Corporate Governance and Sustainability Committee Charter

Asset Five Group Public Company Limited

In 2026, the Board of Directors resolved to formally establish the Corporate Governance and Sustainability Committee to strengthen the Company's governance structure by enhancing its clarity, effectiveness, and systematic oversight in accordance with the Corporate Governance Code for Listed Companies (CG Code), the Corporate Governance Report of Thai Listed Companies (CGR) assessment criteria of the Thai Institute of Directors Association (IOD), and the sustainability assessment frameworks of relevant external organizations. The Committee plays a key role in overseeing and monitoring the Company's implementation of good corporate governance practices, anti-fraud and anti-corruption measures, and the integrated management of Environmental, Social and Governance (ESG) matters.

The Company recognizes the importance of conducting its business in accordance with the principles of good corporate governance, ethics, transparency, and accountability to all stakeholder groups, while systematically managing risks and ESG-related issues to create long-term value, sustainable growth, and stakeholder confidence. The Corporate Governance and Sustainability Committee shall regularly report its performance and significant matters to the Board of Directors and shall ensure that relevant information is disclosed through Form 56-1 One Report to promote transparency and accountability to the public.

1. Objectives

The Corporate Governance and Sustainability Committee has the following objectives:

1. To oversee the Company's business operations to ensure compliance with the principles of good corporate governance, promoting transparency, accountability, fairness, and compliance with applicable laws, regulations, and recognized best practices at both the national and international levels.

2. To establish the strategic direction, policies, governance framework, and objectives relating to Environmental, Social and Governance (ESG) matters, ensuring alignment with the Company's vision, corporate strategy, and evolving risk landscape.

3. To integrate ESG considerations into the Company's strategic planning, enterprise risk management, and business operations through a systematic and organization-wide approach.

4. To enhance the Company's sustainability management standards and strengthen its readiness for assessments conducted by external organizations, including the Corporate Governance Report of Thai Listed Companies (CGR), SET ESG Ratings, and FTSE Russell ESG Scores.

5. To strengthen the Board's oversight of corporate governance, transparency, anti-fraud and anti-corruption, human rights, and the fair treatment of stakeholders.

6. To oversee the disclosure of corporate governance and sustainability information in the Company's Annual Report and Form 56-1 One Report, ensuring that such disclosures are complete, accurate, transparent, and in compliance with applicable regulatory requirements.

2. Composition and Appointment

1. The Board of Directors shall appoint the members of the Corporate Governance and Sustainability Committee based on their knowledge, expertise, experience, and suitability for the roles and responsibilities of the Committee.

2. The Corporate Governance and Sustainability Committee shall comprise no fewer than three (3) directors, with independent directors constituting more than one-half of the total number of Committee members to strengthen the independence of its oversight.

3. The Chairman of the Corporate Governance and Sustainability Committee shall be an Independent Director to ensure impartial, transparent, and effective oversight in accordance with good corporate governance practices.

4. Members of the Corporate Governance and Sustainability Committee should possess knowledge, understanding, or experience in corporate governance, risk management, sustainability, Environmental, Social and Governance (ESG), legal affairs, or corporate management, enabling them to perform their duties effectively.

5. The Company Secretary shall serve as the Secretary to the Corporate Governance and Sustainability Committee and shall be responsible for supporting the Committee's operations, coordinating meetings, and preparing the minutes of meetings.

3. Qualifications

Members of the Corporate Governance and Sustainability Committee shall possess the following qualifications:

1. They shall be directors of the Company and shall be duly appointed by the Board of Directors.

2. They shall possess the knowledge, expertise, and experience relevant to corporate governance, enterprise risk management, sustainability governance, or Environmental, Social and Governance (ESG) matters. They should also have an understanding of the Corporate Governance Code for Listed Companies (CG Code), the Corporate Governance Report of Thai Listed Companies (CGR) assessment criteria, and recognized sustainability frameworks and best practices at both the national and international levels.

3. They shall demonstrate integrity, independence of judgment, sound business judgment, and the ability to raise constructive questions on corporate governance and sustainability matters and shall perform their duties free from any improper influence.

