INVESTMENT COMMITTEE CHARTER
OF RS PUBLIC COMPANY LIMITED

1. Principles and Objectives

The Board of Directors of RS Public Company Limited (the "Company") has established the Investment Committee to define its composition, roles, duties, responsibilities and operating guidelines as delegated by the Board of Directors, thereby enabling the Investment Committee to effectively perform its duties in formulating investment plans, overseeing investments and allocating capital (Capital Allocation). The purpose is to ensure that the Company's investment decisions are made efficiently and in alignment with its strategy, risk appetite, investment policy framework, risk management policy, relevant operating procedures and investment guidelines prescribed by the Board of Directors, with a view to creating sustainable value for shareholders.

2. Composition

1) The Investment Committee shall comprise directors and/or executives of the Company. Members shall possess, as appropriate, knowledge and expertise in investment, finance, risk management, law, business strategy and mergers and acquisitions (M&A), and are not required to be members of the Board of Directors.
2) The Investment Committee shall consist of at least three members.
3) The Board of Directors shall appoint a director or a suitable executive to serve as the Chairman of the Investment Committee.
4) The Chairman of the Investment Committee may appoint a Secretary to the Investment Committee to support its operations, coordinate meeting schedules and agendas, prepare minutes of meetings and follow up on the progress of resolutions for reporting to the Executive Committee.

3. Qualifications

1) Members shall possess knowledge and understanding of business valuation, project feasibility analysis, financial risk management and capital allocation, as well as sufficient experience to contribute effectively to the Company's business operations. Members shall demonstrate integrity and business ethics and devote sufficient time and commitment to fully apply their knowledge and abilities in the performance of their duties for the Company.
2) Members shall possess all required qualifications and shall not have any prohibited characteristics under the Public Limited Companies Act, the Securities and Exchange Act and other applicable laws.
3) Members shall not have conflicts of interest in any matter under consideration. Where a member has an interest in any agenda item, such interest shall be disclosed and the member shall abstain from voting on that agenda item.

4. Appointment and Term of Office

1) The Board of Directors shall appoint members of the Investment Committee and shall have the authority to remove members or appoint replacements for vacant positions as it deems appropriate.
2) Each member of the Investment Committee shall serve a term of three years and may be reappointed upon the expiration of his or her term of office.
3) A member of the Investment Committee who is an executive of the Company shall hold office for as long as he or she remains an executive of the Company, unless the Board of Directors resolves otherwise.
4) Other than vacating office upon the expiration of the term, a member of the Investment Committee shall vacate office upon:

(1) Death;
(2) Resignation;
(3) Ceasing to be a director or executive of the Company, in the case of a member appointed by virtue of such position;
(4) Lacking qualifications or possessing prohibited characteristics under applicable laws; or
(5) Removal by a resolution of the Board of Directors.

5) In the event that a position on the Investment Committee becomes vacant for any reason other than the expiration of the term of office, the Board of Directors shall appoint a person who possesses all required qualifications and has no prohibited characteristics under applicable laws as a replacement, in order to maintain the number of members as prescribed in this Charter. However, if the remaining term of the vacant position is less than two months, the Board of Directors may elect not to appoint a replacement. A replacement member shall hold office only for the remaining term of the member whom he or she replaces.

6) A member wishing to resign shall submit a resignation letter to the Company. The resignation shall take effect from the date the Company receives the resignation letter.

7) Where a new member is appointed to replace a member who resigns before the expiration of his or her term, the new member shall serve for the remaining term of the member whom he or she replaces.

5. Scope of Authority, Duties and Responsibilities

1) Consider and establish investment policies, criteria, strategies, objectives and investment plans in compliance with applicable government rules, regulations and notifications, and subject to the Public Limited Companies Act, the Securities and Exchange Act and/or other applicable laws, as well as resolutions of the Board of Directors.

2) Consider investments in new businesses, joint ventures, joint trading activities, investment business, liquidity management and the management of investment portfolios of the Company and its subsidiaries, including both tangible and intangible assets, domestically and internationally.

3) Consider investments in accordance with the Company's Delegation of Authority (DOA) and report to the Board of Directors. The Investment Committee shall have the authority to approve acquisitions or disposals of assets with a transaction size not exceeding 10 percent of net assets (NA), and connected transactions with a transaction size of less than 1 million baht and less than 0.03 percent of net assets (NA), whichever is lower, calculated based on the latest financial statements. Transactions exceeding the Investment Committee's approval authority shall be submitted to the Board of Directors for approval. Such transactions shall be conducted in accordance with the applicable notifications of the Stock Exchange of Thailand governing connected transactions of listed companies or acquisitions or disposals of assets of listed companies, as the case may be.

4) Consider the appropriateness, investment value and expected returns of investments, and coordinate with the Risk Management Committee in assessing the risks of significant investment projects. Such assessment shall be consistent with the Company's Risk Appetite and shall include consideration of the impact on the Company's financial position, liquidity, strategy and business operations before approving an investment or recommending the investment for approval by the Board of Directors or the shareholders' meeting.

5) Consider environmental, social and governance (ESG) factors that may affect investments and the Company's long-term value creation.

6. Approval Authority

The Investment Committee shall have the authority to consider and approve matters within the scope of authority delegated by the Board of Directors and in accordance with the Delegation of Authority (DOA).

7. Meetings

1) The Investment Committee shall meet at least once every quarter, or as necessary.
2) A quorum shall consist of not less than one-half of the total number of members of the Investment Committee.
3) Resolutions of the meeting shall be adopted by a majority vote of the members present at a meeting at which a quorum is constituted. Each member shall have one vote.
4) Meetings may be conducted by electronic means as permitted by law.
5) Minutes of meetings and reports on the Committee's performance shall be prepared and submitted to the Board of Directors.

8. Reporting

The Investment Committee shall report the results of its meetings and the performance of its duties to the Board of Directors at least once every quarter and shall report on its performance during the preceding year to shareholders in the Annual Report, disclosing the following information:

- Number of meetings held;
- Number of meetings attended by each member of the Investment Committee; and
- Performance of duties in accordance with this Charter, including risk trends and the effectiveness of risk management.

9. Performance Evaluation

A performance evaluation shall be conducted at least once a year, covering both individual members and the Investment Committee as a whole. The evaluation results shall be used to improve the effectiveness of the Investment Committee and shall be reported to the Board of Directors for acknowledgment.

10. Others

1) Perform any other duties assigned by the Board of Directors.
2) The Investment Committee shall provide recommendations to the Board of Directors. The final decision-making authority shall remain with the Board of Directors, except where authority has been expressly delegated to the Investment Committee.
3) The Investment Committee shall review this Charter at least once a year, or whenever there are changes to applicable laws, regulations or relevant practices, to ensure alignment with the principles of good corporate governance and sustainable business operations.

(Mr. Chakkrit Parapuntakul)
Chairman of the Board
RS Public Company Limited