

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 1/12

Unique Plastic Industry Public Company Limited (“the Company”) recognizes the importance of good corporate governance and has therefore resolved to appoint an Executive Committee with the objective of overseeing, managing, and controlling the Company’s operations, as well as promoting the management team’s work in managing the Company’s business in accordance with the policies, plans, and business objectives set by the Board of Directors, and ensuring that such operations comply with the regulations of the Securities and Exchange Commission (“SEC”) and/or the Stock Exchange of Thailand (“SET”) and/or any other relevant rules, regulations, and announcements, including the principles of good corporate governance for listed companies.

1. Objectives

This charter is established to provide a framework for carrying out the tasks assigned by the Board of Directors, including compliance with the laws, regulations of the Stock Exchange of Thailand, and various ethical principles to promote good corporate governance. The Executive Committee has been appointed by the Board of Directors to oversee the performance of management in managing the company's affairs in accordance with the established policies, plans, and goals.

2. Composition, Appointment, Term of Office, and Vacation of Office

2.1 Components

(1) The Executive Committee shall consist of no less than 3 members, and the Executive Committee members are not required to hold positions as directors of the Company.

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 2/12

(2) The Board of Directors or the Executive Committee shall elect one of its executive directors as the Chairman of the Executive Committee.

If deemed appropriate, one of its executive directors may also be elected as the Vice Chairman of the Executive Committee. The Executive Committee may also appoint a secretary to assist in the operations of the Executive Committee in scheduling meetings, preparing agendas and documents for meetings, delivering supporting documents, and recording meeting minutes.

(3) The Executive Committee shall appoint a secretary of the Executive Committee, who may be a member of the committee or any other person whom the Executive Committee deems appropriate, to assist in the work of the Executive Committee in scheduling meetings, preparing meeting agendas, delivering meeting documents, and recording meeting minutes.

2.2 Appointment, Term of Office, and Remuneration

(1) The Board of Directors will appoint the Executive Committee based on the names proposed by the Nomination and Remuneration Committee, taking into consideration the background, education and professional experience of the individual.

(2) Executive directors shall hold office for a term of 3 years and shall be in accordance with the term of office of the Board of Directors (in the case where an executive director also holds a position as the Board of Directors) and may be reappointed to the position as the company board of directors deems appropriate.

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 3/12

- (3) The Nomination and Remuneration Committee shall consider and determine the remuneration of the executive directors, taking into account the workload, responsibilities, and size of the company's business, in comparison with other companies in the same industry as the company, and present it to the Board of Directors for consideration before presenting it to the shareholders' meeting for consideration and approval.

2.3 Termination of Employment

- (1) The executive directors are removed from their positions when
- a) Expiration of the term of office
 - b) Lack of qualifications or possession of prohibited characteristics as prescribed by applicable laws or regulations
 - c) Resignation
 - d) Death
 - e) Cessation of directorship of the Company (in cases where the Executive Director concurrently holds the position of Director of the Company)
 - f) Removal from office by resolution of the Board of Directors
- (2) Any Executive Director who wishes to resign from office shall submit a written notice of resignation to the Chairman of the Executive Committee or the Chairman of the Board of Directors at least thirty (30) days in advance. In such case, the Nomination and Remuneration Committee shall propose the name of a fully qualified individual

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 4/12

to the Board of Directors for consideration and appointment as a replacement for the resigning Executive Director.

- (3) If the position of Executive Director becomes vacant for reasons other than the expiration of the term of office, the Board of Directors shall appoint, at its next Board meeting, a person who possesses the required qualifications and does not have any prohibited characteristics under the law to serve as a replacement Executive Director. The replacement Executive Director shall hold office only for the remaining term of the Executive Director whom he or she replaces.

3. Qualifications of Executive Directors

- (1) The Executive Director must not possess any prohibited characteristics under the Public Limited Company Act of B.E. 2535 or any other applicable laws and must not have any characteristics indicating a lack of suitability to be entrusted with the management of a business having the public as shareholders, as prescribed by notifications of the Securities and Exchange Commission.
- (2) An Executive Director shall be an individual with the knowledge, capabilities, and experience that will be highly beneficial to the Company's business operations, and shall possess integrity, honesty, and business ethics, as well as have sufficient time to devote his or her knowledge, capabilities, and efforts to the full performance of duties for the Company.
- (3) The Executive Director must not engage in a business of the same nature as and competitive with the Company's business, nor be a partner or a director in any other juristic person that engages in a business of the same nature as and competitive with the Company's business, whether for his or her own benefit or for the benefit of

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 5/12

others, unless prior disclosure has been made to the meeting of the Board of Directors before the resolution on appointment is passed.

