

**Agenda Item 6: To consider and approve the remuneration of the Board of Directors and Sub-Committees for 2025**

Opinion of the Nomination and Remuneration Committee and the Board of Directors:

The Nomination and Remuneration Committee, together with the Board of Directors, recommends that the shareholders' meeting consider and approve the following remuneration structure for the Board of Directors and sub-committees for the year 2025:

**1) For Consideration: Conference Remuneration Fee for the Fiscal Year 2025 (comparing with the year of 2024 and 2023)**

(Unit : Baht)

Position	Board of Directors			Audit Committee			Risk Management Committee			Nomination & Remuneration Committee			Good Corporate Governance and Sustainable Development Committee			Executives Committee		
	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023
<b>1. Chairman</b>	<b>25,000</b>	25,000	25,000	<b>25,000</b>	25,000	25,000	<b>20,000</b>	20,000	20,000	<b>20,000</b>	20,000	20,000	<b>20,000</b>	20,000	20,000	<b>7,500</b>	7,500	7,500
Increased compared to last year (Baht)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (%)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>2. Director</b>	<b>20,000</b>	20,000	20,000	<b>18,000</b>	18,000	18,000	<b>15,000</b>	15,000	15,000	<b>15,000</b>	15,000	15,000	<b>15,000</b>	15,000	15,000	<b>5,000</b>	5,000	5,000
Increased compared to last year (Baht)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (%)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>3. Secretary to Committee</b>	<b>8,000</b>	8,000	8,000	<b>8,000</b>	8,000	8,000	<b>8,000</b>	8,000	8,000	<b>8,000</b>	8,000	8,000	<b>8,000</b>	8,000	8,000	-	-	-
Increased compared to last year (Baht)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (%)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Remark: Independent Director who has appointed as Chairman of the Board of Directors will earn right to receive the conference remuneration fee with the compensation rate of the highest current position of each committee.

**2) For Consideration: Annual Remuneration Fee for the Fiscal Year 2025 (comparing with the year of 2024 and 2023)**

(Unit : Baht)

Position	Board of Directors			Audit Committee			Risk Management Committee			Nomination & Remuneration Committee			Good Corporate Governance and Sustainable Development Committee			Executive Committee		
	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023	Y 2025	Y 2024	Y 2023
<b>1. Chairman</b>	<b>750,000</b>	750,000	750,000	<b>300,000</b>	300,000	300,000	<b>100,000</b>	100,000	100,000	<b>100,000</b>	100,000	100,000	<b>100,000</b>	100,000	100,000	<b>500,000</b>	500,000	500,000
Increased compared to last year (Baht)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (%)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>2. Director</b>	<b>300,000</b>	300,000	300,000	<b>200,000</b>	200,000	200,000	<b>100,000</b>	100,000	100,000	<b>100,000</b>	100,000	100,000	<b>100,000</b>	100,000	100,000	<b>200,000</b>	200,000	200,000
Increased compared to last year (Baht)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (%)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>3. Secretary to Committee</b>	<b>50,000</b>	50,000	50,000	<b>50,000</b>	50,000	50,000	<b>25,000</b>	25,000	25,000	<b>25,000</b>	25,000	25,000	<b>25,000</b>	25,000	25,000	-	-	-
Increased compared to last year (Baht)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (%)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>4. Company Secretary</b>	<b>100,000</b>	100,000	100,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (Baht)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Increased compared to last year (%)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Remark: Independent Director who has appointed as Chairman of the Board of Directors will earn right to receive the yearly remuneration fee with the compensation rate of the highest current position of each committee.

