

## **Nominating and Compensation Committee**

(Approved by the Board of Directors No.1/2023 on February 28, 2023)

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### **Nominating and Compensation Committee.**

The Company's Nominating and Compensation Committee consisted of 3 members as follows:

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| 1. | Assoc.Prof.Dr Sucharit Koontamakulvong. | Nominating and Compensation Committee Chairman/<br>Independent Director |
| 2. | Mr. Pongsak Angsupun.                   | Nominating and Compensation Committee Member /<br>Independent Director  |
| 3. | Mr.Vichit Vuthisombutand.               | Nominating and Compensation Committee Member /<br>Independent Director  |

### **The secretary of the Nominating and Compensation Committee:**

Mr. Nawarat Chanamoon / Senior General Manager Administrative

The Nominating and Compensation Committee has the following duties and responsibilities:

#### **Duties and Responsibilities-Nomination:**

1. Set guidelines and policies in nominating Board of Directors and other Committee members by considering what would be the appropriate number, structure and composition of members, outline necessary directors' qualifications, and propose these ideas for approval by Board of Directors and/or shareholders as appropriate.
2. Recruit, select, and nominate appropriate candidates for the Company's directors, other Committee members and a corporate secretary proposed to the Board of Directors for consideration and/or further approval of the shareholders when those positions are vacant due to termination of terms or other reasons.
3. 3. Execute other tasks related to nomination as assigned by the Board of Directors.

#### **Duties and Responsibilities-Remuneration:**

1. Propose remuneration policy, guidelines in paying out compensation and other benefits for the Board of Directors, Committees and top management of which are appropriate for each person's responsibilities and consistent with the Company's performance and market conditions.
2. Determine necessary and appropriate monetary and non-monetary remuneration, for individual members of Board of Directors each year, taking into consideration each director's duties and responsibilities, performance, and comparisons against similar business, and the benefits expected in return from each director. The report will be submitted to the board of Directors for consent and to the shareholders' meeting for approval.
3. Report to the Board of Directors. Is responsible for explaining and answering any questions regarding the Board of Directors' remuneration in shareholders' meeting.
4. Report policies and principles/reasons in determining the remuneration of directors and management according to the SET guidelines by disclosing them in the Company's annual information disclosure (56-1) One report.
5. Responsible for other tasks related to the remuneration as assigned by the Board of Directors, in terms of business strategies, policies, business plans and budgets, which will be proposed to the Board of Directors for consideration and approval.