



BANGKOK ASSET
INTERGROUP



Charter of the Company Secretary

Internal Use_YE'2025

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Charter of the Company Secretary

Bangkok Asset Intergroup Public Company Limited (“the **Company**”) and the Board of Directors recognize the importance of good corporate governance and the role of the company secretary as a key person who shall assist the Board of Directors and the Company in complying with relevant laws and regulations. The company secretary shall oversee meetings of various committees and shareholder meetings to ensure those meetings are conducted properly and correctly. The company secretary shall also act as the Company's representative in liaising with regulatory agencies. Additionally, the Stock Exchange of Thailand has prescribed in its Code of Best Practices for Listed Companies that the Board of Directors shall appoint a company secretary to oversee the Board's activities. To comply with Section 89/15 of the Securities and Exchange Act (No. 4) B.E. 2551 (2008), the Board of Directors deems it appropriate to establish this Charter of the company secretary as follows:

1. Objectives

The company secretary is appointed to assist and support the Board of Directors in performing the duties efficiently, in compliance with applicable laws and in line with good corporate governance principles.

2. Term of Office

The Board of Directors shall consider, select and appoint the Company Secretary from qualified persons who can perform the duties effectively, dedicate sufficient time to serve as the company secretary to achieve the objectives, and not engage in any other business, partnership or directorship that has the same nature and/or competes with the business of the Company and/or its subsidiaries for their own or others' benefits unless notified to the Board meeting prior to the appointment. The term of office for the company secretary is as follows:

- 2.1 The company secretary shall hold office until resignation or removal by the Board of Directors' resolution with not less than three-fourths (3/4) of votes from directors attending the meeting with voting rights.
- 2.2 In case the company secretary vacates the 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 Secretary vacated the position or was unable to serve. During the nomination and selection process, the Audit Committee shall propose to the Board of Directors to assign another director, executive or employee to act as the interim company secretary.
- 2.3 The Chairman shall notify the name of the company secretary to the office of the Securities and Exchange Commission, Thailand, (“SEC”) within 14 days from the date of appointment.

3. Duties and Responsibilities

3.1 To prepare and keep the following documents:

- (a) Registration of directors and sub-committee members.
- (b) Notices and minutes of Board of Directors meetings and the Company's annual reports.
- (c) Notices and minutes of shareholders' meetings.

3.2 To ensure that directors and executives report their and related persons' interests as required by law, keep records of such reports submitted by directors or executives, and submit copies to the Chairman of the Board and the Chairman of the Audit Committee within 7 business days from the date the Company received the reports.

3.3 To arrange shareholders' meetings, Board of Directors meetings, and other sub-committee meetings (if the Company Secretary also serves as secretary to other sub-committees) to ensure compliance with laws, company regulations, committee charters, as well as record and prepare minutes.

3.4 To provide preliminary recommendations to the Board on relevant laws, rules and regulations and monitor proper and consistent compliance, including reporting significant changes to the Board.

3.5 To prepare key information reports and/or summarize Board resolution.

3.6 To inform resolutions and policies of the Board, shareholders, and other sub-committees (if serving as secretary) to relevant executives and monitor compliance.

3.7 To liaise with regulatory agencies such as the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Ministry of Commerce.

3.8 To communicate with and oversee appropriate treatment of shareholders regarding their rights and company information.

3.9 To oversee the company secretary unit as the corporate records center for documents such as business registration, articles of association, rules, shareholder registers, and business licenses.

3.10 To support director and/or executive training on courses relevant to their duties for effective performance.

3.11 To arrange performance evaluation of the Board of Directors, sub-committees, individual directors, and report results to the Board of Directors.

3.12 To carry out other tasks assigned by the Board of Directors.

3.13 To perform other duties prescribed by the Capital Market Supervisory Board or required by the Securities and Exchange laws and relevant rules and regulations, including good corporate governance principles.

This Charter of the Company Secretary is notified and effective from [December 13, 2025](#), onwards.

Announced on [December 15, 2025](#)

Signed - [Mr. Siripol Yodmuangcharoen](#) -

(Mr. Siripol Yodmuangcharoen)

Chairman of the Board of Directors

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