Position	Maximum Payment			
	Y 2025	Y 2024	Y 2023	
<u>The maximum of the all compensation payment is set as follows:</u>				
1) Chairman of the Board of Directors	<b>3,500,000</b>	3,500,000	2,500,000	<ul style="list-style-type: none"> <li>- If any director holds more than one position, the payment will pay calculate the sum of all types of compensation including Conference Remuneration Fee and Yearly Remuneration Fee which must not exceed the ceiling rate or the maximum limit of each position that the director holds. However, if the director holds more than one position, the payment will be from the ceiling position of the highest position only.</li> <li>- The maximum of the all compensation payment for all directors is set in the total not exceeding 18,000,000.00 Baht.</li> </ul>
2) Chairman of the Executive Committee	<b>2,500,000</b>	2,500,000	1,800,000	
3) Chairman of All Committees (Except: Chairman of Board of Director and Chairman of Executive Committee)	<b>1,500,000</b>	1,500,000	1,000,000	
4) Chief Executive Officer	<b>1,000,000</b>	1,000,000	1,000,000	
5) Executive Director	<b>800,000</b>	800,000	800,000	
6) Director of Any Committee (Except: Executive Committee)	<b>400,000</b>	400,000	400,000	

**Compensation / other benefit-in-kind that are not monetary**

Year 2025 : No  
Year 2024 : No  
Year 2023 : No

**Meeting attendance and the remuneration payment for each member of the Board of Directors**

Meeting attendance of the Board of Directors and Sub-committees for the year 2023 and 2024

No.	Name		Board of Directors		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Good Corporate Governance and Sustainable Development Committee <sup>2)</sup>		Executive Committee	
			Y2023 (9 times)	Y2024 (6 times)	Y2023 (6 times)	Y2024 (5 times)	Y2023 (4 times)	Y2024 (4 times)	Y2023 (3 times)	Y2024 (3 times)	Y2023 (5 times)	Y2024 (4 times)	Y2023 (17 times)	Y2024 (22 times)
<b>Board of Directors and Sub-committees</b>														
1	Dr. Gunkul	Dhumrongpiyawut	9/9	6/6										
2	Dr. Chongrak	Rarueysong <sup>1)</sup>	9/9	6/6	6/6	5/5					5/5	4/4		
3	Assoc.Prof.Dr. Panarat	Panmanee <sup>1)</sup>	9/9	6/6	6/6	5/5								
4	Mr. Tarakorn	Angpubate <sup>1)</sup>	9/9	6/6	6/6	5/5	4/4	4/4						
5	Dr. Somchint	Pilouk <sup>1)</sup>	3/3	6/6	2/2	5/5								
6	Pol.Maj.Gen. Visit	Sukarasep <sup>1) 2)</sup>	-	6/6					3/3	3/3				
7	Mr. Somchai	Trairatanapirom <sup>1) 3) 5)</sup>	-	6/6			4/4	2/2			5/5	4/4		
8	Ms. Sopacha	Dhumrongpiyawut	9/9	6/6			4/4	4/4					17/17	22/22
9	Dr. Somboon	Aueatchasai	9/9	6/6									17/17	22/22
10	Ms. Naruechon	Dhumrongpiyawut	9/9	6/6									17/17	22/22
11	Mrs. Areewan	Chaloemdan	9/9	6/6									17/17	22/22
12	Mr. Chaloempon	Sricharoen	9/9	6/6									17/17	22/22
13	Mr. Chanin	Chaonirattisai <sup>1) 4)</sup>						2/2						
14	Dr. Sirada	Jarutakanont <sup>1) 4)</sup>									-	2/2		
15	Mrs. Yaovanut	Kwangsukstith <sup>1) 4)</sup>								-	1/1			
16	Mr. Theerapab	Punyasakhon <sup>4)</sup>								-	1/1			
<b>Directors who resigned/completed their terms during the year 2024 who receive remuneration</b>														
1	Gen. Tarnchaiyan	Srisuwan <sup>1)</sup>	9/9	1/1										
2	Mr. Decha	Chooligorn <sup>1)</sup>							3/3	2/2				
3	Mr. Hathai	Uthai <sup>1)</sup>							3/3	2/2				
4	Mr. Pongtep	Thithapand <sup>1)</sup>									5/5	2/2		
5	Mr. Thitipong	Techaratanayuenyong					4/4	2/2						
6	Mrs. Somluk	Kanuenghet							3/3	2/2				

Note

<sup>1)</sup> Independent director

<sup>2)</sup> The 2024 Annual General Meeting of Shareholders held on 24<sup>th</sup> April 2024 approved the appointment of the directors to hold positions for another term.

<sup>3)</sup> The 2024 Annual General Meeting of Shareholders held on 24<sup>th</sup> April 2024 approved the appointment of director in replacement of a resigned director.