4. They shall have sufficient time to perform their duties, review relevant information, and continuously monitor corporate governance and sustainability matters. They should also regularly participate in training and professional development programs relevant to their responsibilities.

5. They shall have sufficient time to discharge their duties effectively and shall not hold positions that may impair their ability to perform their responsibilities as members of the Corporate Governance and Sustainability Committee.

6. They shall possess all qualifications and shall not be subject to any prohibited characteristics prescribed under the Public Limited Companies Act, the Securities and Exchange laws, or any other applicable laws and regulations.

7. The Committee should include at least one (1) member with specialized knowledge or experience in Environmental, Social and Governance (ESG) or sustainability to strengthen the Committee's oversight capabilities and support the continuous enhancement of the Company's sustainability management standards.

4. Scope of Authority and Responsibilities

Corporate Governance

(1) To establish, review, and recommend the Company's Corporate Governance Policy, Code of Business Ethics, Anti-Fraud and Anti-Corruption Policy, and other related policies and guidelines, ensuring alignment with the Corporate Governance Principles of the Stock Exchange of Thailand (SET), the Corporate Governance Code for Listed Companies (CG Code) of the Securities and Exchange Commission (SEC), the Corporate Governance Report of Thai Listed Companies (CGR) assessment criteria of the Thai Institute of Directors Association (IOD), as well as applicable laws, regulations, and recognized best practices.

(2) To oversee the establishment of appropriate systems, mechanisms, and processes within the Company and its subsidiaries to ensure effective, transparent, and auditable compliance with applicable laws, regulations, and the Company's anti-fraud and anti-corruption policies.

(3) To oversee the prevention and management of conflicts of interest and provide recommendations to the Board of Directors regarding connected transactions or other transactions that may give rise to corporate governance risks.

(4) To oversee the establishment of an independent and transparent whistleblowing and complaint-handling system, including appropriate whistleblower protection measures, and to monitor the timely and effective implementation of corrective actions.

(5) To promote and oversee the development of a corporate culture founded on good corporate governance, transparency, and a Zero Tolerance Policy against fraud and corruption in all forms. This includes ensuring that such principles are effectively communicated, embedded, and integrated throughout all levels of the organization. Directors and senior executives shall demonstrate leadership by example (Tone at the Top), and the effectiveness of promoting such a culture shall be monitored and evaluated continually.

(6) To oversee the regular review of the charters of Board committees relating to corporate governance and sustainability to ensure that their roles, authorities, and responsibilities remain clearly defined, non-overlapping, and aligned with the Company's governance structure.

(7) To provide policy recommendations to management and relevant business units, and to monitor the implementation of corporate governance initiatives to ensure effective compliance with the established governance framework.

(8) To oversee and monitor the Company's Succession Planning for directors, senior executives, and other key positions to ensure business continuity and the Company's readiness to respond effectively to changes in the business environment.

(9) To oversee and monitor the Company's Corporate Culture to ensure alignment with the Company's Code of Business Ethics, principles of good corporate governance, corporate values, and Anti-Fraud and Anti-Corruption Policy, including overseeing appropriate corrective measures where behaviors inconsistent with the Company's desired corporate culture are identified.

(10) To review and provide recommendations on connected transactions, transactions involving conflicts of interest, or other transactions that may adversely affect the rights of minority shareholders before submission to the Board of Directors for approval, in accordance with applicable laws, regulations, and the requirements of the relevant regulatory authorities.

Sustainability Governance

(11) To establish and periodically review the Company's sustainability policy framework, strategy, objectives, and strategic direction by integrating Environmental, Social and Governance (ESG) considerations into the Company's corporate strategy, enterprise risk management, and strategic decision-making processes, thereby ensuring organization-wide alignment through an Integrated Governance Framework.

(12) To oversee the regular identification and review of the Company's Materiality Assessment, taking into consideration impacts, risks, and stakeholder expectations, as the foundation for systematically establishing ESG strategies, objectives, and key performance indicators.

(13) To review and monitor the Company's Environmental, Social and Governance (ESG) Key Performance Indicators (ESG KPIs), including considering appropriate approaches for linking ESG KPIs to the performance evaluation and remuneration of executives to strengthen Management Accountability and align executive performance with the Company's sustainability objectives.