4. Scope of Authority, Duties, and Responsibilities

The executive committee shall have the authority and duty to manage the company's business in accordance with its objectives, Memorandum of Association, policies, rules, regulations, orders, and applicable laws, including the law governing securities and the securities market, notifications of the securities and exchange commission, notifications of the capital market supervisory board, notifications of the stock exchange of Thailand, and/or any other relevant rules, regulations, bylaws, or notifications, as well as resolutions of the board of directors' meetings and/or resolutions of the company's shareholders' meetings.

In addition, the Executive Committee shall be responsible for considering and screening matters to be proposed to the Board of Directors for approval and/or endorsement as prescribed in the Articles of Association or as determined by the Board of Directors, and shall also be responsible for carrying out the following matters:

- (1) To plan, prepare, and propose the Company's policies, direction, objectives, business strategies, and annual operating plans in alignment with economic conditions and market competition, for submission to the Board of Directors for approval, and to manage the Company's business in accordance with its objectives, Articles of Association, policies, regulations, and resolutions of the Board of Directors' meetings and/or the shareholders' meetings.

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 6/12

- (2) To determine the Company's business plan, annual budget, management structure, and approval authorities, and to submit the same to the Board of Directors for approval.

- (3) To control, supervise, and monitor the Company's operations to ensure compliance with the approved policies, objectives, business plans, business strategies, budgets, and other management authorities granted by the Board of Directors.

- (4) To have the authority to consider and approve expenditures for investments, procurement, borrowing from financial institutions, and other operational activities for the purpose of achieving the Company's objectives, within the monetary limits prescribed under the approved Delegation of Authority or as otherwise delegated by the Board of Directors.

In this regard, the Executive Committee may provide recommendations or opinions to the Board of Directors on any matters exceeding the prescribed monetary limits or delegated authority relating to investments, procurement, borrowing from financial institutions, and other operational activities for the purpose of achieving the Company's objectives. Such actions shall be subject to the criteria and requirements prescribed by the Securities and Exchange Commission, the Capital Market Supervisory Board, the Stock Exchange of Thailand, and/or any other applicable laws.

- (5) To consider and approve, as well as amend or revise, rules, orders, regulations, and criteria relating to operational practices, controls, and management across all functional areas.

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 7/12

- (6) To consider and screen proposals from management and submit the Company's objectives, policies, and business plans, including the annual budget, to the Board of Directors for consideration and approval. This shall include the consideration and approval of changes to the annual operating budget during periods when no meeting of the Board of Directors is held, with such changes to be reported to the Board of Directors at its next meeting for acknowledgment.

- (7) To consider and approve the Company's ordinary business transactions in accordance with the investment plan or budget approved by the Board of Directors, with the monetary limits for each transaction being in accordance with the approved Delegation of Authority endorsed by the Board of Directors.
 - a. The Company's quarterly and annual operating results, within the timeframes prescribed by applicable laws.
 - b. Reports of fraud, violations of law, and any other irregular acts shall be promptly reported to the Board of Directors immediately upon detection or when there is reasonable cause for suspicion.
 - c. Other reports as deemed appropriate by the Executive Committee or the Board of Directors.

- (8) To determine the organizational structure in collaboration with the Board of Directors and to ensure effective management, including the recruitment, training,

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 8/12

employment, and termination of the Company's employees. The Executive Committee may delegate authority to the Company's Chief Executive Officer or the Managing Director of a subsidiary to enter employment contracts on behalf of the Company.

- (9) To delegate authority and duties to the Chief Executive Officer and/or senior executives of the Company within the scope of authority, duties, and responsibilities as determined by the Executive Committee, under the supervision of the Executive Committee.

- (10) To have the authority to delegate powers to one or more people to carry out any act, subject to the control of the Executive Committee, or to grant such person's authority as deemed appropriate by the Executive Committee and within the period specified by the Executive Committee. The Executive Committee may revoke, withdraw, amend, or modify such delegation or the delegated people at any time.

Any delegation of authority, duties, and responsibilities by the Executive Committee shall not constitute a delegation or sub-delegation that enables the delegate to approve transactions in which such delegate or any person having a conflict of interest has an interest or may have any other conflict of interest with the Company, its subsidiaries, and/or related companies (as defined by the notifications of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or relevant authorities), except for the approval of transactions conducted in the ordinary course of business and on normal commercial terms as authorized by the Board of Directors, in accordance with the applicable notifications of the Capital Market Supervisory Board and/or the Stock Exchange of Thailand and/or relevant authorities.