<sup>4)</sup> The Board of Directors' Meeting No.3/2024 held on 14<sup>th</sup> May 2024 approved the appointment the Risk Management Committee member, the Nomination and Remuneration Committee member and the Good Corporate Governance and Sustainable Development Committee member in replacement of the directors who retired by rotation.

<sup>5)</sup> Resigned from the Risk Management Committee member on 13<sup>th</sup> May 2024.

**Remuneration of the Board of Directors and Sub-committees**

In 2023 and 2024, the Company had the directors' remuneration, both monetary and non-monetary, as follows:

**1. Monetary Remuneration:** The total amount of all committee's remuneration was THB 9,782,163.05 in 2023 and THB 9,535,670.14 in 2024.

No.	List		Remuneration for the year 2023 <sup>2) 3)</sup>			Remuneration for the year 2024 <sup>2) 3)</sup>		
			(Meeting Allowance and Annual Remuneration)			(Meeting Allowance and Annual Remuneration)		
			Board of Directors <sup>4)</sup>	Sub-committees	Total Remuneration	Board of Directors <sup>4)</sup>	Sub-committees	Total Remuneration
<b>Board of Directors and Sub-committees members</b>								
1	Dr. Gunkul	Dhumrongpiyawut	950,000.00	-	<b>950,000.00</b>	875,000.00	-	<b>875,000.00</b>
2	Dr. Chongrak	Rarueysong <sup>1)</sup>	460,000.00	625,000.00	<b>1,085,000.00</b>	400,000.00	585,000.00	<b>985,000.00</b>
3	Assoc. Prof. Dr. Panarat	Panmanee <sup>1)</sup>	460,000.00	308,000.00	<b>768,000.00</b>	400,000.00	290,000.00	<b>690,000.00</b>
4	Mr. Tarakorn	Angpubate <sup>1)</sup>	460,000.00	488,000.00	<b>948,000.00</b>	400,000.00	470,000.00	<b>870,000.00</b>
5	Dr. Somchint	Pilouk <sup>1)</sup>	183,097.83	118,065.22	<b>301,163.05</b>	400,000.00	290,000.00	<b>690,000.00</b>
6	Pol.Maj.Gen. Visit	Sukarasep <sup>1)</sup>	-	160,000.00	<b>160,000.00</b>	286,043.96	160,000.00	<b>446,043.96</b>
7	Mr. Somchai	Trairatanapirom <sup>1)</sup>	-	360,000.00	<b>360,000.00</b>	286,043.96	246,816.19	<b>532,857.15</b>
8	Ms. Sopacha	Dhumrongpiyawut	460,000.00	660,000.00	<b>1,120,000.00</b>	400,000.00	660,000.00	<b>1,060,000.00</b>
9	Dr. Somboon	Aueatchasai	574,000.00	200,000.00	<b>774,000.00</b>	490,000.00	200,000.00	<b>690,000.00</b>
10	Ms. Naruechon	Dhumrongpiyawut	460,000.00	200,000.00	<b>660,000.00</b>	400,000.00	200,000.00	<b>600,000.00</b>
11	Mrs. Areewan	Chaloemdan	460,000.00	200,000.00	<b>660,000.00</b>	400,000.00	200,000.00	<b>600,000.00</b>
12	Mr. Chaloempon	Sricharoen	460,000.00	200,000.00	<b>660,000.00</b>	400,000.00	200,000.00	<b>600,000.00</b>
13	Mr. Chanin	Chaonirattisai <sup>1)</sup>	-	-	-	-	93,186.81	<b>93,186.81</b>
14	Dr. Sirada	Jarutakanont <sup>1)</sup>	-	-	-	-	93,186.81	<b>93,186.81</b>
15	Mrs. Yaovanut	Kwangsukstith <sup>1)</sup>	-	-	-	-	78,186.81	<b>78,186.81</b>
16	Mr. Theerapab	Punyasakhon	-	-	-	-	78,186.81	<b>78,186.81</b>
<b>Directors who resigned/completed their terms during the year 2024 and received remuneration</b>								
1	Gen. Tarnchaiyan	Srisuwan <sup>1)</sup>	460,000.00	-	<b>460,000.00</b>	113,956.04	-	<b>113,956.04</b>
2	Mr. Decha	Chooligorn <sup>1)</sup>	-	145,000.00	<b>145,000.00</b>	-	66,813.19	<b>66,813.19</b>
3	Mr. Hathai	Uthai <sup>1)</sup>	-	145,000.00	<b>145,000.00</b>	-	66,813.19	<b>66,813.19</b>
4	Mr. Pongtep	Thithapand <sup>1)</sup>	-	175,000.00	<b>175,000.00</b>	-	66,813.19	<b>66,813.19</b>
5	Mr. Thitipong	Techaratanayuenyong	-	217,000.00	<b>217,000.00</b>	-	123,813.19	<b>123,813.19</b>
6	Mrs. Somluk	Kanuenghet	-	194,000.00	<b>194,000.00</b>	-	115,813.19	<b>115,813.19</b>
			<b>5,387,097.83</b>	<b>4,395,065.22</b>	<b>9,782,163.05</b>	<b>5,251,043.96</b>	<b>4,284,626.38</b>	<b>9,535,670.34</b>