(14) To review and provide recommendations on Emerging ESG Risks that may have strategic implications for the Company, and to propose appropriate risk management and mitigation measures to the Board of Directors.

(15) To oversee the management of Climate-related Risks and Opportunities, including the establishment of appropriate management approaches, performance monitoring, and related disclosures in accordance with applicable laws, regulations, and relevant international standards.

(16) To oversee risks relating to information technology, cybersecurity, and personal data protection by ensuring that the Company maintains appropriate risk management measures in compliance with applicable laws and regulations, and effectively safeguards the Company's, customers', business partners', and stakeholders' critical information.

(17) To oversee the establishment of systematic stakeholder engagement processes for obtaining stakeholders' views, expectations, and concerns, and to ensure that such information is appropriately incorporated into the Company's strategic planning, enterprise risk management, and sustainability management.

(18) To oversee the Company's ESG management to ensure compliance with applicable laws, regulations, and relevant standards, including external assessment frameworks such as the SET ESG Ratings and FTSE Russell ESG Scores, as well as other relevant international best practices, both current and future.

(19) To oversee the management of key sustainability issues, including human rights, Diversity, Equity and Inclusion (DE&I), stakeholder engagement, and the Company's social and environmental responsibilities, through a clearly defined governance framework with measurable monitoring and evaluation mechanisms.

(20) To oversee the accuracy, completeness, and reliability of ESG information, including the related data collection processes, internal control systems, and assurance mechanisms, to ensure that ESG disclosures are transparent, credible, and verifiable.

(21) To review and provide recommendations on the Company's Sustainability Report and ESG information disclosed in Form 56-1 One Report or other relevant reports before submission to the Board of Directors for approval.

Monitoring, Evaluation, and Reporting

(22) To monitor the Company's performance in external assessments, including the Corporate Governance Report of Thai Listed Companies (CGR), AGM Checklist, SET ESG Ratings, FTSE Russell ESG Scores, and other relevant assessment frameworks, and to establish concrete action plans and improvement measures while overseeing their implementation to ensure the achievement of the Company's objectives.

(23) To regularly evaluate the effectiveness of the Company's corporate governance and sustainability policies, strategies, and practices to ensure that they remain appropriate, aligned with the evolving business environment, emerging risks, and stakeholder expectations, and to recommend improvements to the Board of Directors where appropriate.

(24) To establish the Annual Work Plan of the Corporate Governance and Sustainability Committee as a framework for systematically overseeing, monitoring, and evaluating the Company's corporate governance and sustainability performance.

(25) To report on the Committee's performance, progress, achievements, key challenges, and recommendations to the Board of Directors at least once a year, or more frequently as appropriate, to enable the Board to provide effective oversight and strategic guidance.

(26) To oversee and promote the disclosure of corporate governance and sustainability information that is accurate, complete, transparent, timely, and verifiable through appropriate communication channels to enhance the confidence of shareholders, investors, and all stakeholder groups.

(27) To prepare the report of the Corporate Governance and Sustainability Committee for inclusion in the Company's Annual Report and Form 56-1 One Report. Such report shall be signed by the Chairman of the Corporate Governance and Sustainability Committee and shall disclose, at a minimum, the following matters:

(a) The assessment and monitoring of the Company's compliance with the requirements of relevant regulatory authorities.

(b) Review of relevant policies and committee charters before submission to the Board of Directors for consideration.

(c) Significant developments and changes in the Company's corporate governance policies, practices, and governance systems during the year, including the integration of corporate governance and sustainability considerations into the Company's corporate strategy and business plans.

(d) Actions undertaken to promote and prevent fraud and corruption.

(e) Actions undertaken to enhance the roles, responsibilities, and effectiveness of the Board of Directors.

(f) Actions undertaken to promote the Company's Environmental, Social and Governance (ESG) responsibilities.

(g) Corporate governance and sustainability awards, recognitions, or assessment results received during the year (if any).

(h) The number of meetings held by the Corporate Governance and Sustainability Committee and the attendance record of each Committee member.

