

Charter of the Executive Committee

Leo Global Logistics Public Company Limited (“the Company”)

1. Objectives

The Executive Committee has been established to support the Board of Directors in managing the Company's business in accordance with the policies, plans, regulations and orders, including the set goals within the framework assigned by the Board of Directors.

2. Composition

- 1) The Executive Committee consists of no fewer than four (4) members.
- 2) The Board of Directors shall appoint one (1) member of the Executive Committee to be the Chairman of the Executive Committee.
- 3) The Executive Committee can appoint one (1) employee of the Company to be the Secretary of the Executive Committee to assist the Executive Committee's tasks in arranging meetings, preparing the meeting agenda, delivering supporting documents for the meetings, and preparing meeting minutes.

3. Qualifications of Members

Members of the Executive Committee must be competent, honest, ethical in doing business, and must have enough time to dedicate knowledge & abilities and to perform the duties for the Company.

4. Appointment and Term of office

- 1) The Nomination and Remuneration Committee will recruit and nominate persons who meet all the qualifications as specified in this Charter to hold a position as a member of the Executive Committee, by presenting the name of such person to the Board of Directors' meeting for consideration, approval and appointment later on.
- 2) The Board of Directors shall appoint a person who has the qualifications specified in this Charter to hold the position as a member of the Executive Committee. The members of the Executive Committee have a term of office of three (3) years and shall be in accordance with the term of office of the Company's director. (In the case that members of the Executive Committee also hold positions as directors of the Company.) However, the members of the Executive Committee who complete the term may be re-appointed as members of the Executive Committee.

3) In addition, a member of the Executive Committee will no longer be the member upon:

- 1) passing away
- 2) resigning
- 3) Disqualified for being a member of the Executive Committee according to this Charter
- 4) The Board of Directors has resolved that that person be removed from this position.

Any member of the Executive Committee who will resign from the position shall submit a resignation letter to the Company. The resignation will be effective from the date the resignation letter reaches the Company.

5. Scope of duties and responsibilities

- 1) Operate and manage the Company's business in accordance with the objectives, regulations, policies, regulations, requirements, orders, and resolutions of the Board of Directors' meeting and/or the resolutions of the shareholders' meeting of the Company.
- 2) Consider and specify policies, directions and strategies for the Company's business operations. Determine financial plan, budget, human resources management, investment, business expansion, and public relations to be in accordance with the framework approved by the Board of Directors, as well as controlling, governing and overseeing the operation of the appointed working groups to achieve the goals.
- 3) Monitor the Company's performance in accordance with the policies of the Board of Directors and the set goals. Govern and oversee the operation to ensure quality and efficiency.
- 4) Consider and approve operations that are normal business transactions of the Company according to the investment budget or budget approved by the Board of Directors. The credit limit for each transaction is as specified in the approval authority table that has been approved by the Board of Directors, but not more than the annual budget approved by the Board of Directors, including entering into various contracts related to such matter.
- 5) Possess the authority to consider and approve expenses in the normal business practice according to the budget approved by the Board of Directors, and in accordance with the approval authority table as approved by the Board of Directors.
- 6) Determine the organizational structure, organization management authority, including the appointment, hiring, transfer, determination of wages, compensation, bonus and termination of employees from the level of the Chief Operating Officer to the Vice President as assigned by the Board of Directors.
- 7) Consider and approve the operations of financial transactions with banks or financial institutions for supporting normal business operations, such as opening bank accounts,

closing bank accounts, making loans, lending to affiliates only, procurement of credit lines, pledges, mortgages, guarantees, etc., including trading and registering of any land ownership for normal business operations, according to the approval authority table as approved by the Board of Directors.

- 8) Shall have the authority to authorize any person, one or more individuals to perform any act under the control of the EC or may delegate authority to such person(s) to have the authority as the Executive Committee deems appropriate and within the duration as the Executive Committee deems appropriate. The Executive Committee may cancel, withdraw, change or adjust regarding the authorized person or such authorization as deemed appropriate.
- 9) Perform any other actions as assigned by the Board of Directors from time to time.

In this regard, the assignment of authority, duties and responsibilities of the Executive Committee will not appear as an authorization or sub-authorization that allows the authorized person from the Executive Committee to approve transactions for oneself/themselves or persons who may have conflicts of interest (according to the definition of the Notification of the Capital Market Supervisory Board and/or The Stock Exchange of Thailand and/or related agencies), may have a stake or may have any other conflicts of interest with the Company or subsidiaries and/or related companies or transactions that the Executive Committee does not have the authority to approve the implementation of such matters. Such matters must be proposed to the Board of Directors' meeting and/or the shareholders' meeting (depending on the case) for further approval. The exception is for the approval of the transactions that are in accordance with normal business and normal trading conditions in compliance with the announcement of the Capital Market Supervisory Board and / or The Stock Exchange of Thailand and/or related agencies.

6. Meetings

1) Agenda

At every meeting of the Executive Committee, the Secretary, in consultation with the Chairman of the Executive Committee, will prepare the agenda in advance.

2) Meeting arrangements

- a) The Executive Committee must meet at least once (1) a month.
- b) The Chairman of the Executive Committee may call a special meeting of the Executive Committee members by himself or upon request from any member of the Executive Committee.

- c) In organizing a meeting of the Executive Committee, the Chairman of the Executive Committee or the person assigned as Chairman has to send the meeting invitation letter to all members of the Executive Committee in advance at least seven (7) days prior to the date of the meeting, and send the meeting's supporting documents to all members of the Executive Committee at least five (5) days prior to the meeting date, so that the members of the Executive Committee have enough time to study the information. The exception is that in an urgent case in order to maintain the rights or benefits of the Company, the meeting can be notified by other means or the meeting date can be set earlier.

3) Meeting attendance, quorum, and voting

- a) At a meeting of the Executive Committee, there must be no fewer than half (1/2) of the total number of the Executive Committee members in order to constitute a quorum.
- b) The Chairman of the Executive Committee shall chair the meeting. In the case that the Chairman of the Executive Committee is not present at the meeting or unable to perform the duties, the members of the Executive Committee attending the meeting shall elect one of the members of the Executive Committee to chair the meeting.
- c) The decision of the Executive Committee meeting shall be made by a majority of votes.
- d) In voting, one member of the Executive Committee has one vote, unless a member of the Executive Committee has a conflict of interest in any matter, that member will not have the right to vote on such matter. The Chairman of the meeting shall have the right to vote one more extra vote as a casting vote.
- e) A member of the Executive Committee who has conflict of interest in any matter has no right to vote on that matter, and that member of the Executive Committee shall leave the meeting while the meeting is discussing such matter, in order to provide an opportunity for the meeting to independently discuss and express opinions.
- f) The Chairman of the Executive Committee may summarize the results of the meeting on the agenda related to the business management policy, in order to report to the upcoming Board of Directors' meeting.

7. Performance Assessment and Reporting

An assessment of the performance of the Executive Committee will be held annually, by assessing the performance of the entire Executive Committee.

8. Review and update of the Charter

The Executive Committee will review this Charter every year and will suggest the adjustment or change as deemed appropriate, for the Board of Directors to consider and approve.

This Executive Committee Charter shall be effective from December 14, 2017 onwards.

-Signature-

(Mr. Sanee Dangwung)

Chairman of the Board of Directors

Leo Global Logistics Public Company Limited