3) Management financial reports;
- (4) Key policies related to business operations of the Company and the SCBX Group.

1.2 Track performance in various matters, including but not limited to business operations of the Company and the SCBX Group, investment, sale of investment, business formation, cease of business, business operation and/or strategic investment.

1.3 Acknowledge other matters that are or are not related to the Company's business administration but are considered by members of the Executive Committee that must be or should be presented to Executive Committee for acknowledgement such as lawsuits against the Company.

1.4 Consider or approve any other matters as assigned by the Board.

Furthermore, in case where a member of the Executive Committee deems appropriate to have any other discussions related to the business operations of the SCBX Group, including but not limited to criteria, goal-setting frameworks, strategies, plans and budgets, such matters can be proposed for the Group Control Committee's consideration and feedback.

In cases where the Executive Committee, by its resolutions or instructions, authorizes a person or a group of persons perform any acts on its behalf, such person(s) shall not sub-delegate the powers to other person(s) unless the sub-delegation is expressly allowed by the Executive Committee's initial authorization.

2. Composition and Qualifications

2.1 The Executive Committee shall be appointed by the Board in such number as the Board deems appropriate. The Executive Committee shall consist of a number of the Company's directors and may include executives of the Company or outside individuals. The Board shall appoint one of the Executive Committee members, who is also a director of the Company, to serve as the Chairman of the Executive Committee.

2.2 The Chief Executive Officer shall be an ex-officio member of the Executive Committee.

2.3 Members of the Executive Committee shall possess appropriate expertise and experience with proper understanding about their qualifications, duties and responsibilities, and must not have any characteristics prohibited by law.

2.4 Secretary to the Executive Committee shall be appointed by the Executive Committee.

3. Term of Office

3.1 The term of office of Executive Committee members, who are members of the Board, shall be concurrent with their directorship term, unless the Board resolves otherwise.

3.2 The term of office of Executive Committee members, who are executives of the Company, shall be concurrent with their tenure as executives of the Company, unless the Board resolves otherwise.

3.3 The term of office of Executive Committee members who are outsider shall be according to the Board's resolutions.

3.4 Where a seat on the Executive Committee becomes vacant; and the Board has appointed a qualified person to fill the vacancy. The replacing member shall hold an office for the remainder of the seat's term.

4. Meetings and Voting

4.1 The Executive Committee shall hold meetings as deemed appropriate, but no less than 12 meetings each year.

4.2 The Chairman of the Executive Committee is vested with the authority to call a meeting thereof. In the event that the Chairman of the Executive Committee is unavailable or unable to perform his/her duties, a person assigned by the Chairman of the Executive Committee shall be able to call a meeting. The Chairman of the Executive Committee or a person assigned by the Chairman of the Executive Committee may hold meetings via electronic means which enable the discussion and exchange of opinions among meeting participants who may not be at the same location. The procedures of e-meetings shall be in accordance with any applicable laws and criteria.

4.3 The Chairman of the Executive Committee shall preside as the chairman of the meeting. In the event that the Chairman of the Executive Committee is not present at the meeting or unable to perform his/her duties, members who attend such meeting shall elect one of the present members to chair the meeting.

4.4 At each Executive Committee meeting, at least one-half of the total members shall attend the meeting to constitute a quorum, where both onsite and online meetings are counted.

4.5 Executive Committee members shall attend at least 75 percent of the meetings held each year unless there is any justifiable reason and necessity.

4.6 All matters proposed to the Executive Committee shall be considered and screened by relevant management-level committees or the Chief Executive Officer. Information, reports and details to be presented at each meeting of the Executive Committee shall be submitted to the Secretary to the Executive Committee for compilation and presentation to the Executive Committee prior to the meeting. Function heads or persons delegated by the function heads shall be responsible for presenting relevant matters at the Executive Committee meetings, unless Executive Committee considers or instructs otherwise.

4.7 Decisions of the Executive Committee meetings shall be made by a majority of votes cast by members present at such meetings. Each member shall have one vote. The chairman of the meeting shall abstain from voting on any agenda item, except in case of a tied vote where the chairman of the meeting shall exercise a casting vote.

4.8 Executive Committee members having a direct or indirect stake in a given matter shall not participate in the decision-making or voting on such matter and must refrain from any participation or involvement in such matter. In particular, that members are required to declare the grounds for such conflict of interest to the meeting prior to the commencement thereof.

4.9 At each Executive Committee meeting, the chairman of the meeting may allow any other persons who have relevant responsibilities, expertise or knowledge specific to discussed matters to attend meetings or give their opinions to the meeting as appropriate.

4.10 Secretary to the Executive Committee shall be responsible for preparing meeting agenda and meeting minutes and safekeeping meeting documents of Executive Committee meetings.