(i) The overall observations, opinions, or recommendations of the Corporate Governance and Sustainability Committee arising from the performance of its duties under this Charter.

(j) Any other matters that the Committee considers appropriate for disclosure to shareholders and investors, within the scope of the duties and responsibilities assigned by the Board of Directors.

(k) Changes in the composition or number of Committee members during the year (if any).

(l) The oversight and monitoring of ESG risks and Emerging Risks that may have a material impact on the Company's business.

(m) The establishment of corporate governance and sustainability objectives and key performance indicators, together with the monitoring of performance against such objectives.

(n) The results of the annual self-assessment of the Corporate Governance and Sustainability Committee.

(o) Consideration of issues and concerns raised by stakeholders and the Company's responses thereto.

Authority to Obtain Advice and Supporting Resources

(28) To have the authority to request information, documents, records, or explanations from the Company's management, relevant business units, and subsidiaries as necessary to enable the Committee to perform its duties independently, effectively, and comprehensively.

(29) To seek advice from, appoint, or invite independent external experts or professional advisors, as deemed appropriate and necessary, to support the Committee's deliberations and decision-making. The engagement of such experts or advisors shall be subject to the Company's applicable policies and procedures regarding expenses.

Board Performance Evaluation

(30) To support and oversee the Board Performance Evaluation process for the Board of Directors, Board Committees, and individual directors at least once annually. Such evaluation shall serve as a mechanism for reviewing, enhancing, and continuously improving the effectiveness of the Company's corporate governance and the performance of the Board and its committees.

5. Term of Office

5.1 Members of the Corporate Governance and Sustainability Committee shall hold office for a term of **three (3) years** and may be reappointed as the Board of Directors deems appropriate. If a vacancy arises before the expiration of a member's term, the Board of Directors may appoint a replacement to serve for the remainder of the predecessor's term. In addition to retirement by rotation upon the expiration of the term, a Committee member shall vacate office upon the occurrence of any of the events specified in Clause 5.2.

5.2 A member of the Corporate Governance and Sustainability Committee shall cease to hold office upon:

(a) Death;

(b) Resignation;

(c) Ceasing to be a director or an independent director of the Company;

(d) Removal or dismissal by a resolution of the Board of Directors.

5.3 A member of the Corporate Governance and Sustainability Committee who wishes to resign before the expiration of his or her term shall submit a written notice of resignation to the Company, together with the reasons for such resignation, to enable the Board of Directors to consider appointing a suitably qualified replacement.

5.4 If a vacancy on the Corporate Governance and Sustainability Committee arises for any reason other than the expiration of the member's term of office, the Board of Directors shall appoint a qualified person to fill the vacancy, effective from the date on which the position becomes vacant.

5.5 The Company shall disclose the appointment of newly appointed members and the cessation of office of members of the Corporate Governance and Sustainability Committee in the Company's Annual Report, Form 56-1 One Report, and on the Company's website to ensure transparency and enable shareholders and other stakeholders to access such information.

6. Meetings

6.1 Meeting Agenda

The Chairman of the Corporate Governance and Sustainability Committee, or a person designated by the Chairman, shall determine the date, time, venue, and agenda of each meeting. Notice of the meeting, together with complete and adequate supporting documents, shall be provided to all Committee members at least **seven (7) days** in advance. In urgent cases where it is necessary to protect the rights or interests of the Company, the meeting may be convened by other appropriate means with a shorter notice period. Written minutes of each meeting shall be prepared and maintained systematically for future reference and audit purposes.

The Corporate Governance and Sustainability Committee shall appoint a **Secretary to the Corporate Governance and Sustainability Committee** to be responsible for preparing meeting agendas and supporting documents, recording and maintaining the minutes of meetings, following up on meeting resolutions, and coordinating and facilitating the Committee's activities to ensure the effective performance of its duties.

If the Secretary to the Corporate Governance and Sustainability Committee is unable to attend a meeting, the Committee shall appoint another appropriate person to perform such duties on a temporary basis. Such appointment shall not give rise to any conflict of interest and shall take into consideration the appointee's suitability and independence in performing the assigned responsibilities.

