

(Translation)

Charter of the Corporate Governance Committee and Sustainability Committee for year 2026

**Objective**

This Charter, established by the Corporate Governance and Sustainability Committee and approved by the Board of Directors, supports the Board in policy formulation, oversight, and promotion of corporate governance and sustainable development. It aligns with good governance principles for listed companies through efficient, transparent, accountable, and fair management, considering three key dimensions: Environmental, Social, and Governance & Economic (ESG), to ensure the Company's sustainable and stable growth.

**1. Composition**

The Committee consists of four Directors which are two Independent Directors and two Executive Directors.

**2. Duties and Responsibilities**

1. Establish and review policies on good corporate governance, business ethics and code of conduct, work practices, anti-corruption policy, as well as the Company's policies and practices on social and environmental responsibility, as reviewed and proposed by management to ensure compliance with the principles of good corporate governance, and submit them to the Board of Directors.
2. Determining operational guidelines, practices, and/or policies related to good corporate governance, and review sustainability management plans to covering environmental, social, and governance and economic dimensions (Environmental, Social, and Governance: ESG) in accordance with best practices at national and international standards, to ensure alignment with the Company's objectives and strategies, and to propose them to the Board of Directors.
3. To provide advice, support, and promotion to the Board of Directors on matters relating to good corporate governance and organizational sustainability.
4. To oversee that the management implements the Corporate Governance Policy, Code of Conduct and Business Ethics, work practice guidelines, Anti-Corruption Policy, as well as the Company's policies and practices on corporate social and environmental responsibility into practical execution.

5. To follow corporate social and environmental responsibilities, as well as sustainability management plans covering environmental, social, governance, and economic dimensions (Environmental, Social, and Governance: ESG), and report to the Board of Directors.

In addition, the Corporate Governance and Sustainability Committee has to perform tasks as assigned by the Board of Directors and the Board of Directors has its authority to change scope of duties and responsibilities of the committee as deemed necessary or appropriate. Including reviewing the Charter annually and proposing it to the Board of Directors' meeting for approval.

### **3. Tenure**

Corporate Governance Committee has 3-year term. Any Corporate Governance Committee's member whose term is retired by rotation may be re-elected for another term as the Board of Directors deems appropriated.

### **4. Meeting**

1. The meeting of Corporate Governance Committee will be held at least 2 time per year as deemed necessary and appropriate
2. The quorum of the meeting will be construed in case that there are a number of at least a half of total Corporate Governance Committee's members attending the meeting and if the Chairman of the Committee cannot attend the meeting, it is required for the attending Committee's members to appoint one of them as Chairman of the meeting.
3. The Corporate Governance Committee, who is a stakeholder in each agenda, shall have no right to vote.
4. The meeting resolution will be subject to the majority vote of the Corporate Governance Committee's members attending the meeting. In case of a tie vote the Chairman of meeting will have the deciding vote.
5. The Corporate Governance Committee can invite any concerned executives of the Company to participate in the meeting as deemed appropriate

## 5. Reporting Responsibilities and Evaluation of Performance

The Corporate Governance Committee shall report their Corporate Governance operating to the Board of Directors Meeting and also their performance result in the past year to the shareholders through the annual report. This is at the end of each year; the Corporate Governance Committee shall be evaluated themselves for the efficiency operation and reported the evaluated results to the Board of Directors.

The resolution of the Company's Board of Directors Meeting No. 9/2025, held on 17 December 2025, approved the review of the charter and agreed that its content remains appropriate for implementation. The charter shall be effective from 17 December 2025 onwards.

= Signature=

(Mrs. Puangtip Silpasart)

Chairman of the Corporate Governance Committee  
and Sustainability Committee

= Signature=

(Mrs. Paichit Rattananon)

Chairman of the Board of Directors

Note: The Corporate Governance Committee of TRC Construction Public Company Limited was appointed at the Board of Directors' Meeting No. 3/2012 on 19 March 2012, and the resolution to change its name to the "Corporate Governance and Sustainability Committee" was approved at the Board of Directors' Meeting No. 6/2023 on 11 August 2023.