

Audit Committee Charter
Kiatnakin Phatra Bank Public Company Limited

Roles, Duties, and Responsibilities

The Audit Committee has the following roles, duties, and responsibilities as assigned by the Board of Directors:

Financial reporting and auditors

1. Review the Group's financial reporting to ensure its accuracy, adequacy, and preparation within an appropriate timeframe.
2. Consider, select, and nominate an independent person to be the Group's auditor; propose remuneration for the auditor; and attend a non-management meeting with the auditor at least once a year.
3. Consider the plan or scope of the audit to ensure that it has covered all substantive risks and financial reporting requirements. Monitor and ensure appropriate and timely correction of the issues identified by the auditor.
4. Consider the Group's policy relating to non-audit services provided by the auditor and review it to ensure that the use of such services does not interfere with the auditor's independence.

Internal control system and internal audit

5. Review the Group's internal controls, including information technology security and control, to ensure that they are suitable and effective.
6. Determine the internal audit unit's independence; review the Group's internal audit to ensure that it is suitable and efficient; and approve the appointment, transfer, and dismissal, as well as the performance efficiency and effectiveness of the chief of the internal audit unit or any other unit in charge of an internal audit.
7. Review the implementation of remedial actions on the audit issues raised by the regulators, external auditors, and internal auditors.

Compliance with laws and regulations

8. Review the performance of the Group companies to ensure compliance with the laws pertaining to financial institutions, the law on securities and exchange, the SET's regulations, the Bank of Thailand's regulations, other laws and regulations relating to financial institutions and securities businesses, and any other laws, such as the Anti-Money Laundering and Counter-Terrorism and Proliferation of Weapon of Mass Destruction Financing (AML/CTPF), requirements of the OIC, the Personal Data Protection Act, etc.

9. Review to ensure that the Group companies follow the Group's policies.

Connected transactions or transactions that may have conflicts of interest, as well as transactions involving the acquisition or disposal of significant assets ('MT')

10. Review and opine on significant MT and RPT transactions that require approval from the Board of Directors or shareholders' meeting. The Audit Committee should consider at least the following aspects: the rationale of the transaction, details and identity of the contracting party, returns and associated risks, especially legal risks, and the impact on financial status and operations. Additionally, ensure the disclosure of such transactions complies with the laws and regulations of the SET, aiming to ensure the transactions are reasonable and for the highest benefit.

11. For MT and RPT transactions where the management has the authority to approve, the Audit Committee must review to ensure that there is a system or process for the management to report such transactions, including analyzing the rationale of the transactions for continuous awareness.

12. After obtaining approval for MT and RPT transactions, the Audit Committee continues its responsibility to monitor and inquire about the progress of these transactions with management. Additionally, the Audit Committee must oversee that the Bank discloses and reports the progress to shareholders as required. This involves considering various pieces of information to scrutinize abnormalities in the overall picture, such as media reports provided by executives, fluctuations in the Bank's stock price, and stock transactions of the Bank's directors and executives. If there is suspicion that the Bank's directors and executives may disseminate distorted or inaccurate news or engage in MT and RPT transactions for the purpose of influencing stock prices, the fact should be reported promptly to the SEC.

Utilization of the raised funds aligns with the disclosed objectives

13. Review details related to the utilization of raised funds, such as the feasibility of project investments, the appropriateness of the fundraising amount and channels, and the Bank's capital structure. This includes reviewing investment agreements and ensuring the sufficiency of funds raised for project investments.

14. Review to ensure the Bank has mechanisms to oversee and monitor the utilization of raised funds accurately and appropriately, aligning with the disclosed objectives. This involves having internal control systems that ensure transparency and verifiability in the disbursement of raised funds.