6.2 Frequency of Meetings

The Corporate Governance and Sustainability Committee shall convene **at least two (2) meetings each year** to enable continuous oversight of the Company's operations. Additional meetings may be held whenever necessary or appropriate, including in connection with changes in policies, the approval of significant plans, or other material corporate matters. The Committee may invite members of management or other relevant persons to attend meetings to provide information or express opinions on matters under consideration.

The Secretary to the Corporate Governance and Sustainability Committee shall be responsible for organizing all meetings and maintaining the minutes of meetings.

The Corporate Governance and Sustainability Committee should establish an annual meeting agenda in advance covering significant corporate governance and sustainability matters, including ESG risks, external assessment results, and monitoring improvement plans, in order to ensure continuous and effective oversight.

6.3 Attendance and Quorum

A meeting of the Corporate Governance and Sustainability Committee shall constitute a quorum when not less than one-half of the total number of Committee members is present. If the Chairman is unable to attend a meeting, the Vice Chairman, if any, shall preside over the meeting. If there is no Vice Chairman or the Vice Chairman is unable to attend, the Committee members present shall elect one member to serve as Chairman of the meeting.

Members of the Corporate Governance and Sustainability Committee are expected to attend at least seventy-five percent (75%) of the total number of meetings held each year, unless prevented by reasonable necessity. The Company shall disclose the attendance record of each Committee member in the Annual Report and Form 56-1 One Report to promote transparency and keep shareholders appropriately informed.

6.4 Voting

Resolutions of the Corporate Governance and Sustainability Committee shall be passed by a **majority vote** of the Committee members present at the meeting. Each Committee member shall have **one (1) vote**. A Committee member who has a conflict of interest in any matter under consideration shall not be entitled to vote on that matter. In the event of an equality of votes, the Chairman of the meeting shall have a **casting vote**.

The minutes of each meeting shall clearly record the significant resolutions, the rationale supporting the Committee's decisions, any dissenting opinions (if any), and the names of Committee members expressing differing views. Meeting documents and minutes shall be maintained systematically to ensure traceability and facilitate subsequent review in accordance with the principles of good corporate governance.

The Corporate Governance and Sustainability Committee shall evaluate the effectiveness of its meetings at least once annually to continuously improve its operating practices and enhance the effectiveness of its corporate governance oversight.

7. Best Practices

Asset Five Group Public Company Limited, as a company listed on the Stock Exchange of Thailand, recognizes the important role of the Corporate Governance and Sustainability Committee in promoting transparent and effective corporate governance while creating sustainable value for shareholders and all stakeholder groups. Accordingly, members of the Corporate Governance and Sustainability Committee shall adhere to the following best practices:

7.1 Perform their duties with due care, prudence, integrity, and loyalty (Duty of Care and Duty of Loyalty), always acting in the best interests of the Company and all shareholders, free from personal interests or undue influence. Committee members shall strictly comply with applicable laws, the Company's objectives, Articles of Association, Board resolutions, and shareholders' resolutions.

7.2 Dedicate sufficient time and professional expertise to regularly attend Committee meetings, thoroughly review meeting materials in advance, and provide prudent oversight, particularly on matters relating to corporate governance, anti-fraud and anti-corruption, and sustainability (ESG).

7.3 Demonstrate visionary leadership, ethical conduct, and independence of judgment, and provide constructive challenge to management on corporate governance and ESG matters to continuously enhance the Company's governance standards in line with national and international best practices.

7.4 Oversee the establishment and maintenance of clear, up-to-date corporate governance, business ethics, and sustainability policies and practices for the Company and its subsidiaries, ensuring alignment with the Corporate Governance Code for Listed Companies (CG Code), the Corporate Governance Report of Thai Listed Companies (CGR) assessment criteria, and relevant ESG assessment frameworks.

7.5 Regularly monitor and evaluate the Company's corporate governance and sustainability performance, including the results of external assessments such as the Corporate Governance Report of Thai Listed Companies (CGR), SET ESG Ratings, and FTSE Russell ESG Scores, and recommend concrete improvement measures where appropriate.

