



กฎบัตรคณะกรรมการความยั่งยืน  
(Sustainability Committee Charter)

Kijcharoen Engineering Electric Public Company Limited

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Chairman of the Board

### History of Document Amendments

Revision No.	Date	Details	Approver
00	24 December 2024	Initial Issue	Board of Directors (6/2024)
01	20 February 2026	Additional wording has been added to Clauses 2.1 and 2.2 in order to provide broader and more comprehensive coverage.	Board of Directors (1/2026)

**กฎบัตรคณะกรรมการความยั่งยืน**  
**Sustainability Committee Charter**

The Board of Directors of Kijcharoen Engineering Electric Public Company Limited (the “Company”) has appointed the Sustainability Committee as a sub-committee in accordance with good corporate governance practices and the recommendations of the Stock Exchange of Thailand. The Sustainability Committee shall be responsible for considering and formulating sustainability development policies to serve as a framework for the performance of duties by the Company’s directors, executives, and employees. This is to ensure that the Company’s business operations are continuously developed, create value for all stakeholders, and are conducted under principles of good corporate governance, transparency, fairness, social responsibility, and environmental responsibility, thereby enhancing public confidence and enabling the organization to achieve sustainable growth. This Charter is prepared for the purpose of defining the scope, authority, and duties of the Sustainability Committee as assigned by the Board of Directors, in an efficient, effective, and internationally accepted manner.

**Section 1 Composition and Qualifications of the Sustainability Committee**

- 1.1 The Board of Directors shall consider and appoint members of the Sustainability Committee and the Chairman of the Sustainability Committee.
- 1.2 The Sustainability Committee shall consist of at least three (3) directors of the Company.
- 1.3 The Sustainability Committee members shall hold office for a term of three (3) years or for the duration of their directorship in the Company, whichever period expires first.
- 1.4 A retiring Sustainability Committee member may be reappointed as deemed appropriate by the Board of Directors.
- 1.5 When a Sustainability Committee member completes the term of office or is unable to remain in office until the end of the term for any reason, the Board of Directors shall appoint a replacement member within three (3) months from the date the number of committee members becomes incomplete, in order to ensure continuity in the operations of the Sustainability Committee.
- 1.6 In the event that a Sustainability Committee member resigns before the expiration of the term, such member shall provide written notice to the Company at least one (1) month in

advance. The Board of Directors shall then consider appointing a replacement member. The resigning member shall continue to perform duties until the newly appointed Sustainability Committee member assumes office.

1.7 A Sustainability Committee member shall vacate office immediately upon:

- a) death;
- b) resignation;
- c) expiration of term or cessation of being a director of the Company or an executive director; or
- d) removal by resolution of the Board of Directors.

1.8 The Sustainability Committee shall appoint the Secretary of the Sustainability Committee.

1.9 Sustainability Committee members must possess appropriate knowledge, competence, experience, and qualifications.

1.10 Sustainability Committee members shall be able to devote sufficient time and exercise independent judgment with the objective of strengthening the Company's corporate governance structure and system, and applying their experience as directors to achieve the Company's sustainability governance objectives and goals.

## **Section 2 Scope of Authority and Duties of the Sustainability Committee**

2.1 To consider, formulate, review, and improve the Company's sustainability policies, strategies, and goals with balanced consideration of Environmental, Social, and Governance (ESG) aspects, including climate-related risks and opportunities, stakeholder expectations, and best practices at both national and international levels.

2.2 To provide recommendations and promote the establishment of principles, policies, strategies, and business operations in alignment with sustainable development principles covering business ethics and code of conduct, climate change, energy and resource management, human rights throughout the business value chain, occupational health and safety, and community engagement, in order to achieve the established plans and goals and maintain leadership in sustainability rankings by external organizations, as well as to encourage directors, executives, and employees to effectively comply with the Company's sustainability guidelines.

- 2.3 To supervise, monitor, evaluate, and disclose information regarding sustainability development operations in a balanced and effective manner for the maximum benefit of the Company and its stakeholders.
- 2.4 To perform any other duties as assigned by the Board of Directors.
- 2.5 To review the appropriateness of the Sustainability Committee Charter annually. Any amendments shall be proposed to the Board of Directors for consideration and approval.

### **Section 3 Meetings**

- 3.1 The Sustainability Committee shall convene meetings at least once every quarter. The Committee may invite management, executives, employees of the Company, or any other relevant persons to attend meetings, provide opinions, or submit documents and information as deemed necessary.
- 3.2 At every Sustainability Committee meeting, a quorum shall consist of no less than two-thirds (2/3) of the total number of committee members currently in office.
- 3.3 If the Chairman of the Sustainability Committee is unable to perform duties as chairman of the meeting, the Chairman may appoint another committee member, or the committee members attending the meeting may elect one among themselves, to act as chairman of the meeting.
- 3.4 The Secretary of the Sustainability Committee shall be responsible for preparing meeting arrangements, including delivering meeting notices and supporting documents to all committee members at least seven (7) days prior to the meeting, except in urgent cases where notice may be given by other means and the meeting date may be scheduled earlier.
- 3.5 Any Sustainability Committee member who has an interest in a matter being considered shall not be entitled to vote on such matter.

- 3.6 Each Sustainability Committee member shall have one (1) vote, and resolutions shall be passed by a majority vote. In the event of a tie vote, the Chairman of the Sustainability Committee shall have a casting vote.

#### **Section 4 Reporting**

The Sustainability Committee shall report its performance to the Board of Directors and prepare the Sustainability Committee Report for disclosure in the Company's Form 56-1 One Report, which shall be signed by the Chairman of the Sustainability Committee.

#### **Section 5 Performance Evaluation**

The Sustainability Committee shall conduct an annual performance evaluation of the Sustainability Committee and report the evaluation results to the Board of Directors.

This Charter shall be effective from 20 February 2026 onwards.