

The logo features a stylized circular graphic composed of concentric lines and dots, resembling a gear or a network. The word "Report" is written in a large, bold, blue font, with the "R" being significantly larger than the other letters. Below "Report", the words "of the Good Corporate Governance Committee" are written in a smaller, blue, sans-serif font, stacked in three lines.

Report of the Good Corporate Governance Committee

Dear Shareholders of Gunkul Engineering Public Company Limited,

In 2020, the Good Corporate Governance Committee consists of 3 members namely; Dr. Chongrak Rarueysong as the Chairman of the Corporate Governance Committee, Mr. Pongtep Thithapand and Mr. Somchai Trairatanirom as members of the Corporate Governance Committee, convened 5 meetings in accordance with good corporate governance principles for listed companies of the Stock Exchange of Thailand and the regulations of the Securities and Exchange Commission, which emphasizes the practice and implementation of the good corporate governance policy. The key points can be summarized as follows:

- **Supervision for adherence to rules, regulations, laws, regulations, as well as good practice**
 - Supervised, reviewed, revised and improved policies and practices of good corporate governance for comply with the rules related implementation within 5 categories; Rights of Shareholders, Equitable Treatment of Shareholders, Role of Stakeholders, Disclosure and Transparency and Responsibilities of the Board, including anti-corruption measures and practices corruption with international guidelines; as well as, in accordance with the situation and business operations of the Company.
 - Supervised the equitable treatment of shareholders by allowing shareholders to propose additional agenda items and nominate persons to be elected as the Company's directors in advance from 7th November 2019 to 31st January 2020 according to the criteria specified on the Company's website
 - Supervised and provided suggestions for organizing the 2020 Annual General Meeting of Shareholders starting from before the meeting, on the meeting date and after the meeting in order to organize meetings with transparency and efficiency.
 - Supervised the directors and management to prepare and to submit the report for holding the possession as per as the implementation requires. Also, imposed to report to the Good Corporate Governance Committee regularly on a quarterly basis.
 - Supervised the use of inside information (Inside Trading) from directors, executives, employees to the operating level of the Company with transparency in mind.
- **Operational governance for sustainable development**
 - Established and formulated policies that will benefit the sustainable development of the organization, including gave opinions on policies developed or reviewed by other responsible committees in order to comply with good corporate governance practices.
 - Supervised business operations with concrete responsibility to stakeholders in accordance with the principles of good corporate governance by providing advice and continually monitoring the performance through the presentation of reports. It also requires an assessment of the confidence level of various stakeholders in the Company's business operations in accordance with good corporate governance principles to plan to respond to the expectations of each group of stakeholders.
 - Followed up, supervised and advised the Company's sustainable development operations in accordance with international standards, including reviewed every component within the Company's sustainability framework to be in line with the global social situation and rapidly changing challenges.
- **Promotion of compliance with good corporate governance policy and business ethics**
 - Improved the self-assessment process and criteria of the Good Corporate Governance Committee for the year 2020 to be up-to-date and in line with the current situation in accordance with international guidelines; as well as, provided recommendations for improving processes and criteria in the self-assessment form of the Board of Directors and the Executive Committee, including assessment form for the Chief Executive Officer and Managing Director.

- Reviewed the anti-corruption policy and report clues or complaints including coordinating for managing plan to educate those who involved, and had the assessment of the corruption risk for personnel in the Company, including followed up on various reports that are related.
- Considered the report on compliance with good corporate governance in the Annual Report 2020 (Form 56-2) and the Annual Information Form 2020 (Form 56-1) in order to ensure the disclosure of information is complete in accordance with the supervision guidelines of good corporate governance.
- **Performance reporting, evaluation and director development**
 - Considered and reviewed of good corporate governance charter and review the Board of Directors Charter, Executive Committee Charter, also followed up to review the other committee charters.
 - Improved the process and criteria for self-assessment of the Good Corporate Governance Committee for the year 2020 to be up-to-date and consistent with the current situation in accordance with international guidelines. Also, provided the recommendations for improvement of the process and criteria in the self-assessment form of the Board of Directors and the Executive Committee including the evaluation forms of the Chief Executive Officer and Managing Director.
 - Reported the result of evaluate from operation performance of the Good Corporate Governance Committee to the Board of Directors quarterly.
 - Monitored and supervised the development of directors in accordance with good corporate governance principles continuously by encouraging directors to attend various courses of the Thai Institute of Directors Association (IOD).

The Company is committed to bring good corporate governance principles to concrete operations throughout the organization. As a result, the Company received an assessment results of the Corporate Good Governance (CGR) in 2020 with an excellent score of 95 points, compared with the evaluation that received in 2019 at an excellent score of 94 points. In addition, the Company also received the ASEAN Asset Class PLCs award, which is an award for companies that have scored 97.50 or more points, as a Thai listed company that has been assessed according to the ASEAN CG Scorecard.

Moreover, in the year 2020, the Company received an excellent score of 100 points for the quality assessment of the 2020 Annual General Meeting of Shareholders for the second consecutive year from the Thai Investors Association (TIA). This shows that the Company has placed importance on the rights of shareholders and stakeholders as the top priority in conducting business of the Company. This includes the importance of anti-corruption, which the Company has joined as a member of the Private Sector Collective Action Coalition Against Corruption (CAC) since 2017 and was certified as a CAC membership for the second consecutive time in 2020. These awards show the continued progress in the Company's commitment to good corporate governance.

The Good Corporate Governance Committee recognizes that the good corporate governance is important and beneficial to the Company's business operations as well as shareholders and all stakeholders. The Good Corporate Governance Committee therefore has a commitment to perform duties to propose guidelines and provide good corporate governance advice to the Board of Directors and management, to be a guideline for the operation of the Company and the Company Group with an effective, efficient management, transparent and can be verified for the purpose of providing the Company with sustainable progress. This can be seen from the operations in the past year which reflect the overall development of the Company in good corporate governance.


(Dr. Chongrak Rarueysong)

Chairman of the Good Corporate Governance Committee

19th February 2021