

(Translation)



The Charter of Corporate Governance and Sustainability Committee  
Bangkok Aviation Fuel Services Public Company Limited

<b>Edition</b>	1
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<b>Approved by</b>	Resolution of Board of Directors' Meeting No. 5/2025, held on 18 December 2025
	..... (M.R. Supadis Diskul) Chairman

## **The Charter of Corporate Governance and Sustainability Committee (GSC)**

The Corporate Governance and Sustainability Committee (GSC) realizes its roles and responsibilities in conducting business in accordance with good corporate governance principles and the sustainability management of the Company and its subsidiaries, with consideration for the benefits of all stakeholders to create value for the Company's operations with good governance and sustainability, as well as to ensure the operations of the Group proceed in the same direction. The Board of Directors, therefore, deems it appropriate to define the duties of the Corporate Governance and Sustainability Committee as follows:

### **Clause 1 Definitions**

**"Board of Directors"** means the Board of Directors of Bangkok Aviation Fuel Services Public Company Limited.

**"Corporate Governance and Sustainability Committee"** means the Corporate Governance and Sustainability Directors appointed under this Charter.

**"Company"** means Bangkok Aviation Fuel Services Public Company Limited.

**"Subsidiary"** means a company or juristic person in which Bangkok Aviation Fuel Services Public Company Limited holds more than 50 percent of shares.

### **Clause 2 Composition and Qualifications of the Corporate Governance and Sustainability Committee**

2.1 There shall be a Corporate Governance and Sustainability Committee appointed by the Board of Directors, consisting of not less than 2 directors, with at least 1 of whom must be an Independent Director.

2.2 The Chairman of the Corporate Governance and Sustainability Committee shall be an Independent Director and appointed by the Board of Directors.

2.3 The President shall be a member of the Corporate Governance and Sustainability Committee by position.

2.4 The Director of the Corporate Governance Department shall act as the Secretary to the Committee, and the Director of the Strategy and Sustainability Department shall act as the Assistant Secretary to the Committee.

## **Clause 3 Powers, Duties, and Responsibilities of the Corporate Governance and Sustainability Committee**

### **A. Corporate Governance**

- 3.1 Define the scope and policy of good corporate governance to propose to the Board of Directors for approval.
- 3.2 Consider, review, and revise the good corporate governance policy and anti-corruption policy regularly, at least once (1) a year, in order to ensure that the Company's good corporate governance and anti-corruption policies are up-to-date and consistent with international standard practices, as well as laws, criteria, rules, regulations, and recommendations of agencies responsible for corporate governance . Any amendments shall be proposed to the Board of Directors for consideration.
- 3.3 Oversee and ensure compliance with the good corporate governance policy and anti-corruption policy, as well as to provide advice to directors and the management of the Company regarding their duties to ensure that they are properly performed, practically effective, appropriate in continuity, and in accordance with the expectations of shareholders and stakeholders.
- 3.4 Make recommendations to the Board of Directors regarding good corporate governance to ensure the Company's operations comply with the principles of the Stock Exchange of Thailand, the Securities and Exchange Commission, and are accepted by an international standard.
- 3.5 Appoint and oversee the Corporate Governance Working Group of the Group.

### **B. Sustainability**

- 3.6 Determine the sustainability policy framework of the Group and related management systems to be accepted by the community and society.
- 3.7 Determine the framework for Climate Change policy.
- 3.8 Define the scope for the preparation of the Sustainability Report.
- 3.9 Oversee the operations to ensure consistency with the regulations of the Securities and Exchange Commission or other agencies regulating sustainability operations at national and international levels.
- 3.10 Appoint and oversee the Sustainability Management Working Group to ensure that the operations are consistent with policies related to sustainability and climate change (Climate Related) matters of the Group.
- 3.11 Report the performance results of Climate Related matters or other related matters to the Board of Directors.



3.12 Engage external consultants for advice at the Company's expense, subject to approval from the Board of Directors.

3.13 Perform any other duties as assigned by the Board of Directors.

#### **Clause 4 Term of Office of the Corporate Governance and Sustainability Committee**

4.1 A director of the Corporate Governance and Sustainability Committee shall have a term of office of 3 years per term.

4.2 A director of the Corporate Governance and Sustainability Committee vacates office upon:

4.2.1 Ceasing to be a director of the Company.

4.2.2 Completion of the term of office pursuant to Clause 4.1. A director who vacates office by rotation may be re-elected.

4.2.3 The Board of Directors passes a resolution to remove a director from office.

4.2.4 Resignation, retirement, or death.

If a director of the Corporate Governance and Sustainability Committee vacates office before the expiration of the term for any reason, the newly appointed director shall remain in office for the remaining duration of the term of the director who vacated office.

#### **Clause 5 Meetings**

Meetings of the Corporate Governance and Sustainability Committee shall be held at least once a year. The Chairman of the Committee shall call the meeting, and the Secretary to the Committee shall deliver meeting documents to the Committee members at least 5 days prior to the meeting date.

#### **Clause 6 Quorum**

At a meeting of the Corporate Governance and Sustainability Committee, not less than half of the total number of members must be present to constitute a quorum. In the event that the Chairman of the Corporate Governance and Sustainability Committee cannot perform their duty for any reason, the members present at the meeting shall elect one member to act as the Chairman of the meeting. The final decision of the meeting of the Corporate Governance and Sustainability Committee shall be by a majority vote. One member has one vote in voting, except for a member who has an interest in any matter, who shall have no right to vote on such matter. In the case that the votes are equal, the Chairman of the meeting shall cast an additional vote as a deciding vote.

## Clause 7 Report

The Corporate Governance and Sustainability Committee shall be responsible to the Board of Directors and shall submit reports on its activities to the Board of Directors for acknowledgement, as follows:

- 7.1 A summary of performance results, prepared as a meeting agenda item to be presented to the Board of Directors at least once per year.
- 7.2 Other reports as assigned by the Board of Directors.

This Charter must be reviewed once per year by the Corporate Governance and Sustainability Committee, and if there are amendments or improvements, they shall be proposed to the Board of Directors for approval.