Reporting

15. Report on the committee's performance to the Bank's Board of Directors at least once every quarter.

16. Prepare and disclose the following information in the Group's annual report and the Audit Committee's report that must be signed by the Audit Committee's Chairperson:
 - (a) opinion on the accuracy, completeness, and credibility of the Group's financial report;
 - (b) opinion on the adequacy of the Group's internal control system;
 - (c) opinion on the compliance with the laws pertaining to financial institutions, the law on securities and exchange, the SET's regulations, the Bank of Thailand's regulations, other laws and regulations relating to financial institutions and securities businesses, and any other laws, such as the Anti-Money Laundering and Counter-Terrorism and Proliferation of Weapon of Mass Destruction Financing (AML/CTPF), requirements of the OIC, the Personal Data Protection Act, etc.
 - (d) opinion on the suitability of the auditor;
 - (e) opinion on the transactions that may lead to a conflict of interest;
 - (f) the number of the Audit Committee's meetings and the attendance of such meetings by each committee member;
 - (g) opinion or overview comment received by the Audit Committee from its performance of duties in accordance with the charter; and
 - (h) other transactions that, according to the Audit Committee's opinion, should be known to shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Bank's Board of Directors.
17. Report to the Bank's Board of Directors in order that remedial action can be taken within the timeframe that the Audit Committee deems appropriate in case the Audit Committee finds or suspects any misconduct, as follows:
 - (a) Any transaction that causes a conflict of interest;
 - (b) Any fraud, irregularity, or material defect in an internal control system; or
 - (c) Any violation of the laws pertaining to financial institutions, the law on securities and exchange, the SET's regulations, the Bank of Thailand's regulations, other laws and regulations related to financial institutions and securities businesses, and any other laws, such as the Anti-Money Laundering and Counter-Terrorism and Proliferation of Weapon of Mass Destruction Financing (AML/CTPF), requirements of the OIC, the Personal Data Protection Act, etc. If the Bank's Board of Directors or the management fails to rectify the matter within the period specified by the Audit Committee, the Audit Committee shall disclose such transaction or act in the annual report and report to the Bank of Thailand, the SEC, or the SET accordingly.

Others

18. When receiving information from the auditor pursuant to Section 89/25 of the Securities and Exchange Act about suspicious circumstances that the director, manager, or any person responsible for the operation of the Group commits an offense under Section 281/2 paragraph two, Section 305, Section 306, Section 308, Section 309, Section 310, Section 311, Section 312, or Section 313, the Audit Committee should promptly report the preliminary suspicious circumstances to the SEC and provide initial examination results to the SEC and the auditor within 30 days. If the Audit Committee deems that the suspicious circumstances may significantly impact the rights of shareholders or involve matters that shareholders should be promptly informed of, it should promptly disclose preliminary information to investors. Following the investigation, the Audit Committee should report the progress of the preventive and deterrent measures against suspicious activities and elevate the internal control system to the SEC until completion of the actions taken.
19. Receive information about improper transactions in financial statements or other issues from employees.
20. Inspect or question any relevant personnel regarding any related issues within the Group. The Audit Committee has the authority to hire or bring in specialists to assist with the auditing process, as they deem appropriate.
21. If necessary, the Audit Committee may invite the management or any relevant person(s) to join the meeting to provide additional information related to the matter being audited.
22. Consult and exchange views with the Risk Oversight Committee in order to assess if the risk management policies and strategies cover all existing and emerging risks and if the implementations of such policies and strategies are effective and efficient.
23. Review the accuracy of the Anti-corruption Self-evaluation Report and reference documents, which are prepared and audited by the Legal and Compliance Group and the Internal Audit Office, respectively, in accordance with the review period as prescribed by CAC.
24. Perform any other act as assigned by the Bank's Board of Directors and accepted by the Audit Committee.
25. Perform any other act as the law prescribes under the authority of the Audit Committee.

The Audit Committee shall meet at least once every quarter or as often as it deems appropriate, and it shall also meet with the Audit Committee of the Group companies at least twice a year. The Chairperson of the Audit Committee may set up the committee meeting via an electronic channel. The quorum for the Audit committee's meetings must consist of no less than half of the Audit Committee members. The meeting resolution is passed by a majority vote of the committee members attending the meeting. The Audit Committee may adopt



a resolution without holding a meeting if all committee members sign their names on a copy of the text of such a resolution, and such a resolution shall have the same force and effect as if it had been adopted at a duly convened meeting of the Audit Committee. The Chairperson of the Audit Committee or the committee member who has been assigned to act as the Chairperson of the meeting has the casting vote.