

SYMPHONY COMMUNICATION PUBLIC COMPANY LIMITED

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ISO/IEC 27001 Information Security Management CERTIFIED CERTIFIED

# **Charter of the President**

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## 1. Objective

The Board of Directors considers appoints the president to be responsible for managing normal daily business, including supervising and monitoring performance of the management to ensure compliance with laws, the Company's Articles of Association as well as vision, mission, objectives, goals and policies set by the Board of Directors.

The Board of Directors has established the Charter of the President aiming to use it as a framework for the president to perform duties efficiently and effectively in compliance with regulations of applicable laws and the Corporate Governance Policy.

## 2. Qualifications of the President

- 2.1 Must be a natural person.
- 2.2 Must be at least 20 and must not be older than 75 years of age at the date that a meeting of the Board of Directors has a resolution for appointing.
- 2.3 Possess full qualifications and shall have neither prohibited characteristic as prescribed by the laws of Public Limited Companies, law of operation of telecommunication business and other relevant laws, nor characteristics that indicates the lack of suitability to be trusted to manage a company with public shareholders under Section 89/3 of the Securities and Exchange Act (No. 4) B.E. 2551.
- 2.4 Have knowledge, ability, expertise, and work experience that are associated with the Company's business, including any other skills that are beneficial and in line with strategies and directions to operate the Company's business.
- 2.5 Be responsible; possess leadership and far-sighted vision; and have good attitude toward the Company and any changes.
- 2.6 Be straightforward; perform duties and make judgements with honesty; and devote time to perform duties for the Company fully.
- 2.7 Have good behavior and good working record; as well as be honest, ethical, moral, and recognized by society.
- 2.8 Be reliable person; have good manners and interpersonal skills; and be able to communicate and coordinate with people at all levels.
- 2.9 Have good physical and mental health; as well as be mature, emotionally stable, and good listener.

### 3. Roles, Duties and Responsibilities

The Board of Directors has determined roles, duties and responsibilities of the president as follows:

- 3.1 Responsible for managing and operating the Company's day-to-day business with honesty, accountability, prudence, and due care.
- 3.2 Communicate the company's vision, missions, goals, policies, and business direction approved by the Board of Directors to the management so that they can use it as the framework for operating and performing duties.

# **Excellent Experience**



- 3.3 Monitor to ensure that the management executes in accordance with objectives, goals, policies, strategies, master operating plans and budget approved by the Board of Directors and/or the Executive Committee, as well as laws, objectives, the Company's Articles of Association, resolutions of shareholders' meeting as well as the Board of Directors and/or the Executive Committee.
- 3.4 Define strategy, operating plans and annual budget as well as authorities to manage the Company's affairs and present them to the Executive Committee for consideration before seeking approval from the Board of Directors.
- 3.5 Develop and improve the operational processes continuously and nurture innovation that creates value added for the sustainable growth of the Company.
- 3.6 Put in place an efficient internal control system, risk management system and preventive measure of fraud and corruption.
- 3.7 Monitor to ensure that financial reports are prepared, and important information is disclosed correctly, adequately and in a timely manner in compliance with applicable regulations, standards, and guidelines.
- 3.8 Follow up and evaluate operating results of the Company on a regular basis to prevent risks from various factors both inside and outside the company.
- 3.9 Report on implementation progress and operating results of the Company to the Executive Committee and the Board of Directors on a regular basis.
- 3.10 Build and promote corporate culture of ethics and good governance.
- 3.11 Represent the Company in communication with shareholders and stakeholders, and for public relations particularly on building network and good corporate image.
- 3.12 File a report on holding or change (buy, sell, transfer or accept transfer) in holding of the Company' securities of their own and their related persons in accordance with the regulations of the SEC and the SET.
- 3.13 Prepare a report on vested interest of their own and their related person in accordance with the reporting criteria for reporting interests set by the Company.
- 3.14 Attend seminars or training programs which are relevant to role to gain knowledge and enhance skills and ability to work.
- 3.15 Report on holding of securities and changes in holding of securities (buy, sell, transfer, or receive transfers) issued by the Company in accordance with the regulations of the SEC Office and the SET.
- 3.16 Prepare a report on self-interests and of related persons accordance with the requirement for reporting interests of directors and executives of the Company.
- 3.17 Attend training courses related to position and responsibilities to have knowledge and enhance skills and ability to work.
- 3.18 Perform other duties as assigned by the Board of Directors and/or the Executive Committee.

