

Ref. OBD. No. 012/2025

13th August 2025

Subject : Notification of amendments to the charter of the Audit Committee

To : The President
The Stock Exchange of Thailand

Attachment : Form to Report on Names of Members and Scope of Work of the Audit Committee (F. 24-1)

XSpring Capital Public Company Limited (**“the Company”**) would like to report on the resolution of the Board of Directors Meeting No. 7/2025 held on 13th August 2025 at 9.30 a.m. The meeting resolved to approve amending the charter of the Audit Committee.

Please be informed accordingly.

Yours faithfully,

Ms. Varangkana Artkarasatapon
Managing Director

Company Secretary Office
Tel: 02-030-3730 ext. 1001

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

The Board of Directors meeting of XSpring Capital Public Company Limited No. 7/2025 held on 13th August 2025 resolved the meeting's resolutions in the following manners:

- 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) _____
- (2) _____
- (3) _____
- (4) _____

, the appointment of which shall take an effect as of _____

- ⊙ Determination/Change in the scope of duties and responsibilities of the audit committee with the following details:

(modify no.2) Oversee the Internal Audit's performance to ensure alignment with the approved annual audit plan and compliance with international standards for the professional practice of internal auditing. Consider internal audit reports and provide opinions thereon before presenting the Audit Committee's report to the Board of Directors.

(modify no.3) including significant revisions to the audit plan, and endorse the Compliance oversight plan and annual supervision results under the Audit Committee's governance.

(modify no.4) and hold at least one (1) meeting annually with the Head of Internal Audit to discuss significant matters without the presence of management.

(modify no.5) Conduct regular annual assessments of the quality of the internal audit function, including an external independent quality assessment at least once every five (5) years.

(modify no.6) and regularly acknowledge reports on key progress and issues regarding such compliance.

, the determination/change of which shall take an effect as of 13th August 2025

The audit committee is consisted of:

1. Chairman of the audit committee	Dr. Pairoj Boonkongchuen	remaining term in office approximately 1 years 9 months
2. Member of the audit committee	Mr. Kittichai Raktakanit	remaining term in office approximately 2 years 9 months
3. Member of the audit committee	Mr. Thanarak Phongphatar	remaining term in office approximately 1 years 3 months
Secretary of the audit committee	Ms. Poomjai Jaiwong	

Enclosed hereto is _____ - _____ copy of the certificate and biography of the audit committee. The audit committee number _____ 1-3 _____ 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 Director on the following matters:

1. Review the sufficiency, credibility, and objectivity of the Company's financial statements to ensure they are complete, accurate, reliable, and timely, by coordinating with the external auditors and management responsible for preparing the quarterly and annual financial reports. The Audit Committee may also recommend specific matters for the external auditors to review or audit during their examination of the Company.
2. Review the adequacy and effectiveness of the internal control systems and internal audit functions by coordinating with the external and internal auditors. Oversee the Internal Audit's performance to ensure alignment with the approved annual audit plan and compliance with international standards for the professional practice of internal auditing. Consider internal audit reports and provide opinions thereon before presenting the Audit Committee's report to the Board of Directors.
3. Review and approve audit plan, budget, manpower, and required resources of Internal Audit Department, including significant revisions to the audit plan, and endorse the Compliance oversight plan and annual supervision results under the Audit Committee's governance.
4. Consider and review independent of the Internal Audit Department, and hold at least one (1) meeting annually with the Head of Internal Audit to discuss significant matters without the presence of management.
5. Participate on the appointment, dismissal, resignation and evaluation of head of Internal Audit Department. Conduct regular annual assessments of the quality of the internal audit function, including an external independent quality assessment at least once every five (5) years.
6. Review the Company's compliance with the Securities and Exchange Act, rules and notifications of the Stock Exchange of Thailand, and other applicable laws relevant to the Company and/or its business and regularly acknowledge reports on key progress and issues regarding such compliance.
7. Consider and advise the appointment of the external auditors including the audit fee by considering the creditability, the independence, the adequacy of its resources, the firm's audit engagements, and the

experience of its supervisory and professional staff including attending meetings with the auditor without the management attending the meeting at least once a year.

8. Review the connected transactions, or the transactions that may lead to conflicts of interests, to ensure that they are in accordance with the Securities and Exchange Act, rules and notifications of the Stock Exchange of Thailand, and/or other applicable laws relevant to the Company and/or its business, and are reasonable and for the highest benefit of the Company.
9. Take care of any other matters assigned to it by the Board of Directors, such as reviewing the company's financial and risk management policies, reviewing compliance with the Code of Corporate Conduct of the management, and reviewing with the company's management, all important reports which must be disclosed to the public according to the law. (e. g. Management Discussion and Analysis (MD&A), etc.).
10. Report the activities of the Audit Committee in the Company's annual report, which must be signed by the chairman of the Audit and Risk Management Committee. The following information should be included in the report:
 - 10.1 comments on the Company's financial reporting process and the disclosure of its financial information, which must be correct, sufficient, and credible,
 - 10.2 comments on the adequacy of the Company's internal control systems,
 - 10.3 comments on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business,
 - 10.4 comments on the suitability of an auditor,
 - 10.5 comments on the transactions that may lead to conflicts of interests,
 - 10.6 the number of audit committee meetings, and the attendance of such meetings by each committee member,
 - 10.7 an opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter, and
 - 10.8 Other statements that shareholders and general investors deem to be considered under the scope of the functions and responsibilities assigned to them by the board.
11. Review and/or amend the Audit Committee Charter at least once a year to ensure its alignment with current circumstances, and submit it to the Board of Directors for approval.
12. Perform self-assessment at least once a year and report the results to the Board of Directors for consideration.
13. Take all necessary actions to insure that the Board of Directors / Executive Management have evaluated, addressed and are monitoring the material risk associated with the Company's operations.
14. Receive complaints and whistleblower reports related to misconduct, corruption, or non-compliance with laws, regulations, and the company's code of business ethics. Oversee an independent and appropriate

investigation process for verifying facts and determining penalties, in accordance with the relevant policies established by the Board of Directors.

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

Signed _____ Director
(Ms. Varangkana Artkarasatapon)
Authorized Director

Signed _____ Director
(Mr. Pinit Puapan)
Authorized Director