

Charter for the Corporate Governance and Sustainable Development Committee

1. Objectives

The Board of Directors thoroughly places importance on the compliance with the principle of good corporate governance and also recognizes the importance to operate the business with social and environmental responsibility, the Board of Directors has resolved to appoint the Corporate Governance and Sustainable Development Committee to perform the duties of considering and determining the policies and guidelines in relation to principles of good corporate governance, business ethics, anti-corruption, social responsibility, and sustainable development, which will establish a management governance system with transparency and fairness in order to develop trusts for stakeholders, create added value and enhance competitiveness for the sustainable growth of the Company.

2. Composition

(1) The Corporate Governance and Sustainable Development Committee shall comprise at least three members who are directors of the Company appointed by the Board of Directors.

(2) The Board of Directors shall appoint one member of the Corporate Governance and Sustainable Development Committee to be Chairman of the Corporate Governance and Sustainable Development Committee. The Corporate Governance and Sustainable Development Committee shall appoint a secretary of the Corporate Governance and Sustainable Development Committee in order to assist with functions in connection with calling of meeting, preparation of agenda items for meetings, delivering of meeting documents, recording of minutes of meeting and other relevant acts.

3. Qualifications

The members of the Corporate Governance and Sustainable Development Committee shall have the following qualifications:

(1) Having knowledge, capability and experience that contributes to the performance of duties as members of the Corporate Governance and Sustainable Development Committee;

(2) Being capable to devote sufficient time for the performance of duties for the success of the Corporate Governance and Sustainable Development Committee in accordance with its objectives; and

(3) Having qualifications and not having prohibited characteristics under the Public Limited Company Act, the Securities and Exchange Act and relevant rules and regulations.

4. Term of Office

(1) Each term of office of members of the Corporate Governance and Sustainable Development Committee shall not exceed three years from the date of appointment or as determined from the term of office as the director of the Company. Upon expiry of the term of office, members of the Corporate Governance and Sustainable Development Committee may be reappointed to the Corporate Governance and Sustainable Development Committee for another term.

(2) In addition to the above retirement by rotation, members of the Corporate Governance and Sustainable Development Company shall retire from the office upon:

- 1) Death;
- 2) Resignation;
- 3) Disqualification or possessing characteristics prohibited under the law on public companies and the securities law;
- 4) Being removed from office by resolution of the Board of Directors.

(3) Any member of the Corporate Governance and Sustainable Development Committee may resign by submitting notice of resignation to the Chairman.

(4) If a position of member of the Corporate Governance and Sustainable Development Committee becomes vacant for other reasons than retirement by rotation, the Board of Directors shall appoint a person who is qualified and does not possess prohibited characteristics under the law as a replacement.

5. Meetings

(1) A minimum of two Corporate Governance and Sustainable Development Committee meetings shall be held in a span of one year. The Chairman of the Corporate Governance and Sustainable Development Committee may call additional meetings as may be deemed appropriate. The Chairman of the Corporate Governance and Sustainable Development Committee shall propose agenda items for every meeting of the Corporate Governance and Sustainable Development Committee.

(2) In calling a meeting of the Corporate Governance and Sustainable Development Committee, The Chairman of the Corporate Governance and Sustainable Development Committee or secretary as the delegated person shall send notice of invitation to the meeting to members of the Corporate Governance and Sustainable Development Committee at least seven days in advance of the meeting date to allow time for members of the committee to review relevant documents and information before coming to the meeting. However, in case of an emergency, the notice of invitation to the meeting including supporting documents may be submitted to members of the committee less than seven days prior to the meeting. Also, in case of an emergency, the date of the meeting may be set shorter or longer than the original date of meeting.

(3) Attendance of at least half the total number of members of the Corporate Governance and Sustainable Development Committee shall be required in order to constitute a quorum.

(4) If the Chairman of the Corporate Governance and Sustainable Development Committee is absent from the meeting, members of the Corporate Governance and Sustainable Development Committee in attendance shall elect any one member of the committee to act as Chairman of the meeting.

(5) In the current age of technological advancement, members of the committee who are travelling or cannot attend the meeting in physical may attend the meeting via a video/ teleconference or such other tools having similar nature.

(6) One member of the Corporate Governance and Sustainable Development Committee shall have one vote. Decisions of the meeting shall be reached by majority votes. Any member who has an interest in any matter may not have the right to vote on the matter. In a case of vote tie, the Chairman of the Corporate Governance and Sustainable Development Committee shall cast one extra vote to reach the final decision.

(7) The Corporate Governance and Sustainable Development Committee shall have the power to invite any third parties with specific responsibilities or related persons or expertise in any matter to attend the meeting as may be appropriate. The Company shall be responsible for such related expenses.

6. Duties and responsibilities

(1) To consider, determine, and review policies and guidelines in relation to principles of good corporate governance and business ethics to be in line with the international standard practices and to propose to the Board of Directors for consideration and approval.

(2) To consider, determine, and review the Corporate Social Responsibility (CSR) Policy and Anti-Corruption Policy and to propose to the Board of Directors for consideration and approval.

(3) To consider, determine, and review the sustainability vision, mission and strategy of the Company, including the policies and guidelines for sustainable development to be in line with business operation of the Company and to propose to the Board of Directors.

(4) To suggest, promote, and support business operation of the Company in accordance with the principles of good corporate governance, business ethics and other related policies of the Company completely and efficiently.

(5) To promote and communicate the awareness and understanding of policies and guidelines regarding principles of good corporate governance, business ethics, social responsibility, and other related policies to the directors, executives, employees and related persons, as well as to monitor the implementation of such policies and guidelines.

(6) To oversee the disclosure of the information of the Company's sustainable development in the form of sustainability report or other media as appropriate.

(7) To consider, review and revise the Charter for the Corporate Governance and Sustainable Development Committee at least once a year and propose the same to the Board of Directors for consideration and approval.

(8) To seek advisers or persons who are independent to express opinion or give recommendations as may be necessary.

(9) To perform other tasks as may be assigned by the Board of Directors with the consent from the Corporate Governance and Sustainable Development Committee.

7. Reports of the Corporate Governance and Sustainable Development Committee

The Chairman of the Corporate Governance and Sustainable Development Committee shall have the duty and responsibility to report to the Board of Directors in connection with activities of the Corporate Governance and Sustainable Development Committee, results of meetings or such other reports which are important to shareholders and general investors including all stakeholders.

8. Assessment of Performance

The Corporate Governance and Sustainable Development Committee shall conduct a self-assessment of performance for the committee as a whole in order to review performances, problems and obstacles encountered in the previous year and shall report the assessment results to the Board of Directors on an annual basis.

The Board of Directors' Meeting No. 7/2021, held on 10 August 2021, considered and approved the Charter of the Corporate Governance and Sustainable Development Committee. This Charter shall come into force as from 10 August 2021.



(Prof. Dr. Weerakorn Ongsakul)

Chairman

Sri Trang Gloves (Thailand) Public Company Limited