Note: <sup>1)</sup> An independent director

<sup>2)</sup> The Company pays annual remuneration on a quarterly basis. The Annual remuneration for the 1<sup>st</sup> – 4<sup>th</sup> quarter will be paid within the year. Therefore, the Annual remuneration stated in the “remuneration” table is the remuneration recorded in accordance with the accounting period of that year.

<sup>3)</sup> Meeting allowance that the Executive Committee shall receive from attending the meetings and holding the position in 2023 – 2024. The Executive Committee member of 5 persons did not wish to receive meeting allowance total of 17 meetings and 22 meetings respectively.

<sup>4)</sup> In 2023, 10 directors did not wish to receive meeting allowance for the Board of Directors Meeting No. 4/2023 in the amount totaling of THB 213,000 and in 2024, 12 directors did not wish to receive meeting allowance for the Board of Directors Meeting No. 2/2024 in the amount totaling of 253,000 Baht.

In this regard, the Company does not have any independent director as an independent director of its subsidiaries or the same-level subsidiary.

**2. Compensation / other benefit-in-kind that are not monetary:** Year 2023: No Year 2024: No

**Positions Held on the Board of Directors and Sub-Committees**

No.	Name	Position Starting Date	Total number of years in current position (December 31, 2024)							Date of resignation / due date	number of months in position	
			Director	Audit Committee	Risk Management Committee	Nomination and Remuneration Committee	Good Corporate Governance and Sustainable Development Committee	Executive Committee	Year 2023 (month)		Year 2024 (month)	
			<b>Board of Directors and Sub-committees</b>									
1	Dr. Gunkul Dhumrongpiyawut	AUG 10, 2009	15 years 5 months								12	12
2	Dr. Chongrak Rarueysong <sup>1)</sup>	JUL 3, 2015 / JUL 3, 2015 / JUL 3, 2015	9 years 6 months	9 years 6 months				9 years 6 months			12	12
3	Assoc.Prof.Dr.Panarat Panmanee <sup>1)</sup>	ARL 20, 2018 / MAY 14, 2018	6 years 8 months	6 years 8 months							12	12
4	Mr. Tarakorn Angpubate <sup>1)</sup>	APR 20, 2018 / DEC 14, 2020 / FEB 20, 2019	6 years 8 months	4 years 1 month	5 years 10 months						12	12
5	Dr. Somchint Pilouk <sup>1)</sup>	AUG 3, 2023 / AUG 3, 2023	1 year 5 months	1 year 5 months							5	12
6	Pol.Maj.Gen. Visit Sukarasep <sup>1)</sup>	APR 24, 2024 / FEB 20, 2019	8 months				5 years 10 months				- / 12	8 / 12
7	Mr. Somchai Trairatanapirom <sup>1)</sup>	APR 24, 2024 / JUN 22, 2015 / FEB 25, 2013	8 months		8 years 10 months			11 years 10 months		May 13, 2024 <sup>2)</sup>	- / 12 / 12	8 / 4 / 12
8	Ms. Sopacha Dhumrongpiyawut	AUG 10, 2009 / AUG 10, 2009 / AUG 10, 2009	15 years 5 months		15 years 5 months				15 years 5 months		12	12
9	Dr. Somboon Aueatchasai	JUN 9, 2010 / AUG 10, 2009	14 years 7 months						15 years 5 months		12	12
10	Ms. Naruechon Dhumrongpiyawut	AUG 10, 2009 / AUG 10, 2009	15 years 5 months						15 years 5 months		12	12

