

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

The Board of Directors meeting of SCG Ceramics Public Company Limited held on January 24, 2023, resolving the following matters:

☒ Appointment of the Audit Committee/~~Renewal for the term of Audit Committee:~~

☐ Chairman of the Audit Committee ☒ Member of the Audit Committee

As follows:

(1) Mr. Arnut Changtrakul

(2) _____

(3) _____

, the appointment/~~renewal~~ of which shall take an effect as of February 1, 2023

☐ Determination/Change in the scope of duties and responsibilities of the Audit Committee with the following details:

Determination/Change in the scope of duties and responsibilities of the Audit Committee with the following details:

_____ No Change _____

, the determination/change of which shall take an effect as of -

The Audit Committee is consisted of:

1. Chairman of the Audit Committee:

Mr. Prawit Ninsuvannakul remaining term in office 0 year 2 months

2. Member of the Audit Committee:

Mr. Damri Tunshevavong remaining term in office 0 year 2 months

3. Member of the Audit Committee:

Mr. Arnut Changtrakul remaining term in office 1 year 2 months

Secretary of the Audit Committee: Ms. Karnjane Tamsuk

Enclosed hereto is copy of the certificate and biography of the Audit Committee. The Audit Committee number(s) 1 has/~~have~~ 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:

Scope of Duties

The Audit Committee shall have the following duties:

Governance, risk management, compliance, and internal control

1. Review the appropriateness of the financial reporting system and disclosure of information in its financial report in accordance with the Financial Reporting Standards and promote the development of financial reporting systems in compliance with International Financial Reporting Standards.
2. Consider related-party transactions, acquiring or selling of assets, or those with potential conflict of interest among the Company and its subsidiaries to ensure compliance with all pertinent laws and requirements of the Securities and Exchange Commission and Stock Exchange of Thailand.
3. Review the presence of the Company's risk management, work processes, control, oversight of operations, IT governance, as well as information and integrated network security to ensure their effectiveness and compliance with international standards. The Audit Committee shall also review the understanding of risks, processes, risk management plans, and roles of responsible person along with risk appetite and operation to ensure that risk management plans are practically implemented. In case of new risk, the Management shall be able to identify risk in time as well as provide suggestions for risk management process improvement in which the Audit Committee shall be provided with sufficient information to govern and ensure the effective risk management process.
4. Review the Company and its subsidiaries' Anti-corruption system to ensure the effectiveness and compliance with the guidelines of the governance bodies, such as, Thai Private Sector Collective Action Coalition Against Corruption (CAC), Thai Institute of Directors (IOD), and The National Anti-Corruption Commission. The efforts start from promoting and raising awareness, assessing the risks, internal controls, incorporating the proactive preventive system, offense reporting, auditing, giving consultation and ensuring compliance with Anti-corruption Policy as well as reviewing the self-assessment form regarding Anti-corruption measures as audited and assessed by the Internal Audit Office.
5. Review the Company and its subsidiaries' Compliance Procedure in accordance with the Securities and Exchange Act, rules, regulations, other laws relevant to the Company and its subsidiaries' business, and the Company's Code of Conduct as well as review the Management's audit results, monitor the results of fraud investigation or any irregularity in financial reporting system and punishment, establish the preventive measures, and review the Company and its subsidiaries' the internal processes of whistleblowing system.

6. Review the compliance of the Company and its subsidiaries' Internal Control System with Committee of Sponsoring Organizations of the Treadway Commission Framework (COSO), communicate with employee, confer with the Company's Auditor and Internal Auditor for scope of operations including general operations, information technology, data security, communication network system, and contingency plan which is regularly adjusted to current risk and environment. The Audit Committee shall also consider the monitoring of the Management's improvement according to the Company's Auditor and Internal Auditor's recommendations.
7. Review the Company and its subsidiaries' Internal Audit to ensure the appropriated and efficient process according to the international standard, and consider "The Sufficiency Internal Control Assessment" as audited as assessed by the Internal Audit Office to ensure that the Company and its subsidiaries have sufficient internal controls system, as well as report to the Board of Directors.
8. Review the presence of beneficial proactive preventive system to enhance operating effectiveness and efficiency.
9. In the case that the subsidiary is a SET-listed company or the subsidiary has its own Audit Committee, the implementation of Clauses 1.1–1.8 in the subsidiary and any other companies within its group shall be supervised by the subsidiary's own Audit Committee.

