



Authority, duty, and responsibility scope of the Managing Director
Thai Wacoal Public Company Limited

The Board of Directors appoints the Managing Director who serves in an executive director position to manage the company's business in an efficient and effective manner. Accordingly, The Board of Directors deems it appropriate to define the authority, duties and responsibilities of the Managing Director as follows:

1. Manage the company's business so as to well comply with the laws, objectives, articles of association, resolutions by the shareholders' meeting, resolutions by The Board of Directors' meeting, resolutions by The Executive Committee's meeting, and related regulations.
2. Instruct or engage in necessary and appropriate acts, so as to achieve those purposes laid down in above item 1. Should the matter be deemed significant, the Managing Director is required to report said matter to The Board of Directors' meeting and/or The Executive Committee's meeting.
3. Consider and approve the recruitment, appointment, transfer, and dismissal of employees, granting approval to the promotion or disciplinary action against employees, as well as deciding on the remuneration and welfare benefits for employees. However, such action must not contradict with the authority of The Executive Committee.
4. Set company regulations regarding work practice, which must not contradict with the policies, regulations, provisions, instructions, or resolutions, set forth by the shareholders' meeting, The Board of Directors' meeting, and/or The Executive Committee's meeting.
5. Authorize and/or assign other persons to carry out specific assignment on own behalf.
6. Promote and encourage the company's business operation to be carried out with morality, to well comply with the laws, ethics, and cultures, based on good governance principles.



- 2 -

7. The exercise of authority by the Managing Director shall not be permitted, if he/she is deemed to have interests at stake, or have conflict of interests with the company.
8. In the exercise of authority by the Managing Director, should there arise any doubt or unclear aspect regarding such action, the matter shall be forwarded to The Board of Directors for consideration and conclusion.
9. Promote and support the executive and employees to be informed of and fully understand the established anti-corruption policy and related regulations, together with being a leader and role model for employees in anti-corruption.
10. Engage in other acts as assigned by The Board of Directors, and/or The Executive Committee.

Above authority, duty, and responsibility scope of the Managing Director has been approved per the resolution adopted by The Board of Directors' meeting no.1/2019 dated May 9, 2019, and shall take effect from May 9, 2019 onwards. The authority, duty, and responsibility scope of the Managing Director dated January 1, 2009 shall be repealed.

Manu Leelanuwatana

(Mr. Manu Leelanuwatana)

Chairman of The Board of Directors