



Policy on Director & Top Executives Nomination and Remuneration

Pinthong Industrial Park Public Company Limited

13 August 2025

Approved on 13 August 2025, (BOD 3/2025)

Policy on Director & Top Executives Nomination and Remuneration

Pinthong Industrial Park Public Company Limited and its subsidiaries (“the Company”) recognize the importance of the roles and responsibilities of the Board of Directors and senior executives, who are accountable for defining the Company’s vision and mission to create long-term value and sustainable growth. The Nomination and Remuneration Policy has been established as a framework for the Nomination and Remuneration Committee to recruit individuals who possess the appropriate competencies, qualifications, and integrity aligned with the Company’s business. At the same time, it ensures that directors, the Chief Executive Officer, and senior executives receive fair and competitive compensation to retain and motivate them to effectively achieve the Company’s strategic objectives and business direction. This enables the Company to maintain high-quality human capital as a key competitive advantage.

The policy also covers both monetary and non-monetary remuneration, including long-term incentive mechanisms designed to align the performance of directors, the Chief Executive Officer, and senior executives with the Company’s objectives, policies, key performance targets, and both short-term and long-term business outcomes. The Board of Directors has assigned the Nomination and Remuneration Committee to oversee and determine the appropriate remuneration structure and levels in compliance with applicable laws and principles of good corporate governance.

Board of Directors Nomination Process

1. The Nomination and Remuneration Committee is responsible for determining the required composition of knowledge, expertise, and competencies necessary for the Board to effectively perform its duties.
2. The Nomination and Remuneration Committee is responsible for nominating, selecting, and proposing the appointment of non-executive directors and independent directors who possess qualifications, experience, and attributes that are beneficial and appropriate to the Company’s business, in a transparent and comprehensive manner, as follows:

- 2.1 Develop a Board Skill Matrix to identify required qualifications, competencies, attributes, and independence criteria for prospective directors.
 - 2.2 Consider candidates proposed in advance by shareholders at the Annual General Meeting of Shareholders, with the Company providing notification through the Stock Exchange of Thailand (SET) disclosure system and the Company's website.
 - 2.3 Consider candidates from the professional director pool listed in the database of the Thai Institute of Directors Association (IOD Chartered Director).
 - 2.4 Consider qualified candidates from both internal executives and external sources who meet the required criteria.
3. The Nomination and Remuneration Committee may consider engaging external consultants or utilizing director databases as part of the nomination process for new directors.
 4. All directors are required to conduct self-assessments in accordance with the Board performance evaluation policy covering the Chairman, the Board, individual directors, and Board committees. Directors shall also disclose their plans for continuous development and knowledge enhancement to the Board.

Remuneration of Directors and Senior Executives

The Nomination and Remuneration Committee is responsible for determining the remuneration of directors and the Chief Executive Officer, including both monetary and non-monetary components, as well as overseeing the structure of remuneration for senior executives. The remuneration framework is designed to align with the Company's long-term strategy and objectives, while remaining competitive with peer companies of similar size within the same industry. It also takes into consideration individual experience, scope of roles and responsibilities, expected contributions, and additional duties assigned. For example, directors serving on sub-committees shall receive appropriate additional remuneration reflecting their increased responsibilities.

Remuneration of the Board of Directors and Sub-Committees

The Nomination and Remuneration Committee determines the remuneration of the Board of Directors and its sub-committees through a process that is prudent, transparent, and clearly defined. The determination takes into account the appropriateness and alignment with the roles, duties, and responsibilities of each director, as well as benchmarking against companies in similar industries and of comparable size. It also considers the Company's business expansion and profitability growth. The proposed remuneration structure is submitted to the Board of Directors for consideration and approval, and subsequently presented to the Annual General Meeting of Shareholders for final approval.

Remuneration of Senior Executives

The remuneration of the Chief Executive Officer (CEO) is reviewed annually in accordance with the principles established by the Nomination and Remuneration Committee. Both monetary and non-monetary compensation are designed to be competitive and motivating, taking into consideration the appropriateness and alignment with the CEO's roles, duties, and responsibilities. The determination also reflects the CEO's performance, including achievement against the Company's action plans, the Company's profitability growth in the preceding year, and the overall economic conditions. This ensures alignment with the Company's strategic objectives and long-term interests. In addition, remuneration is benchmarked against peer companies within the same industry and of comparable size. The CEO's performance is evaluated annually, with results submitted to the Board of Directors for consideration and approval, prior to implementation by management.

For senior executives (at the Chief Officer level and above), remuneration is determined under the oversight of the Nomination and Remuneration Committee. It is benchmarked against industry peers and aligned with the Company's performance, individual performance evaluations, commitment to the organization, and key performance indicators in accordance with good corporate governance practices. This approach aims to provide appropriate incentives to drive sustainable business success. Management is responsible for proposing such remuneration to the Nomination and Remuneration Committee for acknowledgment and further consideration.

This Policy on Director & Top Executives Nomination and Remuneration shall be effective from 13 August 2025, by the approval of the Board of Directors at its Meeting No. 3/2025.

- Mr. Prasan Tanprasert -
Chairman of the Board of Directors
Pinthong Industrial Park Public Company Limited

(Board Skills Matrix)

Specialized Skills, Expertise, and Experience Beneficial to the Board of Directors	Industrial Estate / Real Estate	Strategy	Accounting / Finance	Risk Management	Engineering / Technology	Legal	Marketing / Business	Corporate Governance	Audit
Directors	/	/	/	/		/		/	/
Independent Directors	/	/	/	/		/		/	/
Executive Directors	/	/	/	/	/		/	/	