### 4. Scope of Authorities

The Board of Directors has stipulated authorities of the president as follows:

4.1 The president has authority to make decisions on various important matters, approve normal business transactions of the Company, including signing agreements, orders, notices within the scope of authorities and budget limit according to the Company's Delegation of Authorities Guides approved by the Board of Directors.



- 4.2 The president has authority to reorganize the organizational management structure from the division and business unit levels downward, except in the case of the establishment of a new company or cancellation of the business.
- 4.3 The president has authority to supervise, command, control, investigate and monitor performance of all divisions.
- 4.4 The president has authority to issue orders, rules, announcements, memos to ensure that duties performance of employees and executives comply with laws, regulations, policies and practices for the benefit of the Company and to maintain discipline and order within the organization.
- 4.5 The president has authority to hire, appoint, transfer, dismiss and terminate employees and executives at all levels as deemed appropriate, except (1) hiring, appointing, transferring, dismissing and terminating C-level executives must be approved by the Executive Committee and the Nomination, Compensation and Corporate Governance Committee and the Board of Directors, (2) appointing, transferring and terminating the company secretary must be approved by the Board of Directors, and (3) hiring, appointing, transferring and terminating the head of the internal audit department must be approved by the audit committee.
- 4.6 The president has authority to determine authorities, duties and responsibilities, and appropriate compensation for employees and executives at all levels, except for the compensation of the C-level executives that must be approved by the Executive Committee and/or the Nomination, Compensation and Corporate Governance Committee and/or the Board of Directors.
- 4.7 The president has authority to determine trade conditions for the benefit of the Company.
- 4.8 The president has authority to hire or appoint advisors necessary for operations within the scope of authorities and limit according to the Company's Delegation of Authorities Guides and budget approved by the Board of Directors.
- 4.9 The president has authority to appoint and manage working groups to make decision or take action on any matters as deemed necessary and appropriate.
- 4.10 The president may assign one or several persons to perform specific tasks or act on his/her behalf as deemed appropriated within the scope of authorization as set forth in the power of attorney and/or in accordance with the regulation of approval authority approved by the Board of Directors. The delegation of authority must be made in writing clearly specifying scope of authorities and period (if any) of the authorized person(s).

Nevertheless, the delegation must not be the authorization or sub-authorization that enable the president or any designated persons to approve the transaction in which they may have conflict, vested interest, or any other conflict of interest with the Company or its subsidiary companies.

### 5. Holding Position in Other Companies

5.1 The president must not engage in any business in the same nature and in competition with the business of the Company or its subsidiary companies; including not being a partner in a partnership/limited partnership, director with management authority, employee, staff member, or advisor who receives salary; and not holding shares exceeding one (1) percent of the total number of shares with voting rights of other company which undertakes business in the same nature and in significant competition with the business of the Company or its subsidiaries for his/her own benefit or for others' benefit.



- 5.2 Directorship in other companies and/or juristic persons of the president must not be contrary to the provisions of the law and must not be a hindrance to the duties of the Company's president.
- 5.3 In the event that the president will become a director in other companies, it must be approved by the Board of Directors first. In this regard, the Company requires that the president can hold directorship in no more than two (2) other companies listed on the SET.
- 5.4 The Board of Directors may assign the president for directorship in subsidiary or associated companies to ensure that governance of subsidiary or associated company is in line with the Company's policies and objectives.

### 6. Reporting

The president shall report results of duties performance to the Board of Directors and the Executive Committee on a regular basis.

*This Charter of the President has been approved by the resolution of the Board of Directors Meeting No. 6/2023 on December 18, 2023 and is effective from December 18, 2023 onwards.*