

Duties and Responsibilities of the Company Secretary

The Board of Directors of Ornsirin Holding Public Company Limited (the “Company”) recognizes the importance of the roles, duties, and responsibilities of the Company Secretary. The Board has therefore appointed a Company Secretary to support the activities of the Board of Directors and to ensure that the Board and the Company perform their duties in compliance with applicable laws and in alignment with the principles of good corporate governance as prescribed by the Stock Exchange of Thailand. Accordingly, the Board of Directors has deemed it appropriate to prescribe the duties of the Company Secretary as follows

1. Qualifications of the Company Secretary

The Board of Directors shall appoint a Company Secretary by selecting an individual who possesses appropriate qualifications and is capable of fully performing the required duties. The Company Secretary may also serve concurrently as the Secretary to the Board of Directors.

2. หน้าที่และความรับผิดชอบของเลขาธิการบริษัท

The Company Secretary shall perform duties with responsibility, due care, and integrity in accordance with the Securities and Exchange Act B.E. 2535 (1992) (as amended) (the “Securities and Exchange Act”), which specifically prescribes the roles, duties, and responsibilities of the Company Secretary as follows:

2.1 To ensure the disclosure of information and reporting of relevant information within the scope of responsibility to the regulatory authorities, as well as to maintain records of interests reported by directors and executives.

2.2 To prepare and maintain the following documents

(1) Register of directors

(2) Notices of Board of Directors’ meetings, minutes of Board meetings, the Company’s annual registration statement (Form 56-1), and annual report

(3) Notices of shareholders’ meetings and minutes of shareholders’ meetings.

2.3 To maintain records of interests reported by directors or executives and to submit copies of such reports to the Chairman of the Board of Directors and the Chairman of the Audit Committee within seven (7) business days from the date the Company receives such reports.

2.4 To establish a system for the retention of documents and evidence relating to the disclosure of the following information, and to ensure that such documents and evidence are properly maintained, complete, and verifiable for a period of not less than five (5) years from the date of preparation

The retention of such documents and evidence shall include storage in electronic or other systems that allow retrieval without alteration of the original content.

(1) Information provided in support of obtaining resolutions from shareholders’ meetings

(2) Financial statements and reports on the Company’s financial position and operating results, or any other reports required to be disclosed under Sections 56, 57, 58, or 199 of the Securities and Exchange Act.

(3) The Company’s opinion in the event of a tender offer for the Company’s shares made to shareholders in general.

(4) Any other information or reports relating to the Company's business prepared for disclosure to shareholders or the public as prescribed by the Capital Market Supervisory Board.

2.5 To perform any other duties as prescribed by the Capital Market Supervisory Board.

2.6 To perform duties with responsibility, due care, and integrity, and in compliance with applicable laws, the Company's objectives, articles of association, resolutions of the Board of Directors, and resolutions of the shareholders' meeting, and not to undertake any actions that may materially conflict with the interests of the Company.

2.7 To perform duties with responsibility and due care in a manner that a prudent person engaged in a similar business would exercise under the same circumstances, whereby

(1) decisions are made in good faith and with reasonable belief that they are in the best interests of the Company.

(2) decisions are made based on information reasonably believed to be sufficient.

(3) decisions are made without any direct or indirect conflict of interest in the matter under consideration.

2.8 To provide preliminary advice to the Board of Directors on applicable laws, regulations, the Company's articles of association, as well as principles of good corporate governance and codes of conduct to be observed by directors, and to monitor compliance on a continuous basis, including reporting any material changes to the Board of Directors.

2.9 To prepare documents and information necessary for the performance of duties by newly appointed directors, including providing orientation on the nature of the Company's business and its operational direction.

2.10 To organize shareholders' meetings, Board of Directors' meetings, and sub-committee meetings in compliance with applicable laws, the Company's articles of association, respective committee charters, and best practices, including recording minutes of meetings and following up on the implementation of meeting resolutions.

2.11 To support the identification of appropriate training programs and seminars to enhance knowledge and develop the skills and experience of directors, enabling them to perform their duties effectively.

2.12 To communicate resolutions and policies of the Board of Directors and shareholders to relevant management, and to provide preliminary advice and recommendations to the Board in accordance with the Company's internal practices and corporate governance guidelines.

2.13 To liaise and communicate with shareholders to ensure that they are informed of their rights.

2.14 To oversee the activities of the Board of Directors and serve as a coordinator between the Board and the Management, as well as to provide directors with relevant information and updates on matters relating to the Company's business operations, including reporting any material changes to the Board.

2.15 To arrange for the performance evaluation of the Board of Directors and other committees (if any), including self-assessment, and to report the results of such evaluations to the Board of Directors.

2.16 To perform any other duties as assigned by the Board of Directors.

3. Principles for the Performance of Duties of the Company Secretary

The Company Secretary shall perform duties with responsibility, due care, and integrity, and in compliance with applicable laws, the Company's objectives, articles of association, resolutions of the Board of Directors, and resolutions of the shareholders' meeting, as follows

3.1 Decisions shall be made based on information reasonably believed, in good faith, to be sufficient.

3.2 Decisions shall be made without any direct or indirect conflict of interest in the matter under consideration.

3.3 Actions shall be undertaken in good faith and in the best interests of the Company.

3.4 Actions shall be lawful, appropriate, and not materially conflict with the interests of the Company.

3.5 The Company Secretary shall not seek personal benefits from the use of the Company's information that has come to their knowledge, unless such information has already been disclosed to the public, nor use the Company's assets or business opportunities in a manner that violates the rules or general practices as prescribed by the Capital Market Supervisory Board.

3.6 The Company Secretary shall not enter into any agreements or contracts that may give rise to a conflict of interest with the Company, its employees, or its customers, or that may be inconsistent with the proper performance of their duties.

4. In the Event of Vacancy or Inability to Perform Duties of the Company Secretary

In the event that the Company Secretary vacates office or is unable to perform their duties, the following actions shall be taken

4.1 The Board of Directors shall appoint a new Company Secretary within ninety (90) days from the date the previous Company Secretary vacates office or is unable to perform their duties.

4.2 The Board of Directors shall have the authority to designate any director to perform the duties of the Company Secretary on a temporary basis during such vacancy or inability.

4.3 The Chairman of the Board of Directors shall notify the appointment of the Company Secretary to the Securities and Exchange Commission within fourteen (14) days from the date on which a person is assigned to such position.

Effective from 15 March 2025 onwards.