

Gunkul Engineering Public Co., Ltd. and GUNKUL Group			
	Company Secretary Charter	Doc. No.	POL-BOD_68-031
		Effective Date	13 NOV 2025
	Approved by the Resolution of the Board of Directors Meeting No. 7/2025, dated 13 November 2025	Issue No.	7.0
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1. Definitions

“The Company”	Gunkul Engineering Public Co., Ltd.
“The Group”	Subsidiaries and affiliated companies of Gunkul Engineering Public Co., Ltd.
“Board of Directors”	Board of Directors of Gunkul Engineering Public Co., Ltd.
“Company Secretary”	Company Secretary of Gunkul Engineering Public Co., Ltd.
“Executives”	Persons holding position from Assistant Vice President level and above of Gunkul Engineering Public Co., Ltd. and the Group

2. Objectives

The Board of Directors deemed appropriate to establish the “Company Secretary Charter” to serve as a framework for the Company Secretary to carry out duties and responsibilities as assigned by the Board of Directors. The Company Secretary is responsible for supporting the Board of Directors in the Board of Directors’ meeting, the shareholders’ meeting, and various activities in order to assist the Board of Directors and the Company to adhere to laws and related rules and regulations. Including supporting corporate governance of the organization to be in line with good corporate governance standards.

3. Appointment and Qualifications

3.1 Appointment

- 3.1.1 The Board of Directors is responsible for appointing the Company Secretary.
- 3.1.2 In the event that the Company Secretary leaves position or is unable to perform duties, the Board of Directors shall appoint a new Company Secretary within 90 days from the date the former Company Secretary leaves office or is unable to perform duties, and the Board of Directors shall have the authority to assign any board member to perform duties on behalf. During that time, the Chairman of the Board of Directors shall inform the name of the Company Secretary to the Securities and Exchange Commission (“SEC”) within 14 days from the date of appointment of the person responsible for the said position.

3.2 Qualifications

- 3.2.1 Have knowledge and understanding of the businesses of the Company and the Group.
- 3.2.2 Understand the Company Secretary's roles and responsibilities.

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3.2.3 Have knowledge and understanding of laws, rules, and regulations of the SEC and the Stock Exchange of Thailand (“SET”), as well as other relevant supervisory authorities.

3.2.4 Have knowledge and understanding of good corporate governance principles and practices.

3.2.5 Not aim or seek improper benefits from business opportunities of the Company and the Group for own sake or peers, as well as maintaining confidentiality of information and internal documents of the Company and the Group by not disclosing to outsiders.

4. Scope of Authority, Duties and Responsibilities

The Board of Directors has determined the scope of authority, duties and responsibilities of the Company Secretary as follows:

- 4.1 To coordinate and carry out various tasks for organizing the Board of Directors’ meetings and the shareholders’ meeting of the Company, ensuring that they are conducted in accordance with the good corporate governance principles, rules, regulations, the Company's Articles of Association, including other applicable laws, as well as following up to ensure compliance with resolutions of the Board of Directors meetings and the shareholders’ meeting.
- 4.2 To prepare and maintain important documents, such as the director register, notices of the Board of Directors meetings, minutes of the Board of Directors meetings, notices of the shareholders’ meetings, minutes of the shareholders’ meetings, and the Annual Registration Statements (Form 56-1 One Report), including the securities holdings reports of directors and executives, and Conflict of Interest Reports.
- 4.3 To oversee and ensure the disclosure of information and data is complete, accurate, and timely, in accordance with the requirements of the SET, the SEC, and other relevant regulatory authorities, as well as the principles of good corporate governance.
- 4.4 To support and encourage directors and executives, as defined by the SEC, to disclose reports on securities holdings/ reports on interests of themselves, their spouses, and minor children. The Company Secretary may report such changes in securities holdings/ reports on interest to the Board of Directors on a quarterly basis, including maintaining copies of such reports.
- 4.5 To provide advice to the Board of Directors on laws and regulations related to good corporate governance, maintaining the status of a listed company on the Stock Exchange, as well as legal and regulatory requirements applicable to the Company's business operations. Ensure proper and complete compliance, including monitoring new relevant regulations and regularly reporting them to the meeting of the Board of Directors.

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- 4.6 To safeguard shareholders' rights through communication with shareholders and stakeholders to ensure they are informed about the Company's news and entitled benefits.
- 4.7 To act as a liaison with external parties such as the Financial Advisor, legal advisor, external auditor, and internal auditor, including the Company's Registrar or the Thailand Securities Depository Co., Ltd., to ensure the shareholders' best interests.
- 4.8 To promote and encourage the Company to establish practices and policies that align with good corporate governance principles, and ensure such practices and policies are reviewed regularly.
- 4.9 To assure that the Company Secretary Department serves as the central repository for corporate records, such as company registration documents, Memorandums of Association, Articles of Association, and shareholder register.
- 4.10 To coordinate to arrange the orientation, as well as providing advice and consultation to the newly appointed director.
- 4.11 To encourage directors and executives to gain knowledge through training or seminars on matters relevant to their roles and responsibilities.
- 4.12 To promote and support directors and executives in developing an understanding of sustainable organizational development framework, covering environmental, social, and governance (ESG) dimensions.
- 4.13 To supervise the Board of Directors' activities and carry out other matters as required by law, or as assigned by the Board of Directors, or as specified by the Capital Market Supervisory Board.

5. Performance Assessment

- 5.1 The Board of Directors assesses the performance of the Company Secretary every year.
- 5.2 The process and criteria for assessing the performance of the Company Secretary will be disclosed in the Annual Registration Statements (Form 56-1 One Report).

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Revision Record

Document No.	Issue No. /Revision No.	Date	Revised Part	Reason of Revision	Date of Cancellation
OMD 2562/16	1.0	8 NOV 2019	Newly written	To comply with the principles of the supervising agency and the current operations	1 MAR 2021
POL-BOD 64-008	2.0	1 MAR 2021	Reviewed	To comply with the principles of the supervising agency and the current operations Added: Appointment and performance assessment of the Company Secretary	12 NOV 2021
POL-BOD 64-032	3.0	12 NOV 2021	Reviewed	To comply with the principles of the supervising agency and the current operations Added: Appointment and performance assessment of the Company Secretary	10 NOV 2022
POL-BOD 65-019	4.0	10 NOV 2022	Reviewed	To comply with the principles of the supervising agency and the current operations Added: Appointment in the event that the Company Secretary leaves position or is unable to perform duties	28 FEB 2024
POL-BOD 67-008	5.0	28 FEB 2024	Reviewed	To comply with the principles of the supervising agency and the current operations	13 NOV 2024
POL-BOD 67-034	6.0	13 NOV 2024	Reviewed	To comply with the principles of the supervising agency and the current operations	13 NOV 2025
POL-BOD 68-031	7.0	13 NOV 2025	Reviewed	To comply with the principles of the supervising agency and the current operations	