

CENTRALRETAIL

Chief Executive Officer's Authorities, Duties and Responsibilities

Central Retail Corporation Public Company Limited

Chief Executive Officer's Authorities, Duties and Responsibilities

(1) Determine visions, strategies, business directions, objectives, policies, business plans, budgets, management structure and delegation of authority of Central Retail Corporation Public Company Limited (CRC) and its subsidiaries to submit to the Executive Committee and/or the Board of Directors for approval.

(2) Monitor, manage, operate, and conduct the regular business-related duties for CRC's interests, according to its visions, business directions, policies, strategies, objectives, business plans, and annual budget plans approved by the Executive Committee and/or the Board of Directors, and/or as assigned by the Executive Committee and/or the Board of Directors.

(3) Coordinate with the Executive Committee for the business actions and risk management to be consistent with CRC's objectives and requirements, together with the resolutions of the Executive Committee and/or the Board of Directors, and/or the Shareholders' Meetings.

(4) Approve any agreements and/or transactions related to its general business operation (such as trading, investing or co-investing with other parties for its general transactions for the advantages of the operational objectives) under the conditions and within the financial amount set by the Delegation of Authority or the Board and/or the Executive Committee and/or the Board of Directors and/or the related laws and regulations and/or CRC's principles.

(5) Approve any loans and business loan applications from the financial institutions, as well as lending, pledging, mortgaging or CRC and its subsidiaries standing sureties for loans within the financial amount set by the Delegation of Authority and/or the Executive Committee and/or the Board of Directors.

(6) Follow up, review and control the performances of CRC, its subsidiaries and/or associated companies to ensure the good performances as the goals set; report to the Executive Committee and the Board quarterly; and seek opportunities to improve and develop for the better operating results.

(7) Develop the organization's good performance and operating results, with consistent improvement for the sustainable growths.

(8) Conduct appropriate and thorough technical and financial studies on investment opportunities in good new projects to assist decision-making.

(9) Operate in accordance with the regulations of the Securities and Exchange Commission, Thailand, including the Stock Exchange of Thailand regarding the Connected Transactions and the Acquisition and Disposition of Assets as well as the Company's regulations, which resolved approval from the Executives Committee and/or the Board of Directors.

(10) Appoint consultants in the fields necessary to CRC's operation within the budget and financial amount set by the Delegation of Authority and/or the Board, the Executive Committee and/or the Board of Directors.

(11) Establish regulations, rules, practices, and requirements for the organizational structure of the positions lower than top management (as defined as "Executive" in the Announcement of the Securities and Exchange Commission at KorChor. 17/2551 regarding the determination of definitions in notifications relating to issuance and offer for sale of securities), as well as hiring, appointment, transferring, removal, and dismissal of employees in the positions lower than top management.

(12) Determine the remuneration structure, wage rates, compensation, premiums and rewards, bonuses, and salary increment for executives and employees in the positions lower than top management within the scope and policy set by the Board of Directors and/or the Executive Committee.

(13) Issue internal orders, announcements and memorandums for CRC's operation to be in line with the policy and for CRC's interests; maintain the internal disciplines, authorize and/or sub-authorize one or many persons to take actions on behalf of the Chief Executive Officer within the scope of authority specified in CRC's Power of Attorney and/or rules, regulations or resolutions of the Board. Such authorizations of the Chief Executive Officer will not be of the authorizations or sub-authorizations enabling the Chief Executive Officer or its attorneys to approve their or the related parties' items with actual or possible conflict of interests (as defined in the Announcement of SEC and/or the Thai Capital Market Supervisory Board), interests or benefits in any form or possible conflict of interests with CRC or its subsidiaries, unless it is the item approval in line with the policies and principles approved by the Board of Directors.

(14) Conduct other duties assigned by the Executive Committee and/or the Board of Directors and have authority to take actions necessary for the duties.

Chief Executive Officer's Authorities, Duties and Responsibilities are effective from 6 September 2019 onwards.

-Signed-

(Dr. Prasarn Trairatvorakul)

Chairman of the Board of Directors

Central Retail Corporation Public Company Limited