Origin Property Public Company Limited
496 Moo 9 Samrong Nuea, Mueang Samut Prakan
Samut Prakan 10270

Charter of the Executive Committee

Origin Property Public Company Limited ("the Company")

(Approved by the Board of Directors at Meeting No. 6/2021 on July 8, 2021.)

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Objectives

The Board of Directors deems it appropriate to implement this Charter of the Executive Committee in order to support the Executive Committee in performing its duties responsibly for the ultimate benefit of the Company and to ensure compliance with good corporate governance guidelines.

Composition

1. The Executive Committee shall consist of members who possess the qualifications and experience recommended by the Nomination and Remuneration Committee to the Board of Directors.
2. The Executive Committee shall be comprised of top executives from various business units and external independent experts, with a total membership of not less than three (3) persons.
3. The Chairman of the Executive Committee shall be appointed by the Board of Directors.
4. The Company Secretary shall serve as the secretary to the Executive Committee, unless otherwise determined by the Executive Committee.

Term of Office

Membership of the Executive Committee shall be vacated upon:

1. Death,
2. Resignation,
3. Removal by a resolution of the Board of Directors.

Any member of the Executive Committee wishing to resign from office shall submit a resignation letter to the Chairman. In this regard, the Board of Directors shall appoint a new member to replace the resigning member within ninety (90) days, ensuring that the Executive Committee maintains the full number of members as prescribed by the Board of Directors.

Authorities, Duties, and Responsibilities

1. The Executive Committee is responsible for managing the Company's business operations in accordance with its business objectives. Such management must comply with relevant policies, articles of association, regulations, laws, or any orders prescribed by the Board of Directors. In addition, the Executive Committee is responsible for reviewing and screening matters to be submitted to the Board of Directors for approval or endorsement.
2. The Executive Committee is responsible for formulating the vision, business strategies, business direction, business policies, goals, guidelines, operational plans, and budgets of the Company and its subsidiaries, to be submitted to the Board of Directors for approval.
3. The Executive Committee is responsible for monitoring and tracking the implementation of the Company's policies and management guidelines in various areas, ensuring that they are executed efficiently in accordance with the assignments designated by the Board of Directors.
4. The Executive Committee has the authority to approve the Company's investment expenditures or operations, borrowings or credit facilities from financial institutions, provision of loans, as well as entering into guarantees for the Company's ordinary course of business, provided that the financial limit for each transaction complies with the Delegation of Authority (DOA) approved by the Board of Directors.

   The approval authority of the Executive Committee for significant transactions is summarized as follows;

   - Approval of investment budget and operating expenses exceeding the approved annual budget by not more than 10% or not exceeding THB 10,000,000, whichever is lower.
   - Approval of land purchase for real estate project development in accordance with the project development budget approved by the Board of Directors, up to an amount not exceeding THB 400,000,000.
   - Approval of procurement and engagement of construction contractors for real estate project development in accordance with the project development budget approved by the Board of Directors, up to an amount not exceeding THB 400,000,000.

- Approval of procurement of construction materials and others for real estate project development in accordance with the project development budget approved by the Board of Directors, up to an amount not exceeding THB 60,000,000.
- Approval of engagement of construction management consultants, project consultants, and designers in accordance with the project development budget approved by the Board of Directors, up to an amount not exceeding THB 20,000,000.

