Preface

Following the appointment by the Board of Directors of 3 directors to serve as members of the Nomination and Remuneration Committee, the Board of Directors has reviewed and established the Committee's composition, scope of authority, duties, and responsibilities. This Charter is intended to promote effective, transparent, and accountable corporate governance, strengthen confidence among shareholders, investors, stakeholders, and all relevant parties, and ensure alignment with the principles of good corporate governance for listed companies. It shall serve as the guiding framework for the Nomination and Remuneration Committee in the discharge of its duties and responsibilities, as well as for the Company's governance practices on an ongoing basis.

....	....
(Miss Sriwarin Jirapakkana)	(Mr. Yanyong Tangchitkul)
Chairman	Chairman of the Nomination and Remuneration Director

Adopted by the resolution of the Board of Directors' Meeting No. 2/2014, held on 20 February 2014.

Scope, Duties and Responsibilities

The Board of Directors shall appoint directors with appropriate qualifications and relevant experience to serve on the Nomination and Remuneration Committee. The composition of the Committee shall be consistent with the principles of good corporate governance to ensure its independence and effectiveness in the discharge of its duties, as follows:

- The Committee shall comprise at least 3 directors, the majority of whom shall be Independent Directors.
- The Chairman of the Nomination and Remuneration Committee shall be an Independent Director.
- The Chairman of the Board shall not serve as the Chairman or a member of the Nomination and Remuneration Committee.

The scope, duties, and responsibilities of the Nomination and Remuneration Committee are as follows:

1. Establish the criteria and procedures for the nomination of directors.
2. Identify and nominate qualified candidates for directorships who possess the qualifications required by law, are free from prohibited characteristics, and satisfy the principles of good corporate governance relating to Board composition, for consideration by the Board of Directors.
3. Establish guidelines for determining directors' remuneration.
4. Determine the remuneration and remuneration structure for directors and submit recommendations to the Board of Directors for consideration.

Process for the Nomination and Appointment of Directors

1. Establish the criteria and procedures for the nomination of candidates for directorship, taking into consideration the Company's business nature, strategic direction, and governance requirements.

2. Invite nominations and consider recommendations from shareholders entitled to vote in the election of directors in accordance with the Company's Articles of Association governing shareholders' meetings. Nominees may be incumbent directors standing for re-election or other qualified individuals proposed for appointment as directors.

3. Review and evaluate all nominated candidates and select individuals who satisfy the established qualification criteria, are free from any prohibited characteristics prescribed by applicable laws, and meet the qualifications required by the Office of the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET), and other relevant regulatory authorities.

4. Approach the shortlisted candidates to confirm their willingness to accept appointment as directors of the Company.

5. Submit the nominated candidates to the Board of Directors for consideration and recommendation to the shareholders for election as directors at the shareholders' meeting.

Criteria and Procedures for the Nomination of Directors

The Nomination and Remuneration Committee shall establish the criteria and procedures for identifying, evaluating, and nominating qualified candidates for appointment as directors for consideration by the Board of Directors. Candidates nominated for directorship shall possess the requisite qualifications and must not be subject to any disqualifications, as follows:

1. Possess the qualifications and be free from any disqualifications prescribed under the Public Limited Companies Act, the Securities and Exchange Act, the regulations of the Office of the Securities and Exchange Commission (SEC), and other applicable laws and regulations, as well as comply with the principles of good corporate governance for listed companies.

2. Possess the knowledge, competence, integrity, and independence necessary to perform the duties of a director with Duty of Care and Duty of Loyalty. Candidates shall be able to devote sufficient time to the performance of their duties, possess appropriate qualifications, maturity, sound physical and mental health, demonstrate constructive thinking, openness, and the courage to express independent views during Board deliberations, and/or be recognized professionals or business leaders with an established reputation, distinguished career achievements, high ethical standards, and broad public credibility.

3. Possess expertise and experience in at least one key area relevant to the Company's business and operations, such as the Company's industry, accounting and finance, strategic management, corporate governance, or laws and regulations.

4. The Nomination and Remuneration Committee shall evaluate candidates against the above qualifications and eligibility criteria and recommend suitable candidates to the Board of Directors for consideration and approval before submitting the nominations to the shareholders for approval at the shareholders' meeting.

Guidelines for Determining Directors' Remuneration

The Nomination and Remuneration Committee shall establish the guidelines for determining the remuneration and remuneration structure of the directors and submit its recommendations to the Board of Directors for consideration prior to seeking approval from the shareholders' meeting. The determination of directors' remuneration shall take into consideration the following factors:

1. The duties, responsibilities, and performance of the directors.

2. The Company's operating results and financial position.

3. The prevailing economic conditions.

4. Comparison with listed companies of comparable size and/or operating in similar industries.