

(TRANSLATION)

No.CC. 053/2025

21 April 2025

Subject: Notification of the TTB's Board of Director resolution on changes in the audit committee's position and the Form to Report on Names of Members and Scope of Work of the Audit Committee (F24-1)

To: President
The Stock Exchange of Thailand

Enclosure: Form to Report on Names of Members and Scope of Work of the Audit Committee (F24-1)

The Board of Directors' Meeting of TTBThanachart Bank Plc. ("the Bank") (Special Session) No. 2/2025 on 21 April 2025, has resolved to approve the change of positions in the Audit Committee as follows:

1. Renewal for the term of Mrs. Chananyarak Phetcharat, a member of the Audit Committee
2. Appointment of the 1 members of the Audit Committee namely Mr. Orapong Thien-Ngern

As of 21 April 2025 the Audit committee comprises 4 persons as namely follows:

- | | |
|--------------------------------|------------------------------------|
| 1. Mrs. Charita Leelayudth | Chairperson of the Audit Committee |
| 2. Mrs. Chananyarak Phetcharat | Member of the Audit Committee |
| 3. Mr. Prinya Hom-anek | Member of the Audit Committee |
| 4. Mr. Orapong Thien-Ngern | Member of the Audit Committee |

Please be informed accordingly.

Yours sincerely,

- *Signed* -

(Mrs. Manika Sitthichai)

Company Secretary

Corporate Counselor

Tel. 02 299 1104

Form to Report on Names of Members and Scope of Work of the Audit Committee

The Board of Directors Meeting of TMBThanachart Bank Plc. ("the Bank") (Special Session) No.2/2025 held on 21 April 2025 has the resolution to:

☒ Appointment of the audit committee/Renewal for the term of audit committee:

☐ Chairman of the audit committee ☒ Member of the audit committee

Appointment:.....Mr. Orapong Thien-Ngern.....Member of the audit committee.....

Renewal:.....Mrs. Chananyarak Phetcharat.....Member of the audit committee.....

The appointment/renewal of which shall take an effect as of 21 April 2025.

As of 21 April 2025 the audit committee comprises:

1. Chairperson of the audit committee.....Mrs. Charita Leelayudth.....remaining term in office...2...years
2. Member of the audit committee.....Mr. Prinya Hom-anek.....remaining term in office...2...years
3. Member of the audit committee.....Mr. Orapong Thien-Ngern.....remaining term in office...3...years
4. Member of the audit committee.....Mrs. Chananyarak Phetcharat.....remaining term in office...3...years
- Secretary of the audit committee.....Mrs. Chirdprapa Chaladsoontornvatee.....

The Audit Committee members shall serve for the same term of the Board of Director members.

Certificate and Resumes of.....Members of the audit committee are attached hereto. The audit committee number...1...has adequate expertise and experience to review creditability of the financial reports.

The audit committee of the company has the scope of duties and responsibilities to the Board of Directors on the following matters.:

The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:

1. Review the Bank's financial statements to ensure accuracy and adequacy.
2. Review and ensure that the Bank has suitable and efficient internal control system and internal audit and reviewing to ascertain that internal audit function is independent. Hiring, transferring, removal of Head of Audit shall be concurred by AC before submission to NRCC for endorsement and BoD for approval respectively.
3. Evaluate the efficiency and effectiveness of the performance including KPI setting of Head of Audit.
4. Review and approve the Annual Audit Plan of Internal Audit, including considering the resources and budget to perform the tasks to achieve the audit plan.
5. Review and approve the Internal Audit Charter at least once a year to reflect the objectives, authority, and responsibility of Internal Audit, in accordance with the IIA's International Professional Practices Framework.

6. Review to ensure compliance with the laws and regulations imposed by the BOT, SEC, SET and other relevant regulators.
 7. Select, nominate and recommend remuneration of the Bank's external auditor by taking into account credibility, adequacy of resources, experience and independence including recommend dismissal of the external auditor. The AC shall meet with the external auditor without the members of executive management being present as often as it determines but at least once a year.
 8. Approve audit-related and other services engagements with the Bank's external auditor.
 9. Review connected transaction or transaction that may lead to conflict of interest to ensure transactions are conducted and disclosed in compliance with the law and regulation and that transactions are entered with reasonableness for the benefit to the Bank.
 10. Prepare AC report, signed by the chairman of the AC, and disclose it in an annual report of the Bank. The report should at least contain the following information:
 - 10.1 The AC's opinion regarding the accuracy, completeness and integrity of the Bank's financial statements.
 - 10.2 The AC's opinion regarding adequacy of the Bank's internal controls.
 - 10.3 The AC's opinion regarding compliance with applicable laws and regulations.
 - 10.4 The AC's opinion regarding suitability of the Bank's external auditor.
 - 10.5 The AC's opinion regarding transaction that may lead to conflict of interest.
 - 10.6 The number of the meeting held during the year and number of each member's attendance.
 - 10.7 Overall opinion on the discharge of AC's duties according to its charter.
 - 10.8 Other information, within the scope of the roles and responsibilities of AC, which is deemed to be necessary for shareholders and general investors and as assigned by the BoD.
 11. Commence investigation without delay upon being informed by the external auditor of suspicious circumstances and report to SEC and the external auditor regarding the preliminary result within 30 days. The committee also is to report to the BoD so that the BoD can rectify the issues within the timeline specified by AC on the following findings or suspected transactions or actions:
 - 11.1 Conflict of interest
 - 11.2 Fraud, possible fraud, or significant deficiency of internal control
 - 11.3 Breaching of the applicable laws and regulations
- In case where the BoD or executive management fail to rectify the issues within the specified timeline, AC shall report to BOT, SEC and SET, and ensure disclosure in the Bank's annual report.
12. Perform appropriate action once informed of suspicious circumstances by internal staff and/or external parties, including whistleblowers.

13. Review the appropriateness of corrective measures and actions taken by management in response to the reports or instructions from BOT, SEC and SET and any other relevant regulators.
14. Review the accuracy and reliability of the financial statements of the Bank's subsidiaries, and to review compliance with the policies, processes and standards set by the Bank for its subsidiaries, including those related to internal controls and audit.
15. Perform any other duties as delegated by the BoD and agreed by the AC.
16. Perform other duties as required by laws.

The company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and
2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirements of the Stock Exchange of Thailand

Signed..... - **Signed** -

(Mrs. Manika Sitthichai)

Company Secretary