



**Electricity Generating Public Company Limited**  
**Investment Committee Charter Year 2021**

**1. Composition**

- 1.1 The Investment Committee shall be appointed by the Board of Directors ("Board") and consist of 5 directors, comprising 2 representatives from Electricity Generating Authority of Thailand, 2 from TEPDIA Generating B.V., and the President.
- 1.2. The Committee shall elect one Member to be the Chairman.
- 1.3. The Committee shall appoint the secretary as deemed appropriate.

**2. Qualifications**

The IC shall consist of the members who have the following qualifications.

- 2.1 Have knowledge, expertise or experience in these aspects: investment, multi-asset management, finance, treasury management or business management in industries stated in the approved corporate strategic plans,
- 2.2 Always be aware of the changes in global economics and business trends and directions.

**3. Term of office**

- 3.1 The term of office of each Investment Committee Member is the same as his or her directorship, or at the discretion of the Board.
- 3.2 In order to maintain continuity, the retired Members may be re-elected.

**4. Responsibilities of the Investment Committee**

The main scopes of work of the IC cover investment, asset management, accounting, finance and treasury management:

- 4.1 Consider policies, regulations or any same class document regarding investment, asset management, accounting, financial management and procurement for the Board's consideration with biannual review and subsequently revision if necessary or in case of any significant changes.

- 4.2 Consider charter of the Committee to be proposed to the Board and biannually review with subsequent revision if necessary or in case of any significant changes.
  - 4.3 Consider Company's strategic plan, business plan, action plan and annual budget for the Board's consideration.
  - 4.4 Determine Corporate KPIs for the Board's consideration.
  - 4.5 Monitor progress of Corporate KPIs and assess their performance.
  - 4.6 Endorse the increase or reduction of the registered capital for the Board's consideration.
  - 4.7 Endorse to propose to the Board to consider acquisition, investment, and divestment of Company's assets.
  - 4.8 Endorse the Company's financing for the Board's consideration.
  - 4.9 Endorse the Company's project and asset management for the Board's consideration.
  - 4.10 Endorse the Company's profit allocation, financial management, financial support to EGCO Group's companies including significant financial transactions for the Board's consideration.
  - 4.11 Consider procurement and disposal material management as stated in the Company's regulations and Table of Authorities.
  - 4.12 Consider risks associated with investment and finance and their preventive measures and mitigations to the Board for consideration.
  - 4.13 Evaluate the effectiveness of the Committee annually.
  - 4.14 Other issues as assigned by the Board and as stipulated in the Company's regulations and principles.
- 5. The Investment Committee meeting**
- 5.1 The Committee meetings will be held on monthly basis or called as the Committee deems appropriate. The Committee shall invite executives or employees with concerning issues or other appropriate participants to attend the meeting to provide information or comments.
  - 5.2 If the nominated chairman of the Committee is absent from a meeting, the members shall elect one of the members present to act as an interim chairman.
  - 5.3 Each meeting must be attended by at least half of the total Committee Members to constitute a quorum.
  - 5.4 Members who have conflicts of interests in an issue being considered may not be involved in its consideration and the vote.

- 5.5 Matters are approved by a majority of the Committee Members who attend the meeting and have a right to vote.
- 5.6 Members of the Committee are required to attend the meetings regularly with the attendance rate of at least 75% per year.
- 5.7 If necessary, the Committee's meeting shall be held through electronic devices.

**6. Reporting**

The Committee is accountable to EGCO Board and shall report its activities to the Board at its meeting.

**7. Advisors**

The Committee may seek professional advice from an outside adviser and the Company shall bear the cost of obtaining such advice subject to the Board's approval.

This Investment Committee Charter is effective from March 26, 2021.



(Mr. Kulit Sombatsiri)

Chairman

Electricity Generating Public Company Limited

Note: An English version of the Charter has been prepared from the Thai version. In the event of a conflict or a difference in interpretation between the two languages, the Thai version shall prevail.