



Charter of the Corporate Governance and Social Responsibility Committee

Throughout its more than 50-year history, Krungthai Bank, with a dual role as both a state enterprise and a leading financial institution, has always been well aware of the importance of good corporate governance and social responsibility in business operations. Therefore, the Bank has put in place clear policies and pursued such policies through a large number of the Bank's own projects and activities. It also supports various activities of government agencies, public sectors and communities, and receives public acknowledgement for such efforts.

Although the Bank has changed its vision statement several times to adjust to the situation at the time and ensure its competitiveness, its mission remains adhering to the principle of good corporate governance and social responsibility in its management and operation. In 2002, the Bank devised a social responsibility policy regarding intellectual capital development of Thai society, for which the Bank has been carrying out projects since then.

This Charter of the Corporate Governance and Social Responsibility Committee has been revised to keep up with economic and social changes, putting more emphasis on social matters. Moreover, this Charter encourages the Bank's participation in social development through providing continuous support to local wisdom.

Charter of the Corporate Governance and Social Responsibility Committee

The Corporate Governance and Social Responsibility Committee was established following the approval of the Board of Directors to support the Board of Directors in setting regulations and practice guidelines to ensure standardized corporate governance, in line with the policy emphasizing good corporate governance and social responsibility.

Section 1 Committee Members

1. Composition

1.1 The Board of Directors appoints the Chairman and the Members of the Corporate Governance and Social Responsibility Committee; the candidates for the seats on the Corporate Governance and Social Responsibility Committee are the Directors of the Bank.

1.2 The Corporate Governance and Social Responsibility Committee consists of at least 3 Members. In case any position in the Committee becomes vacant, the remaining Members can continue to conduct meetings. However, in case the number of the remaining Members does not constitute quorum, the remaining Members may only conduct meetings to have the Board of Directors appoint new Members to fill in the vacancies.

2. Qualifications

The Members must be able to sufficiently devote time and make comments as a Member of the Corporate Governance and Social Responsibility Committee.

3. Term of Office

3.1 Members of the Corporate Governance and Social Responsibility Committee have a term of office of 3 years; the period between the annual ordinary general meeting of the year in which members are appointed and the annual ordinary general meeting of the following year is considered 1 year. Members whose term of office has expired may be reappointed.

3.2 Members of the Corporate Governance and Social Responsibility Committee will cease to hold the position in any of the following cases:

- Expired term of office
- No longer being a Director of the Bank
- Resignation
- Death
- Being removed from office by a resolution of the Board of Directors

3.3 Members who wish to resign shall submit a resignation letter to the Chairman of the Board of Directors at least 30 days in advance unless the circumstances do not allow the Members to do so. The resignation shall be approved by the Board of Directors.

3.4 In case Members of the Corporate Governance and Social Responsibility Committee cease to hold the position before their term of office expires, the Board of Directors shall appoint a Director who possesses all the qualifications as a replacement and the replacing Director shall retain office for the remaining term of office of the Member being replaced.

4. Duties and Responsibilities

4.1 Formulate policies and scrutinize budgets for operations related to corporate governance and social responsibility, then propose them to the Board of Directors for approval and review to ensure its appropriateness and up-to-dateness.

4.2 Oversee operations related to Corporate Governance and Social responsibility and ensure compliance with the set policies and goals.

4.3 Propose guidelines of good governance for the Board of Directors or the Charter of the Board of Directors and all committees of the Bank.

4.4 Give suggestions on the Bank's Code of Conduct

4.5 Appoint sub-committees to support operations related to Corporate Governance and Social Responsibility as deemed appropriate.

4.6 Encourage the promotion of good corporate governance culture and encourage participation in social responsibility activities to ensure organization-wide understanding and tangible results.

4.7 Any other tasks assigned by the Board of Directors

5. Meetings

5.1 The Corporate Governance and Social Responsibility Committee shall meet at least once every quarter. The meeting may be held virtually.

5.2 More than half of the Members of the Corporate Governance and Social Responsibility Committee must be in attendance to maintain a quorum.

5.3 In case the Chairman of the Corporate Governance and Social Responsibility Committee is absent from the meeting or is unable to perform his/her duty, the Members who are present shall elect one of the Members to chair the meeting.

5.4 Decisions at the meeting shall be made by majority vote of Members present. In the event of a tie vote, the Chairman of the meeting shall have a casting vote.

6. Reporting

6.1 The Corporate Governance and Social Responsibility Committee shall report to the Board of directors at least once every quarter in matters relating to its operations and give suggestions as appropriate.

6.2 The Committee shall report to shareholders in the annual report and the annual registration statement.

Section 2 Resolution

Krungthai Bank PCL is determined to achieve sustainable success which is underpinned by good corporate governance and social responsibility. Moreover, it aims to be a leading organization in terms of corporate governance, especially among government financial institutions in the commercial banking sector.

Therefore, the Corporate Governance and Social Responsibility Committee is resolved to promote the principle of good corporate governance and raise awareness among employees to ensure that they have the knowledge as well as understanding, make contributions and apply the principle to their work so as to generate continuous, widespread and tangible results. The Corporate Governance and Social Responsibility Committee is also determined to improve the standards of the Bank's morals and business ethics by enhancing its corporate governance system to ensure compliance with the principle of good corporate governance, which focuses on management efficiency, transparency, disclosure and verifiability.

As for social responsibility, the Corporate Governance and Social Responsibility Committee is resolved to encourage the expansion of the Bank's corporate social responsibility activities to include raising awareness and spurring participation in sustainable development that is in line with international best practices. This is to be achieved through the collaboration of Directors, executives, employees and families, customers and all stakeholders.

Section 3

Operation of the Corporate Governance and Social Responsibility Committee

The Corporate Governance and Social Responsibility Committee places importance on managing the Bank with good corporate governance. It encourages Directors, executives and employees to promote corporate governance culture that is compliant with the regulations of relevant regulators. The Committee also ensures that employees strictly adhere to the Code of Conduct in order to earn the trust of shareholders, investors and stakeholders. Furthermore, it promotes and supports the Bank's corporate social responsibility operations.

This Charter came into effect on 24 February 2021.

(Mr. Krisada Chinavicharana)
Chairman of the Board of Directors
Krungthai Bank PCL