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 9/12

- (11) The Executive Committee may review the Executive Committee Charter on an annual basis to ensure that its provisions remain consistent with the objectives, goals, operational strategies, and requirements of the Board of Directors. Any material amendments to this Charter shall require approval from the Board of Directors.
- (12) To perform any other duties as assigned by the Board of Directors.

5. Meetings

- (1) The Chairman of the Executive Committee, or any person designated by the Chairman of the Executive Committee, shall determine the date, time, and venue of Executive Committee meetings. The meeting venue may be designated at a location other than the Company's head office. If the Chairman of the Executive Committee or the designated person does not specify a meeting venue, the Company's head office shall be deemed the meeting venue.
- (2) In convening an Executive Committee meeting, the Chairman of the Executive Committee or the Secretary of the Executive Committee, as assigned by the Chairman of the Executive Committee, shall send a notice of meeting by registered mail or deliver it directly to each Executive Committee member, specifying the date, time, venue, and agenda of the meeting, at least three (3) days prior to the meeting date. In urgent or necessary circumstances to safeguard the rights or interests of the Company, the Chairman of the Executive Committee or the designated person

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 10/12

may notify the meeting by other means or convene the meeting within a shorter period.

In this regard, the notice of meeting and supporting documents may be delivered to all Executive Committee members via electronic mail. The Secretary of the Executive Committee shall retain copies of the notice of meeting and support documents as evidence, which may be maintained in electronic form.

- (3) A quorum for an Executive Committee meeting shall consist of not less than one-half of the total number of Executive Committee members. If the Chairman of the Executive Committee is unable to attend the meeting, the Vice Chairman of the Executive Committee shall preside over the meeting. If the Vice Chairman is also unable to perform such duties, the Executive Committee members present at the meeting shall elect one member to act as the Chairman of the meeting.

Executive Committee meetings may be conducted via electronic means, provided that such meetings comply with the applicable laws governing electronic meetings. This shall include the recording of audio and visual images, as well as electronic traffic data, throughout the meeting. Such recorded audio, visual images, and electronic traffic data shall be deemed part of the meeting minutes.

- (4) The Executive Committee shall hold meetings as it deems appropriate; however, regular meetings shall be held at least once a month to consider matters within the scope of authority delegated by the Board of Directors and to review and screen matters to be proposed to the Board of Directors for approval, unless there are unavoidable circumstances preventing a meeting. The Chairman of the Executive

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 11/12

Committee or any person designated by the Chairman shall convene such meetings. In necessary cases, two (2) or more Executive Committee members may request the Chairman of the Executive Committee to convene a meeting, in which case the Chairman shall schedule the meeting within fourteen (14) days from the date of receipt of such request.

- (5) Resolutions of the Executive Committee meeting shall be passed by a majority vote of the Executive Committee members present at the meeting, with each member having one (1) vote. In the event of a tie vote, the Chairman of the meeting shall have an additional casting vote. Any Executive Committee member who has an interest in a matter under consideration shall have no right to vote on such matter.

6. Reporting

The Secretary of the Executive Committee, or any person assigned by the Executive Committee, shall be responsible for recording the minutes of Executive Committee meetings. The meeting minutes shall be presented to the Executive Committee for acknowledgment, after which the Chairman of the Executive Committee shall report the meeting results to the Executive Committee accordingly.

7. Performance Evaluation of the Executive Committee

The performance evaluation of the Executive Committee shall be conducted at least once a year. The Executive Committee shall conduct a self-assessment of its performance and report the evaluation results to the Nomination and Remuneration Committee. The Nomination and Remuneration Committee shall then evaluate the performance of the Executive Committee as a whole and report the results to the Board of Directors for consideration. Such evaluation results shall also be used as supporting information for the Board of Directors' opinion to be presented at the shareholders' meeting for consideration

Supporting Documents Charter of Executive Committee	Document Code: GN-CSO-004	
	Effective Date: 01/07/2024	
	Amendment No. 00	Page 12/12

in the election of Executive Committee members to replace those whose terms have expired.

8. Review and Amendment of the Executive Committee Charter

The Executive Committee may review the Executive Committee Charter on an annual basis and propose any amendments (if any) to the Board of Directors for approval.

This Executive Committee Charter was approved at the Extraordinary General Meeting of Shareholders No. 1/2024 held on 21 June 2024 and shall be effective from 1 July 2024 onwards.

Announced on 1 July 2024

(Mr. Chawalit Tippawanich)

Chairman of Board of Directors

Unique Plastic Industry Public Company Limited