7.6 Ensure that the Company treats all stakeholder groups fairly, respects human rights, and promotes meaningful stakeholder engagement in accordance with the principles of good corporate governance, including supporting the organization of shareholders' meetings in compliance with the AGM Checklist guidelines.

7.7 Report the ownership of and any changes in the ownership of securities held by themselves, their spouses, and their minor children to the Securities and Exchange Commission (SEC), and notify the Company in accordance with applicable laws and regulations, to promote transparency and prevent insider trading.

7.8 Disclose any personal or related-party interests and refrain from participating in the consideration or decision-making of matters involving conflicts of interest. The Committee shall also oversee connected transactions and acquisitions or disposals of assets to ensure strict compliance with the requirements of the SEC and the Stock Exchange of Thailand.

7.9 Oversee the disclosure of corporate governance, risk management, and sustainability information in the Company's Annual Report and Form 56-1 One Report, ensuring that such disclosures are complete, accurate, transparent, and not misleading (No Misleading Disclosure).

7.10 Promote the establishment and maintenance of effective enterprise risk management and internal control systems, particularly with respect to ESG risks and Reputational Risk, and regularly monitor the effectiveness of such systems.

7.11 Integrate Environmental, Social and Governance (ESG Integration) considerations into the Company's strategic planning, investment decision-making, and corporate objective-setting processes to create Shared Value for shareholders and stakeholders over the long term.

7.12 Continuously enhance their knowledge and competencies in corporate governance and sustainability by participating in relevant professional development programs, such as DCP, ACP, RC, or ESG and Sustainability courses organized by the Thai Institute of Directors Association (IOD) or other recognized institutions, to strengthen their effectiveness as professional directors.

8. Performance Evaluation

The Corporate Governance and Sustainability Committee places significant importance on the regular evaluation of its own performance as a means of continuously reviewing and enhancing the effectiveness of its oversight of corporate governance, anti-fraud and anti-corruption, and sustainability (ESG). The evaluation process also aims to strengthen the Committee's effectiveness in working collaboratively and supporting the Board of Directors in establishing and overseeing the Company's sustainability strategy.

Such evaluation shall be conducted in accordance with the principles of Good Corporate Governance, the Corporate Governance Code for Listed Companies (CG Code), Principle 5, issued by the Securities and Exchange Commission (SEC), the guidelines of the Thai Institute of Directors Association (IOD), the Corporate Governance Report of Thai Listed Companies (CGR) assessment criteria, and relevant external ESG assessment frameworks, to ensure that the Committee performs its duties effectively, transparently, and in accordance with internationally recognized standards.

8.1 Types of Performance Evaluation

The Corporate Governance and Sustainability Committee shall conduct a performance evaluation **at least once annually**, comprising the following levels:

(1) Committee Performance Evaluation: To assess the overall effectiveness of the Committee, including its composition and structure, the appropriateness of its roles and responsibilities, meeting effectiveness and decision-making processes, oversight of corporate governance, anti-fraud and anti-corruption, ESG integration, and the effectiveness of reporting to the Board of Directors.

(2) Individual Committee Member Evaluation: To assess each Committee member's contribution, understanding of the Company's business, independence of judgment, meeting attendance, and adherence to ethical standards in the performance of his or her duties.

8.2 Evaluation Methodology

The Corporate Governance and Sustainability Committee shall assign the Secretary to the Corporate Governance and Sustainability Committee to coordinate the preparation of the evaluation questionnaires based on the guidelines of the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET), and the Thai Institute of Directors Association (IOD).

The evaluation shall include both qualitative and quantitative assessment criteria covering key areas, including effectiveness of corporate governance in accordance with the CG Code and CGR assessment criteria; oversight of ethics and anti-fraud and anti-corruption practices; oversight of ESG integration and sustainability management; effectiveness of meetings and decision-making processes; and the appropriateness of the Committee's composition and Committee Skill Mix.

The evaluation results shall be summarized in an Evaluation Summary Report, which shall be submitted to the Board of Directors for consideration and used as a basis for improving the Committee's performance and governance practices.