5. The Executive Committee is responsible for reporting the following performance and operational results to the Board of Directors;
    - The Company's operational results on a quarterly basis within the timeframe prescribed by the Stock Exchange
    - The auditor's report on the Company's financial statements, including both annual and quarterly financial statements, within the timeframe prescribed by the Stock Exchange.
    - Any other reports as deemed appropriate by the Executive Committee.
6. In a meeting of the Executive Committee to consider and take any action within its scope of authority, duties, and responsibilities, the presence of not less than two-thirds (2/3) of the total number of Executive Committee members is required to constitute a quorum to proceed with any such action.
7. In voting at an Executive Committee meeting, each member shall have one (1) vote. In the event of a tie, the Chairman of the Executive Committee shall have a casting vote.
8. Any resolution of the Executive Committee requires the affirmative vote or approval (as the case may be) of not less than one-half of the total votes of the quorum present at such meeting.
9. Meetings of the Executive Committee shall be held as necessary and appropriate. Any member may call a special meeting in addition to the regular meetings, provided that the agenda of the meeting is notified to other members in advance within a reasonable and sufficient timeframe for the members to perform their duties in considering such agenda.
10. The Executive Committee may appoint working groups and/or any persons to screen matters to be proposed to the Executive Committee, to perform any acts beneficial to the

performance of duties of the Executive Committee, or to act on its behalf as assigned, within the scope of authority and duties of the Executive Committee.

11. The Executive Committee has the authority to sub-delegate and/or assign other persons to perform specific tasks on its behalf. Such sub-delegation and/or assignment must be within the scope of delegation specified in the Power of Attorney and/or in accordance with the regulations, terms, or orders prescribed by the Board of Directors. In this regard, the delegation of authority, duties, and responsibilities of the Executive Committee must not be a delegation or sub-delegation that enables the Executive Committee, or its attorney-in-fact, to approve transactions in which they or any person with a potential conflict of interest (as defined in the notifications of the Capital Market Supervisory Board or the Securities and Exchange Commission) may have an interest, receive benefits of any kind, or have any other conflict of interest with the Company or its subsidiaries.

12. The Executive Committee is responsible for monitoring compliance with the Non-Competition Agreement between the Company and Britania Public Company Limited ("BRI") ("Non-Competition Agreement") in the following cases;

    (a) The Company intends to amend the agreement or engage in a business that may breach the agreement, which necessitates an amendment thereto; or

    (b) BRI proposes an amendment to the agreement.

    If the Executive Committee determines that the proposed amendment under (a) or (b) above will not result in business competition between the Company and/or its group companies (as defined in the Non-Competition Agreement) and BRI and/or BRI's group companies (as defined in the Non-Competition Agreement), the Executive Committee shall seek the opinion of the Audit Committee and prepare the relevant details to submit the matter to the Board of Directors for further consideration.

    However, if the Executive Committee determines that the proposed amendment under (a) or (b) above may result in business competition with BRI and/or BRI's group companies (as defined in the Non-Competition Agreement), the Executive Committee must not submit the matter to the Audit Committee for their opinion, and in the case of (b), the Executive Committee shall have the authority to reject the proposed amendment to BRI.

13. Perform any other acts as assigned by the Board of Directors from time to time.

Meeting

The Executive Committee must hold a meeting at least once a month, or as deemed appropriate. The Chairman of the Executive Committee, or the Secretary to the Executive Committee acting upon the order of the Chairman, shall send a notice of the meeting to all members of the Executive Committee at least 7 days prior to the meeting date. However, in case of urgent necessity, the Chairman of the Executive Committee may call a meeting without providing a prior written notice.

Quorum

At a meeting of the Executive Committee, at least one-half of the total number of the Executive Committee members must be present to constitute a quorum. In the event that the Chairman of the Executive Committee is not present at the meeting or is unable to perform their duties, the members present shall elect one of the members to preside as the chairman of the meeting. Each member of the Executive Committee shall have one vote. Decisions of the meeting shall be made by a majority vote. Any member who has an interest in any matter shall have no right to vote on such matter. In the case of an equality of votes, the Chairman of the Executive Committee shall have an additional vote as a casting vote.

Responsible Personnel

All executives and department heads of the Company shall be responsible for reporting information or providing support to the Executive Committee upon request.

This shall take effect from July 8, 2021 onwards.

- Lucksananoi Punkrasamee-

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Mr. Lucksananoi Punkrasamee

Chairman of the Board of Directors

Origin Property Public Company Limited