

# Report of the Nomination and Compensation Committee

The Company's Board of Directors resolved to appoint the Nomination and Compensation Committee, consisting of 4 directors, namely, Dr. Panja Senadisai, Mr. Abhichart Arbhahirama, Mr. Nitipon Chaisakulchai and Mr. Surachai Suksriwong. The Nomination and Remuneration Committee consists of independent directors for half of all members in the committee.

In 2019, 5 meetings of the Nomination and Compensation Committee were convened to supervise the Company's businesses on behalf of the Board of Directors within the scope of responsibility delegated to the Nomination and Compensation Committee. In these meetings, the Nomination and Compensation Committee considered various issues and provided opinions as set out below :

- To select, nominate and prepare lists of qualified persons to be members of boards of directors of the Company and subsidiaries in replacement for the retiring directors at the end of their term or whatever the case may be and submit a list of nominees to the Board of Directors and the Annual General Meeting of Shareholders for resolution
- To determine an annual remuneration budget, i.e. salary adjustment budget and bonus, for the Company's Management and staff based on an appraisal criteria and the Company's overall performance. And to monitor the appropriate remuneration for the competitive positions in order to compare with the others in the same industry and propose to Board of Directors for approval.
- To propose the year 2018 bonus, the remuneration budget for year 2019 including the meeting allowances and bonus to the Board of Directors and the Shareholders' meeting for resolution



(Dr. Panja Senadisai)  
Chairman of the Nomination and  
Remuneration Committee