

Nomination Committee Charter



Sikarin Public Company Limited

Nomination Committee Charter

Nomination Committee was established in accordance with the resolution of the Board of Directors to comply with the principles of good corporate governance (Good Governance) To recruit and select and nominate appropriate persons to serve on the Board of Directors and sub-committees. As well as perform other tasks as assigned and present them to the Board of Directors and/or the shareholders' meeting.

To collect elements of duties, responsibilities and guidelines as assigned by the Board of Directors. So that the selection committee can supervise as well as providing advice and setting guidelines for compliance with the Company's principles of good corporate governance in an appropriate and transparent manner. To build confidence and credibility among stakeholders and for the benefit of creating sustainable value for the business. The Board of Directors therefore deems it appropriate to establish the charter of the Nomination Committee as follows:

1. Nomination committee composition

- 1.1. Nomination Committee is appointed by the Board of Directors and consists of at least 3 directors, with more than half of the directors having to be independent directors.
- 1.2. Nomination Committee will select one member to hold the position of Chairman of the Nomination Committee.
- 1.3. Nomination Committee will appoint the Secretary to the Nomination Committee.

2. Qualifications of the Nomination Committee

- 2.1 Being a Company director
- 2.2 Have a broad vision, regularly following up on changes in the Company's performance in order to improve the criteria for recruiting suitable personnel.
- 2.3 Able to perform duties and express opinions Including reporting the performance of assigned duties independently.
- 2.4 Able to devote sufficient time to perform duties.
- 2.5 qualifications as specified in the law and regulations of regulatory agencies.

3. Term of office of the Nomination Committee

The Nomination committee members have a term of office of 3 years, except in the case of retirement by rotation. According to the Company's regulations, he or she may be elected to a new position. The Nomination Committee is directly responsible to the Board of Directors and has authority and responsibilities as assigned by the Board of Directors.

To retiring from office upon the expiration of their term of office as specified, members of the Nomination Committee will vacate their position when:

- a) resign
- b) The Board of Directors resolved to remove him from his position.
- c) The court ordered him to leave.

4. Meeting of Nomination Committee

Nomination Committee arranges or calls a meeting at least once a year or calls a special meeting as appropriate by setting an agenda and notifying the Nomination Committee at least 7 days in advance of the meeting except in cases of necessity or urgency, the meeting can be informed by other means, or the meeting date can be set earlier than that.

5. Scope of powers, duties and responsibilities of the Nomination Committee

- 5.1 Set policies, criteria and methods for recruiting qualified individuals to hold positions as directors, consultants and executives.
- 5.2 Recruit, select and nominate individuals who have qualifications consistent with the law, are qualified, have morality, ethics and are deserving of appointment as directors.
- 5.3 Consider the form and development plan for Company Directors, committees and the managing director.
- 5.4 Select individuals with qualifications according to relevant regulations and laws and present them to the Board of Directors for consideration and approval to comply with the law.
- 5.5 Recruit qualified persons to serve as directors of the Company to replace the directors who have retired from office according to the term of office. To propose to the Board of Directors before proposing to the Annual General Meeting of Shareholders to consider appointing a director to replace the outgoing director.
- 5.6 Nominate directors who have appropriate qualifications to be sub-committee members to present to the Board of Directors for consideration and appointment as appropriate.
- 5.7 Take care of the Board of Directors to ensure that they have elements that are consistent with the changing environment and situations. The committee must consist of people with knowledge, ability and experience in various fields.
- 5.8 Appointment of consultants from outside consultants, if necessary, with the Company paying the expenses.
- 5.9 Perform any other duties assigned by the Board of Directors.

This Nomination Committee Charter is effective from 11 January 2024 onwards by the resolution of the Board of Directors at the meeting No. 1/2024 on 10 January 2024



Mr. Seni Chittakasem
Chairman