8.3 External Performance Evaluation

The Corporate Governance and Sustainability Committee may consider appointing an Independent External Evaluator to evaluate the performance of the Board of Directors at least once every three (3) years, to promote transparency, objectivity, and alignment with the recommendations of the Stock Exchange of Thailand and Principle 5 of the Corporate Governance Code (CG Code).

8.4 Utilization of Evaluation Results

The evaluation results shall be used to:

1. Improve and enhance the effectiveness of the Committee's performance in all relevant areas.
2. Develop an Individual Development Plan (IDP) for each Committee member.
3. Support the consideration of directors' remuneration and the reappointment of Independent Directors.
4. Support disclosures in the Company's Annual Report and Form 56-1 One Report, demonstrating transparency and accountability to shareholders and stakeholders.

8.5 Disclosure of Evaluation Results

The Company shall disclose an overall summary of the evaluation results in its Annual Report and Form 56-1 One Report, including the type of evaluation conducted, the evaluation period, the methodology applied, the party responsible for conducting the evaluation, and a summary of the key findings. Such disclosure is intended to enhance the confidence of shareholders and all stakeholder groups in the Company's transparency and corporate governance standards.

9. Director Training and Development

9.1 The Corporate Governance and Sustainability Committee shall promote and support the continuous training and professional development of all directors to enhance the knowledge and competencies necessary for the effective performance of their duties, particularly in the areas of **Corporate Governance**, anti-fraud and anti-corruption, sustainability, and Environmental, Social and Governance (ESG).

9.2 Newly appointed directors should participate in an Orientation Program to gain an understanding of the Company's business, corporate strategy, governance structure, key policies, and the roles, duties, and responsibilities of the Corporate Governance and Sustainability Committee.

9.3 The Company shall encourage directors to attend training programs organized by recognized external institutions, including the Thai Institute of Directors Association (IOD), the Stock Exchange of Thailand (SET), the Securities and Exchange Commission (SEC), and internationally recognized sustainability and ESG programs, to enhance their knowledge, understanding, and adoption of best practices.

9.4 The Corporate Governance and Sustainability Committee shall regularly monitor developments in laws, regulations, standards, and emerging trends relating to corporate governance and sustainability, both domestically and internationally, to ensure that the Company's governance practices remain current and aligned with the best recognized practices.

9.5 The Company shall disclose information relating to directors' training and professional development in the Annual Report and Form 56-1 One Report to promote transparency and enhance stakeholder confidence.

10. Remuneration

The remuneration of the Corporate Governance and Sustainability Committee shall be determined in accordance with the remuneration policy approved by the shareholders' meeting, taking into consideration the Committee's roles, duties, responsibilities, workload, the size and complexity of the Company's business, and the remuneration practices of listed companies within the same industry.

The remuneration structure may comprise monthly remuneration, meeting allowances, or other forms of remuneration as proposed by the Board of Directors and approved by the shareholders' meeting. Such remuneration shall be transparent, fair, free from conflicts of interest, and sufficient to attract and retain qualified directors while enabling them to perform their duties effectively and independently.

Where remuneration is linked to corporate governance or sustainability performance, such arrangements shall be carefully considered to ensure consistency with the principles of good corporate governance and to preserve the independence of the Committee in performing its oversight responsibilities.

The Company shall disclose details of directors' remuneration in the Annual Report and Form 56-1 One Report in accordance with the requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) to promote transparency for shareholders and other stakeholders.

11. Review of the Charter

The Corporate Governance and Sustainability Committee shall review this Charter **at least once annually**, or whenever there are significant changes to the Company's organizational structure or applicable laws and regulations.

This Corporate Governance and Sustainability Committee Charter (2026 Edition) was approved by the resolution of the Board of Directors Meeting No. 2/2026, held on 14 May 2026, and shall become effective from 14 May 2026 onwards.

Announced on 14 May 2026

-Phuriphat Chumtham-
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(Mr. Phuriphat Chumtham)
Chairman of the Corporate Governance
and Sustainability Committee
Asset Five Group Public Company Limited

-Manop Bongsadat-
....
(Associate Professor Manop Bongsadat)
Chairman of the Board of Directors
Asset Five Group Public Company Limited