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Authorities, Duties, and Responsibilities of the Managing Director

TPCS Public Company Limited

The Board of Directors shall consider appointing the Managing Director and prescribing their authority, duties, and responsibilities as follows:

1. Have the authority to manage the Company's business operations in accordance with the policies, laws, objectives, Articles of Association of the Company, resolutions of the shareholders' meeting, resolutions of the Board of Directors' meeting, resolutions of the Executive Committee's meeting, as well as relevant operating regulations.
2. Have the authority to direct and take any necessary and appropriate actions to successfully accomplish the operations under item 1. In the case of significant matters, report and/or inform the Board of Directors and/or the Executive Committee for their acknowledgment.
3. Have the authority to command, employ, appoint, remove, transfer, evaluate merits, and impose disciplinary measures, as well as determine the remuneration and welfare of employees. However, such actions must not conflict with the authority of the Executive Committee.
4. Have the authority to issue regulations regarding the Company's operations, provided that they do not conflict with or contradict the policies, Articles of Association, regulations, requirements, orders, and any resolutions of the Board of Directors and/or the Executive Committee.
5. Have the authority to sub-authorize and/or assign other persons to perform specific tasks on their behalf.
6. Promote and develop the Company to conduct business with business ethics, complying with laws, morality, and good culture, while adhering to the principles of good corporate governance.
7. The aforementioned exercise of authority by the Managing Director cannot be performed if the Managing Director may have a material interest or may have any form of conflict of interest with the Company.
8. In exercising such authority, if there is any doubt or lack of clarity regarding the exercise of the authority and duties prescribed herein, the matter shall be proposed to the Board of Directors for consideration.
9. Perform any other acts as assigned by the Board of Directors and/or the Executive Committee.
