Corporate Governance and Sustainable Development Committee Charter

Advice IT Infinite Public Company Limited

(Effective as of 24 March 2026)

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1. Objectives

To strengthen the Company's capability to continuously create value for shareholders, stakeholders, society, and the environment, under the principles of good corporate governance and sustainability, the Board of Directors of Advice IT Infinite Public Company Limited has established the "Corporate Governance and Sustainability Committee." The Committee is responsible for proposing and formulating relevant policies, measures, and guidelines, as well as monitoring and overseeing the Company's operations to ensure that they are conducted in alignment with such principles in an efficient, transparent, and socially responsible manner.

2. Composition and Qualifications

2.1 The Corporate Governance and Sustainability Committee shall consist of no more than five (5) members, comprising directors and/or executive directors, with at least half of the total members being independent directors. The Chairman of the Committee must be an independent director.

2.2 The appointment and removal of members of this Committee shall be subject to the approval of the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee.

2.3 Members must possess the required qualifications and must not have any prohibited characteristics as prescribed under the Public Limited Companies Act, the Securities and Exchange Act, and other applicable laws or regulations.

2.4 The Committee should have diversity in skills, experience, and expertise (Skill Diversity), covering areas such as corporate governance, sustainability/ESG, legal, finance, or other fields beneficial to the performance of the Committee's duties.

2.5 The Corporate Governance and Sustainability Committee shall appoint a Secretary to support its operations, including meeting coordination, preparation of documents, and recording of meeting minutes.

3. Appointment, Term of Office, and Termination of Office

3.1 Appointment

3.1.1 Members of the Corporate Governance and Sustainability Committee shall be appointed by resolution of the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee.

3.1.2 Appointees must possess all required qualifications and must not have any prohibited characteristics as prescribed under the Public Limited Companies Act, the Securities and Exchange Act, as well as other applicable laws or regulations.

3.1.3 In making such appointments, due consideration shall be given to the appropriateness of qualifications, knowledge, skills, experience, and diversity, in alignment with the nature of the Company's business and organizational challenges.

3.2 Term of Office

3.2.1 Members shall hold office for a term of three (3) years from the date of appointment.

3.2.2 Upon expiry of the term, members may be reappointed, subject to the Board of Directors' consideration that such members continue to possess appropriate qualifications and are able to contribute to the Company on an ongoing basis.

3.2.3 During the term of office, if there is a restructuring of the Board of Directors that affects the composition of this Committee, the Board may appoint new members or make adjustments as deemed appropriate.

3.3 A member shall vacate office upon the occurrence of any of the following events:

a) Expiry of the term of office;

b) Resignation, by submitting a written notice to the Company at least one (1) month in advance, stating the reasons;

c) Death;

d) Cessation of directorship and/or executive directorship of the Company;

e) Loss of required qualifications or possession of prohibited characteristics under applicable laws;

f) by resolution of the Board of Directors

In the event that a director's position becomes vacant prior to the expiration of the term of office, the Board of Directors shall appoint a qualified individual to fill such vacancy. The appointed person shall serve only for the remaining term of the director whom he/she replaces.

The appointment of a replacement director shall follow the same procedures as those for the appointment of a new director, and such appointment must be disclosed in the Company's annual report or Corporate Governance Report (CG Report).

4. Duties and Responsibilities of the Corporate Governance and Sustainable Development Committee

The Corporate Governance and Sustainability Committee is responsible for formulating policies, overseeing, and promoting operations in accordance with the principles of good corporate governance and sustainable development. The Committee also provides guidance and establishes appropriate practices for sustainability across all functions of the Company, ensuring transparency and a balanced approach to Environmental, Social, and Governance (ESG) aspects. This is to support continuous value creation, sustainable business growth, and to build long-term confidence among stakeholders.

4.1 Good Corporate Governance

4.1.1 To consider and formulate guidelines, and propose policies and practices on business ethics and code of conduct, including anti-corruption measures, for submission to the Board of Directors and management for implementation as the Company's operational framework.

4.1.2 To recommend and review policies/practices relating to responsibilities toward stakeholders, as well as to oversee, advise, monitor progress, and assess the effectiveness of the Company's corporate governance practices.

4.1.3 To promote an integrated approach to Corporate Governance, Risk Management, Internal Control, and Compliance (GRC) to ensure effectiveness.

4.2 Sustainability

4.2.1 To consider and review policies, strategies, and targets related to the Company's sustainability, ensuring a balance across Environmental, Social, and Governance (ESG) dimensions and alignment with national and international standards.

4.2.2 To provide guidance and support in establishing sustainability principles, policies, and strategies to ensure alignment with the Company's objectives and to maintain leadership in sustainability, as well as to encourage directors, executives, and employees to effectively implement such practices.

4.2.3 To monitor, evaluate, and disclose sustainability performance to ensure transparency and maximize benefits for the Company and its stakeholders.

4.3 To perform any other duties as assigned by the Board of Directors.

4.4 To review the appropriateness of this Charter on an annual basis and propose any amendments to the Board of Directors for approval.

4.5 The Corporate Governance and Sustainability Committee is directly accountable to the Board of Directors for the duties and responsibilities assigned, while the Board of Directors retains ultimate responsibility for the Company's operations toward external parties.

