



Chief Executive Officer Charter

of

SISB Public Company Limited

Charter of the Chief Executive Officer

1. Objective

The Chief Executive Officer (CEO) is the highest-ranking executive in the organization's management line. The CEO is responsible for the administration and performance of duties specified in this Charter, as well as missions assigned by the Board of Directors and its Sub-Committees. The CEO must operate and manage the company under the principles of Good Corporate Governance (CG) and Sustainability Factors (ESG).

The CEO plays a key role in driving strategy to push the Company toward achieving its business objectives while simultaneously creating a positive impact on society and the environment. The CEO also supports the compilation and presentation of critical information to the meetings of the Board of Directors, Sub-Committees, and Shareholders for strategic decision-making.

This Charter is established to clearly define the scope of authority, duties, and responsibilities of the CEO, ensuring that management is conducted efficiently and that the personnel appointed to the position possess the suitable qualifications as per the established criteria.

2. Qualifications for the CEO

2.1 The Chief Executive Officer must not be the same person as the Chairman of the Board of Directors.

2.2 The Chief Executive Officer must be vetted by the Nomination and Remuneration Committee and appointed by the Board of Directors.

2.3 The Chief Executive Officer must have no less than five (5) years of management experience and/or meet the criteria set out in the Senior Executive (Top Management) Succession Plan.

3. Roles, Duties, and Responsibilities

The CEO has the scope of authority, duties, and responsibilities set forth below, as specified in the Delegation of Authority (DOA) matrix, and as determined by the Executive Committee (Exco) and/or the Board of Directors.

3.1 To establish the objectives, vision, mission, policies, main goals, and business strategy for the Company, its subsidiaries, and the schools under their management, and propose them to the Executive Committee (Exco) for further consideration and approval by the Board of Directors.

3.2 To establish the annual operating plan and budget plan as proposed by the management, including defining the management structure and Delegation of Authority (DOA), and propose them to the Exco for further consideration and approval by the Board of Directors.

3.3 To set the direction and strategy for Sustainability Management (ESG), both long-term and short-term, for the Company, its subsidiaries, and the schools under their management, by elevating governance standards and encouraging all stakeholders to participate in sustainability development.

3.4 To oversee, manage, and communicate with management to ensure the Company's daily operations adhere to the policies, goals, plans, and budget within the framework approved by the Exco and/or the Board of Directors, and/or as assigned by the Exco and/or the Board of Directors.

3.5 To regularly develop and improve the operations of the Company, its subsidiaries, and the schools under their management, supporting the creation of innovation and a value-adding organizational culture to ensure sustainable growth and alignment with the Company's strategic plan.

3.6 To oversee and ensure that management actively participates in promoting an organizational culture of ethics and good corporate governance.

3.7 To monitor the performance results of the Company, its subsidiaries, and the schools under their management, and report them to the Exco and the Board of Directors.

3.8 To monitor information from subsidiaries to prepare financial statements and disclose all material information accurately, adequately, and timely, for submission to the Audit Committee and the Board of Directors, and to ensure compliance with relevant rules and guidelines.

3.9 To approve the entering into contracts and/or any transactions related to the Company's normal course of business (e.g., trading, investment, or joint ventures for the Company's normal transactions and for the benefit of achieving the Company's objectives) within the conditions and limits specified in the DOA, and/or as determined by the Exco and/or the Board of Directors, and/or according to relevant laws and regulations, and/or the Company's Articles of Association.

3.10 To approve borrowing and any credit applications from financial institutions, lending, and pledging, mortgaging assets of the Company, or acting as a guarantor for subsidiaries, within the conditions and limits specified in the DOA, or as determined by the Exco and/or the Board of Directors.

3.11 To ensure the Company studies new investment opportunities that are beneficial and can generate good returns for the Company's shareholders, and are in line with the Company's investment policy, for submission to the Exco or the Board of Directors, as the case may be.

3.12 To ensure the Company complies with the rules of the Capital Market Supervisory Board and the Stock Exchange of Thailand regarding connected transactions and the acquisition or disposal of assets, as well as the Company's regulations approved by resolution of the Exco and/or the Board of Directors.

3.13 To appoint consultants in various fields necessary for the Company's operations, within the conditions and limits specified in the DOA, and/or as determined by the Exco and/or the Board of Directors.

3.14 To determine the organizational structure and sufficient, appropriate, and effective staffing levels for the Company's business operations.

3.15 To consider, approve, and authorize the selection, salary setting, salary increase, bonus setting, remuneration, and incentives for the Company's executives.

3.16 To consider and approve the framework for the recruitment policy and remuneration structure for executives, subject to the endorsement and proposal by the Human Resource Department.

3.17 To evaluate and approve the performance reports from the executive level down to the employee level at least once (1) a year.

3.18 To issue orders, regulations, announcements, guidelines, and memoranda within the Company for the Company's benefit, including maintaining internal discipline, and to delegate authority and/or sub-delegate authority to any person(s) to act on behalf of the CEO within the scope of authority specified in the Company's power of attorney and/or the rules, regulations, or resolutions of the Board of Directors.

3.19 To perform any other duties assigned by the Exco and/or the Board of Directors, including the authority to take any necessary action to perform the aforementioned duties.

4. Term and Cessation of Office

A CEO shall vacate office upon

4.1 Expiration of the term or contract.

4.2 Death.

4.3 Resignation.

4.4 A resolution by the Board of Directors to remove them from office.

In the event the CEO wishes to resign, they must notify the Company in writing. The resignation shall be effective on the date the CEO specifies in the resignation letter, or if not specified, on the date the original letter reaches the Company.