PRANDA GROUP

บริษัท แพรนด้า จิวเวลรี่ จำกัด (มหาชน)
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Charter of the Corporate Sustainable Development Committee

1. Purpose

The Corporate Sustainable Development Committee has been appointed by the Board of Directors to be responsible for management towards corporate sustainable development by taking into account all stakeholders throughout business value chains to ensure that the Company applies management for corporate growth and creates value for all groups of stakeholders in sustainable approach. Such management of business shall cover environmental, social and corporate governance principles as well as promoting Sustainable Development Goals (SDGs).

2. Composition

(1) The Corporate Sustainable Development Committee should consist of not less than 3 members and not exceeding 5 members.

(2) The Corporate Sustainable Development Committee shall have knowledge and expertise on corporate sustainability.

(3) One officer shall be appointed as the secretary.

3. Qualifications

(1) The Corporate Sustainable Development Committee shall have knowledge, ability, integrity, honesty, business ethics and adequate time to dedicate knowledge and abilities to perform the entrusted duties to the Company.

(2) The Corporate Sustainable Development Committee shall not engage in business as partners or become a director in another juristic person with same status which is in competition against the Company's business whether for own benefits or others.

4. Authorities

(1) Engage a consultant or the Company’s advisors (if any) or hire third-party consultants or experts in case of necessity at the Company’s expense.

(2) Have authorities to select the related Committee, executives and employees of the Group to attend the meeting or disseminate the necessary documents.

(3) Have authorities to appoint sub-committees and/or additional or replacing personnel in the Corporate Sustainable Development Sub-committee and/or departments and/or working groups related to corporate sustainable development as deemed appropriate including defining roles, duties and responsibilities for the benefits of carrying out the objectives.

5. Roles, Duties and Responsibilities

(1) Propose policies and guidelines for corporate sustainability to comply with laws, rules and regulations related to social, environmental and corporate governance management including international standards associated with business processes throughout business value chain by consulting with the Group Executive Committee prior to submitting to the Board of Directors for approval.

(2) Set strategies, goals and plans for corporate sustainable development covering all sustainable principles by consulting with the Group Executive Committee prior to submitting to the Board of Directors for approval.

(3) Consider and approve the goals of annual sustainability issues to be consistent with stakeholders' expectations by consulting with the Group Executive Committee prior to submitting to the Board of Directors for approval.

(4) Integrate business operations with responsibility and manage impacts onto stakeholders in the business value chain to optimize participation in sustainable development towards international sustainability goals.

(5) Support Corporate Sustainability working group or other departments and related personnel to ensure the implementation of sustainable development strategies be carried out throughout the organization and be complied towards same direction by encouraging connections and integrations and sustainability projects to be comprehensive and conscious by executives and employees at all levels.

(6) Follow up and report key corporate sustainability performance to the Board of Directors every quarter.

(7) Promote the preparation of sustainability report and present to the Board of Directors for approval prior to dissemination to the public.

(8) Communicate and exchange information and coordinate for corporate sustainability aspects with other Committees at least once a year.

(9) Supervise and follow up on performance progress of various subcommittees established by the Corporate Sustainable Development Committee including providing necessary suggestions and support.

(10) Perform any other duties as assigned by the Board of Directors.

6. Term of Office and Retirement

(1) Term of Office

1.1 The term of office of the Corporate Sustainable Development Committee shall be 3 years. The Corporate Sustainable Development Committee with expired term may be re-elected as deemed appropriate by the Company's Board of Directors.

1.2 The Corporate Sustainable Development Committee is appointed and removed from the Corporate Sustainable Development Committee by resolution of the Board of Directors.

(2) The Corporate Sustainable Development Committee shall be retired from position when:

- Resigned
- Deceased
- Lack of qualifications prescribed by Public Company Limited Act, B.E. 2535
- The Board of Directors resolved that the committee membership shall cease.

7. Meeting

(1) The Corporate Sustainable Development Committee must arrange or call a meeting as deemed appropriate.

(2) The resolution of the Corporate Sustainable Development Committee Meeting shall be passed by majority votes of members present in the meeting with a quorum. Hence, the committee member who has conflicts of interest in any matter is not entitled for consideration and resolution of such agenda.

(3) At least half of the members of the Corporate Sustainable Development Committee shall attend the meeting to constitute a quorum.

(4) The final decision in the Corporate Sustainable Development Committee meeting shall be passed by majority votes with one director having one vote, unless the director who has conflict of interest in any matter is not entitled to vote for such agenda. If the votes are equal, the Chairman of the meeting shall cast one additional vote as the decisive vote.

8. Report on Performance of the Corporate Sustainable Development Committee

The Corporate Sustainable Development Committee shall report to the Board of Directors on the performance at least four times a year.

9. Performance Assessment of the Corporate Sustainable Development Committee

(1) Conduct performance assessment by the Nomination and Remuneration Committee at least once a year.

(2) The group assessment shall be conducted with disclosure of criteria, procedures and overall assessment results in the annual report which shall also be reported to the Committee.

(3) The group assessment comprises of the following items:

3.1 Structure and qualifications of the Corporate Sustainable Development Committee

3.2 Meetings of the Corporate Sustainable Development Committee

3.3 Roles, duties and responsibilities of the Corporate Sustainable Development Committee

10. Consultant

The Corporate Sustainable Development Committee can request advice from independent experts as deemed appropriate at the Company's expense with approval from the Corporate Sustainable Development Committee.

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Mr. Pramote Tiasuwan

Chair of Corporate Sustainable Development Committee

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Mrs. Rawittha Pongnuchit

Board Chairman

Pranda Jewelry Public Company Limited

3rd Edition

This Charter has been approved by the Board of Directors' meeting of Pranda Jewelry Public Company Limited 5/2025 on November 12th, 2025 and to be effective from November 12th, 2025 onwards.