



Charter of the Corporate Social Responsibility Committee

**Nawarat Patanakarn Public Company Limited
(CRC – 01)**

Revision 00
Date 17/09/2015

Charter of the Corporate Social Responsibility Committee

1. Purpose

The Board of Directors has appointed the Corporate Social Responsibility Committee to assist to the Board of Directors to oversee and perform the Company social responsibility activities.

2. Composition and Appointment of the Corporate Social Responsibility Committee

2.1 The Corporate Social Responsibility Committee shall consist of not less than 3 (three) members and at least one member must be independent director

2.2 The Corporate Social Responsibility Committee shall be appointed by the Board of Directors

2.3 The Chairman of the Corporate Social Responsibility Committee must be independent director

3. Office Term

3.1 The Corporate Social Responsibility Committee shall serve a term of office of 3 (three) years as from the date of appointment.

3.2 The Corporate Social Responsibility Committee members who have completed their terms may be re – appointed by the Board of Directors.

3.3 In case a vacancy occurs for reasons other than term completion, the Board of Director shall appoint a qualified person to maintain the required numbers of the committee members as defined in this Charter. The substituted member can only be in the office within the remaining term of the member he/she replaces.

3.4 A Corporate Social Responsibility Committee member who desires to resign ahead of term completion must notify and submit a resignation letter to the Chairman of the Board at least 30 days in advance.

3.5 A Corporate Social Responsibilities Committee member shall vacate office when he or she:-

- completes the term;
- resigns;
- deceases;
- is dismissal by the Board of Director’s resolution;
- is imprisoned under the final court verdict or a legal order, except for offences caused by negligence or misdemeanor;

- is considered to be incompetent or quasi – incompetent;
- becomes bankruptcy

4. Duties and Responsibilities of the Corporate Social Responsibility Committee

4.1 Set out the Company's corporate social responsibility (CSR) policy framework and activity plan and propose to the Board of Directors for approval. The Committee may invite the management, employees or concerned persons to give opinions, join meeting or submit relevant information.

4.2 Appoint working team to perform corporate social responsibility (CSR) activities as deemed appropriate; monitor its performance by assigning to prepare performance report on CSR activities and present to the Corporate Social Responsibility Committee.

4.3 Review performance outcome of CSR activities and report to the Board of Directors.

4.4 Monitor and report the Board of Directors current and emerging sustainable development and CSR issues and trend.

4.5 Review and approve disclosure of corporate social responsibility report in the Company's annual report.

4.6 Consider and approve budget and expenses for exercising CSR activities.

4.7 Execute other duties as assigned by the Board of Directors.

5. Meeting and Quorum

5.1 The Corporate Social Responsibility Committee must hold meetings at least twice a year by setting meeting dates in advance all year round and may invite the management, executives or relevant parties or persons deemed appropriate to join meeting, give opinions or deliver documents as deemed relevant or necessary.

5.2 The Chairman or the assigned person sends meeting invitation specifying date, time, venue and agenda details to all committee members at least 7 (seven) days ahead of the meeting. Except for the urgent case to protect the company's interest, notification of the meeting can be given through other means and the meeting can be convened earlier.

5.3 To form a quorum in the meeting, at least half of the total members of the Corporate Social Responsibility Committee must be present.

5.4 The Chairman of the Corporate Social Responsibility Committee shall also be the chairman of the meeting. In case the Chairman is absent or cannot perform the duty, other members attending the meeting can select one member to be substituted chairman of the meeting.

5.5 Each member of the Corporate Social Responsibility Committee with vested interest in any agenda item must abstain from voting on that item.

5.5 The resolution of the meeting will take into account the majority of votes, with one member having one vote. If the member of votes is equal, the chairman will cast decisive vote.

6. Reporting

The Corporate Social Responsibility Committee shall report its performance to the Board of Directors at least twice a year and shall prepare a report about activities carried out in a year to disclose in the Company's annual report.

7. Performance Evaluation

The Corporate Social Responsibility Committee shall conduct a self – appraisal at least once a year and shall submit the results to the Board of Directors for acknowledgement and consideration.

8. Remuneration of the Corporate Social Responsibilities Committee

The Nomination and Remuneration Committee shall determine and recommend the remuneration of the Corporate Social Responsibility Committee to the Board of Directors for consideration and shall propose to the meeting of shareholders for approval.

This charter is approved by the Board of Director's Meeting no. 09/2015 on September 17, 2015 and is enforced from September 17, 2015

(Mr. Mana Karnasuta)
Chairman
Nawarat Patanakarn Public Company Limited