No.	Name		Position Starting Date	Total number of years in current position (December 31, 2024)						Date of resignation / due date	number of months in position	
				Director	Audit Committee	Risk Management Committee	Nomination and Remuneration Committee	Good Corporate Governance and Sustainable Development Committee	Executive Committee		Year 2023 (month)	Year 2024 (month)
11	Mrs. Areewan	Chaloemdan	AUG 10, 2009 / AUG 10, 2009	15 years 5 months					15 years 5 months		12	12
12	Mr. Chaloepon	Sricharoen	AUG 10, 2009 / AUG 10, 2009	15 years 5 months					15 years 5 months		12	12
13	Mr. Chanin	Chaonirattisai <sup>1)</sup>	AUG 14, 2024			8 months						8
14	Dr. Sirada	Jarutakanont <sup>1)</sup>	AUG 14, 2024					8 months				8
15	Mrs. Yaovanut	Kwangskstith <sup>1)</sup>	AUG 14, 2024				8 months					8
16	Mr. Theerapab	Punyasakhon	AUG 14, 2024				8 months					8
<b>Directors who resigned/completed their terms during the year 2023 who received remuneration</b>												
1	Gen. Tarnchaiyan	Srisuwan <sup>1)</sup>	APR 18, 2019	5 years						APR 24, 2024	12	4
2	Mr. Decha	Chooligorn <sup>1)</sup>	NOV 9, 2012				11 years 6 months			MAY 13, 2024	12	4
3	Mr. Hathai	Uthai <sup>1)</sup>	NOV 12, 2015				8 years 6 months			MAY 13, 2024	12	4
4	Mr. Pongtep	Thithapand <sup>1)</sup>	FEB 25, 2013					11 years 2 months		MAY 13, 2024	12	4
5	Mr. Thitipong	Techaratanayuenyong	NOV 12, 2014			9 years 6 months				MAY 13, 2024	12	4
6	Mrs. Somluk	Kanuenghet	AUG 10, 2009				14 years 9 months			MAY 13, 2024	12	4

Note: <sup>1)</sup> Independent director

<sup>2)</sup> Resigned from Risk Management Committee member on 13<sup>th</sup> May 2024

**Changes of Director in 2024**

In 2024, the Company's Annual General Meeting of Shareholders held on 24<sup>th</sup> April 2024, approved the election of directors who have completed their terms to serve another term as the Company's directors, totaling 3 persons and appointed 1 director in replacement of the resigned director as follows:

1. **Pol.Maj.Gen. Visit Sukarasep** Director (Independent Director) (*New Director*)
2. **Mr. Tarakorn Angpubate** Director (Independent Director)
3. **Dr. Somboon Aueatchasai** Director (Executive Director)
4. **Mrs. Areewan Chaloesdan** Director (Executive Director)

In addition, the Annual General Meeting of Shareholders resolved to approved the appointment of **Mr. Somchai Trairattanapirom** which hold the position as the Chairman of the Good Corporate Governance and Sustainable Development Committee as hold another position as an Independent Director to replace **Dr. Djitt Laowattana**, who resigned on 13<sup>th</sup> November 2023.

**Appointment of Sub-Committee member**

Regarding to the Board of Directors Meeting No.3/2024 held on 14<sup>th</sup> May 2024 has resolved to approved the appointment of the sub-committee member to replace the directors who retired by rotation as follows:

- **Mr. Chanin Chaonirattisai** Risk Management Committee Member
- **Dr. Sirada Jarutakanont** Good Corporate Governance and Sustainable Development Committee Member
- **Mrs. Yaovanut Kwangsukstith** Nomination and Remuneration Committee Member
- **Mr. Theerapab Punyasakhon** Nomination and Remuneration Committee Member