



SIAM STEEL SERVICE CENTER PUBLIC COMPANY LIMITED

Corporate Governance Committee Charter

Corporate Governance Committee Charter

(Revised Version 2025)

(Approved by the Board of Directors at Meeting No.1/2025 on February 28, 2025)

1. Composition and Qualifications

The Board appoints the Corporate Governance Committee selected among the Company's directors and executives and/or knowledgeable persons.

2. Terms of Appointment

The Committee's term of office is in accordance with the tenure of the Board, ending at the annual general meeting of shareholders. The retiring Committee's member is eligible for re-appointment. The retiring member shall retain in the position until the replacement is done, except, the retirement is upon the expiration of term and such member is not re-elected.

In the case of vacancy, the Nomination and Remuneration Committee shall consider and select one of the Company directors and/or knowledgeable persons to be presented to the Board for consideration and appointment. The substitute member shall hold office only for the remaining term of office of the member whom he/she replaces.

3. Duties and Responsibilities

(1) Propose good corporate governance policy guidelines, and code of ethics and work practices to the Board for consideration and approval.

(2) Oversight of the operations of the Board, Executive Committee, committees, and the management in compliance with good corporate governance principles, Code of Business Ethics and Work Performance Guidelines Handbook as well as anti-corruption measures.

(3) Constantly review the policies, principles, and work practices in alignment with international practices and/or as suggested by related institutes and/or government bodies to be presented to the Board for consideration and approval.

(4) Give recommendations concerning code of business ethics and work performance guidelines for directors, executives and employees including opinions on work practices and recommendations for improvement.

(5) Promote and disseminate good corporate culture to ensure the culture is applicable and comply by all personnel of the Company.

(6) Consider, appoint, and determine duties and responsibilities of the Company committees in support of, as deemed appropriate, the operations of the corporate governance and business ethics.

(7) The Committee is entitled to hire external expert as consultant to attend the meeting with the Committee using the expense of the Company.

(8) Perform other duties as assigned by the Board.

4. Meeting

(1) The Committee shall convene a meeting once annually as necessary and appropriate.

(2) Meeting agenda and supporting documents shall be delivered to the Committee members prior to the meeting date.

(3) A quorum shall consist of at least half of the members of the Committee.

(4) In the case of voting for a resolution, the majority vote shall be required. Any Committee member who has a conflict of interest in a matter for consideration is not allowed to attend the meeting.

5. Reporting

The Committee shall report on its operation to the Board, and on the operation during the previous year to the AGM covering the followings:

(1) Number of meetings held;

(2) Number of meeting attendance of each member of the Committee;

(3) Performance as per the charter.