Others

10. Select and propose the appointment of or discharge an independent person to perform duties as the Company's Auditor to the shareholders for approval including the remuneration of the Company's Auditor and evaluate the effectiveness of the Company's Auditor's performance. The Audit Committee shall also resolve the disagreement on financial report between the Management and the Company's Auditor and consider other operation of the Company's Auditor apart from auditing scope.
11. Prepare the Audit Committee's report to be disclosed in the Company's Annual Report and duly signed by the Chairman of the Audit Committee and containing at least the following information:
 - 11.1 Opinion on accuracy, adequacy, and reliability of the Company's financial report.
 - 11.2 Opinion on sufficient of the Company's Internal Control System.
 - 11.3 Opinion on compliance with the laws on Securities and Stock Exchange, requirements of the Stock Exchange of Thailand or laws relevant to the Company's business.
 - 11.4 Opinion on suitability of the Company's Auditor.
 - 11.5 Opinion on transactions with potential conflict of interest.

- 11.6 Number of the Audit Committee meetings and meeting attendance of each member of the Audit Committee.
 - 11.7 The Audit Committee's overall opinion and observation obtained from performing their duties according to the Audit Committee Charter.
 - 11.8 Other transactions deemed appropriate to be acknowledged by shareholders and general investors under scope of duties and responsibilities assigned by the Company.
- 12. Assess the presence of the Audit Committee's performance assessment as a whole and as self-assessment annually, and report to the Board of Directors. Review the Audit Committee Charter at least once a year for submission to the Board of Directors for approval.
 - 13. Coordinate with the Company's Auditor and organize a meeting with the Company's Auditor, without the attendance of the Management, at least once a year.
 - 14. Govern the Internal Audit Office as follows:
 - 14.1 Approve the Internal Audit Charter, internal audit plan, budget and manpower of the Internal Audit Office or select an internal auditor in case of outsourcing service. The Audit Committee shall also provide recommendations in respect of appointment, removal, transfer, or dismissal of the Director of Internal Audit Office or change the Internal Auditor in case of outsourcing service.
 - 14.2 Consider the independence of the Internal Audit Office based upon the execution of work, reports, and line of command, and review the execution of the Internal Audit Office for the performance assessment according to international standards.
 - 14.3 Review and recommend toward the audit performance of the Internal Audit Office.
 - 15. Perform any other duties as required by law or as assigned by the Board of Directors which is approved by the Audit Committee.

To fulfill its duties under its scope of authority, the Audit Committee is authorized to call for management, heads of offices, or employees concerned to present opinions, attend meetings, or submit necessary documents. In addition, the Audit Committee may seek independent opinion from professional consultants as deemed appropriate, at the Company's expense.

The Audit Committee performs duties within its authority and responsibilities under the order of the Board of Directors.

The Board of Directors is responsible for the Company's operations and is directly accountable to shareholders, other stakeholders, and the public.

Responsibilities

1. After the auditor is informed of the suspicious acts upon the Managing Director or any designated person against Securities and Exchange Act Section 281/ 2, the Second Paragraph, Section 305, 306, 308, 309, 310, 311, 312 or 313, the Audit Committee shall audit and report the preliminary statement to the Office of the Securities and Exchange Commission and the said auditor within 30 days after being informed by the external auditor.
2. In case of encountering any following suspicious acts that might affect the financial statement and operation of the Company materially, the Audit Committee shall report the circumstances to the Board of Directors of the Company for the proper execution with the appropriate time:
 - (1) Conflict of interest matters
 - (2) Any critical fraud or misconduct or defect in the internal control system
 - (3) Violation of Securities Acts, regulations of the Stock Exchange of Thailand, and any other laws relevant to the Company's business.

In case the Board of Directors or the Management do not take proper execution with the appropriate time, any of the Audit Committee Member may report the circumstances to the Office of the Securities and Exchange Commission or the Stock Exchange of Thailand.

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.

- *Sign by* -
SignedDirector
(Mr. Nithi Patarachoke)

(Seal)

- *Sign by* -
SignedDirector
(Mr. Numpol Malichai)