

The Nomination and Remuneration Committee Report

The Nomination & Remuneration Committee comprises of 3 Independent Directors, namely Miss Jeerapan Jinda, the Chairman and two Committee Members who are Assoc. Prof. Aekkachai Nittayakasetwat and Assoc. Prof. Dr. Paritud Bhandhubanyong. In 2022, the Nomination & Remuneration Committee held 4 meetings and essence of the meetings can be summarized as follows:

1. To consider the nomination of the director to replace the vacant director position:

The Committee has considered and resolved to nominate Assoc.Prof.Dr. Aekkachai Nittayakasetwat, Assoc. Prof. Dr. Paritud Bhandhubanyong and Miss Nilrat Jarumanopas to replace the vacant director positions because they are fully qualified with regards to proficiency, expertise, working experiences and etc. They also do not possess any prohibited characteristics under the Public Limited Company Act, the Law on Securities and Exchange Act and the relevant notifications, requirements and/or regulations.

2. To assess performance of the Chief Executive Officer & President

The Committee has assessed annual performance of the Chief Executive Officer & President in order to consider on adjustment of his salary and annual bonus and to propose to the Board of Directors.

3. To consider and approve bonus allocation and payment for 2022

The Committee has considered on approval of bonus allocation and payment for 2022 by comparing the performance of 2022 with the budget, in addition, information on average rate of bonus payment and profitability in 2020 and 2021 and survey of wage labor market were also taken into account for consideration. Such bonus allocation was proposed by Management and the Committee has agreed with the criteria and procedure which were considerably clear, transparent and appropriate.

4. To consider draft budgeting of wage for 2023

The Committee has considered draft budgeting by divided into 2 parts, i.e. draft budgets for salary and for bonus which has been proposed by the Management and information gained will be used as framework for wage management for 2023. However, draft budgeting of salary of the Chief Executive Officer & President will not include in this draft budgeting.

5. To consider Chairman of Executive Committee and Chief Executive Officer & President salary

The Committee has considered salary of Chief Executive Officer by comparing his annual performance assessment business operating results and salary assessment of 2022 and 2021 as well as survey of wage labour market in the similar industry.

In conclusion, the Nomination & Remuneration Committee has performed duties pursuant to the Charter which has been approved by the Board of Directors and pursuant to the corporate governance principles. In addition, the Committee was of view that the Company has clear, transparent and fair criteria and methods for wage management which are in line with corporate governance principles and they are considered for the best interests of the Company.



(Miss Jeerapan Jinda)

The Chairman of the Nomination & Remuneration Committee