

# Charter of the Company Secretary Symphony Communication Public Company Limited (Revised Edition 2023)

*(Approved by the resolution of the Board of Directors' Meeting No. 6/2023 held on  
18 December 2023 and takes effect from 18 December 2023 onwards.)*

## Charter of the Company Secretary

The Board of Directors of Symphony Communication Public Company Limited (hereinafter referred to as “**the Company**”) has appointed the Company Secretary to coordinate, assist, and support the activities of the Board of Directors, ensuring that its operations are conducted efficiently, effectively, and in compliance with applicable laws, regulations, rules, and corporate governance standards. The Company Secretary also plays a vital role in promoting and facilitating the implementation of good corporate governance practices within the Company.

### 1. Objectives

The Board of Directors has established the Company Secretary Charter as a framework to guide the Company Secretary in performing duties systematically, effectively, and in accordance with legal requirements and good governance principles. This Charter also aims to ensure that the Company Secretary performs the assigned responsibilities with clarity and accountability, while enhancing understanding among the Board of Directors, management, employees, and stakeholders regarding the roles, duties, and responsibilities of the Company Secretary, who is a key mechanism in supporting the Board’s governance functions with transparency, integrity, and efficiency.

### 2. Qualifications of the Company Secretary

- 2.1 Holds a degree in Accounting or Law and/or has completed training programs relevant to the duties and responsibilities of a Company Secretary.
- 2.2 Possesses fundamental knowledge of the management of a listed company.
- 2.3 Has a sound understanding of the good corporate governance principles and best practices in accordance with corporate governance standards.
- 2.4 Maintains independence and has no conflict of interest with the Company.
- 2.5 Has experience in performing duties as a Company Secretary and/or as a Secretary to the Board of Directors or possesses other qualifications that contribute to the efficient and effective performance of the Company Secretary’s duties.

### 3. Roles, Duties and Responsibilities of the Company Secretary

The Company Secretary shall perform duties and assume responsibilities as prescribed under Sections 89/15 and 89/16 of the Securities and Exchange Act B.E. 2535 (1992), as well as the following:

- 3.1 Organize meetings of the Board of Directors and shareholders in compliance with applicable laws, the Company’s Articles of Association, and relevant best practices.
- 3.2 Prepare notices and minutes of the meetings of the Board of Directors and shareholders, as well as the Annual Registration Statement/Annual Report (Form 56-1 One Report), ensuring that all information is accurate and

- complete in accordance with the requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.
- 3.3 Keep important corporate documents, including the register of directors, notices and minutes of meetings of the Board of Directors and shareholders together with supporting documents, annual reports, and reports on interests of directors and executives. The Company Secretary shall ensure that such documents are properly maintained, accurate, complete, appropriately stored, and retrievable for a period of not less than five (5) years from the date of preparation.
  - 3.4 Deliver copies of reports on interests of directors, executives, and related persons that pertain to the management of the Company to the Chairman of the Board and the Chairman of the Audit Committee within seven (7) business days from the date the Company receives such reports.
  - 3.5 Follow up the implementation of resolutions of the Board of Directors and shareholders' meetings and report progress to the Board on a regular basis.
  - 3.6 Ensure that the Company, the Board of Directors, and the management comply with applicable laws, the Company's Articles of Association, relevant rules and regulations, resolutions of the Board and shareholders' meetings, as well as good corporate governance principles.
  - 3.7 Oversee the disclosure of information and the reporting of material information to regulatory authorities in accordance with applicable laws, rules, and prescribed practices.
  - 3.8 Provide information and advice to the Board of Directors, Sub-Committees, and management on legal matters, corporate governance practices, and other relevant information necessary for the performance of their duties.
  - 3.9 Facilitate and support directors and members of the Sub-Committees in obtaining knowledge and attending training programs relevant to their roles and responsibilities.
  - 3.10 Arrange orientation programs and provide essential information to enable both existing and newly appointed directors to perform their duties efficiently.
  - 3.11 Coordinate and facilitate the performance evaluation of the Board of Directors and all Board Committees appointed by the Board.
  - 3.12 Act as the central communication channel for information and correspondence among directors, management, shareholders, regulatory authorities, and other relevant parties.
  - 3.13 Perform any other duties as required by law or as assigned by the Board of Directors.

#### **4. Principles of Conduct for the Company Secretary**

The Company Secretary shall perform duties with responsibility, due care, and integrity, and shall act in compliance with applicable laws, the Company's objectives, Articles of Association, resolutions of the Board of Directors, and resolutions of the shareholders' meetings, in accordance with the following principles:

- 4.1 Decisions shall be made based on information that is honestly believed to be accurate, complete, and sufficient.
- 4.2 Decisions shall be made independently, without any direct or indirect interest in the matters being decided.
- 4.3 Decisions shall be made in good faith and with reasonable judgment, with the belief that such decisions are in the best interests of the Company.
- 4.4 Actions shall be taken with legitimate and appropriate purpose, and the Company Secretary shall refrain from any act that materially conflicts with the interests of the Company.
- 4.5 The Company Secretary shall not seek personal benefit from the use of confidential Company information that has not been publicly disclosed, or from the use of the Company's assets or business opportunities in a manner that violates the rules or general practices prescribed by the Capital Market Supervisory Board.
- 4.6 The Company Secretary shall not enter into any agreement or contract that may result in a significant conflict of interest with the Company or that would impair the proper performance of his or her duties.