4.6 To report the Committee's performance to the Board of Directors at least once a year, or more frequently when significant matters arise that require prompt attention. Key aspects of such performance shall be disclosed in the Company's annual report to ensure transparency and to provide information to stakeholders.

5. Duties and Responsibilities of the Chairman of the Corporate Governance and Sustainable Development Committee

5.1 To set the direction and lead the Corporate Governance and Sustainability Committee in performing its duties to ensure alignment with the objectives, roles, and responsibilities as stipulated in this Charter.

5.2 To convene meetings of the Corporate Governance and Sustainability Committee, determine the meeting agenda in collaboration with the Committee Secretary, and ensure that supporting documents are delivered to directors in advance, at least 7 working days prior to the meeting, in accordance with good practices under the CG Code.

5.3 In any case, the notice period shall not be less than 3 working days as required by law, except in urgent circumstances to protect the rights or interests of the Company, where a shorter notice period may be permitted, provided that the reasons are clearly recorded in the meeting minutes.

5.4 To act as the Chair of the meeting and ensure that meetings are conducted efficiently, transparently, and in a manner that allows all directors to express their opinions equally.

5.5 In the absence or inability of the Chair to perform duties, the attending members shall appoint one member to act as the Chair of the meeting on a temporary basis.

5.6 To coordinate and monitor the performance of the Corporate Governance and Sustainability Committee to ensure alignment with resolutions and action plans, and to report progress to the Board of Directors in accordance with the prescribed schedule.

5.7 To perform any other duties relevant to the role of the Chair of the Corporate Governance and Sustainability Committee as assigned by the Board of Directors.

6. Meetings

6.1 Frequency of Meetings

6.1.1 The Corporate Governance and Sustainability Committee shall convene meetings at least once per quarter and may hold additional meetings as necessary and appropriate to consider matters within its duties and responsibilities.

6.1.2 Any member of the Corporate Governance and Sustainability Committee may request a special meeting, provided that the proposed agenda is notified in advance within an appropriate timeframe.

6.2 Quorum and Attendees

6.2.1 A quorum shall consist of not less than two-thirds of the total number of incumbent committee members attending the meeting in person.

6.2.2 In the absence or inability of the Chair to perform duties, the attending members shall appoint one member to act as the Chair of the meeting on a temporary basis.

6.3 Voting

6.3.1 Each member shall have one vote. Resolutions shall be passed by a majority vote of the members present and entitled to vote.

6.3.2 Any member having a conflict of interest in a matter under consideration shall abstain from participating in discussions and shall have no voting right on such matter.

6.3.3 In the event of a tie, the Chair of the meeting shall have a casting vote.

6.4 Minutes of Meeting

The Secretary of the Corporate Governance and Sustainability Committee shall prepare the minutes of the meeting, recording all material matters accurately and completely, and submit them for approval at the next meeting. The minutes and supporting documents shall be properly maintained in a systematic and secure manner to ensure their availability for future reference and verification.

7. Performance Evaluation

7.1 The Corporate Governance and Sustainability Committee shall conduct an annual performance evaluation covering the Committee as a whole, individual self-assessments, and the evaluation of the Chair, in order to ensure effectiveness and alignment with the objectives of this Charter.

7.2 The evaluation forms shall be reviewed regularly to ensure alignment with good corporate governance principles (CG Code) and appropriate best practices.

7.3 The evaluation results shall be compiled, analyzed, and presented for the purpose of enhancing capabilities, strengthening key competencies, and continuously improving performance, as well as promoting a culture of learning and good corporate governance within the organization.

7.4 The evaluation results shall be reported to the Board of Directors for acknowledgement and as input for determining policies or measures to improve the performance of the Corporate Governance and Sustainability Committee.

7.5 The Company should disclose certain aspects of the evaluation results and key improvement actions in its annual report to ensure transparency and to build confidence among stakeholders.

8. Corporate Governance and Sustainable Development Committee Remuneration

8.1 Members of the Corporate Governance and Sustainability Committee who are independent directors shall be entitled to receive remuneration in their capacity as members of a sub-committee, as approved by the shareholders' meeting. Such remuneration shall be determined in consideration of their duties, responsibilities, and scope of work, and shall be aligned with market practices and good corporate governance principles (CG Code).

8.2 Members of the Corporate Governance and Sustainability Committee who are executives shall not receive additional remuneration for their role as sub-committee members, as they already receive compensation in their executive capacity.

8.3 The remuneration of the Corporate Governance and Sustainability Committee shall be disclosed in the Company's annual report and corporate governance report to ensure transparency and accountability.

9. Review and Amendment History of the Corporate Governance and Sustainable Development Committee Charter

Revision No.	Approval Date	Revised Section(s)	Key Revisions	Effective Date
1/2025	11 August 2025	-	Adoption of a completely revised Corporate Governance and Sustainable Development Committee Charter to restructure and enhance the content so that it is comprehensive and aligned with the latest Public Limited Companies Act, the Corporate Governance Code (CG Code), and the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand	15 August 2025
2/2026	23 March 2026	-	-	24 March 2026

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(Mr. Sanit Rangnoi)

Chairman of the Board of Director

Advice IT Infinite Public Company Limited