

SIC-BC-CHA-006

Charter of the Nomination, Remuneration and Corporate Governance Committee**Silicon Craft Technology Public Company Limited****Objective**

The Nomination, Remuneration and Corporate Governance Committee (the “Committee”) is appointed by the Board of Directors to promote good corporate governance. The Committee is responsible for establishing criteria and policies for the nomination and remuneration of directors and subcommittee members; identifying, selecting and recommending suitable candidates for appointment as directors of the Company; considering directors’ remuneration; and undertaking corporate governance activities. The Committee shall also perform other assigned duties and submit relevant matters to the Board of Directors and/or the shareholders’ meeting, as applicable.

Composition of the Committee

- The Board of Directors shall appoint the Committee, which shall consist of at least three (3) members drawn from directors and/or executives. More than half of the total number of Committee members shall be Independent Directors;
- The Committee members shall jointly select one (1) Independent Director serving on the Committee to serve as Chairman of the Nomination, Remuneration and Corporate Governance Committee.

Term of Office

- Each Committee member shall serve a term of three (3) years;
- Members may be reappointed as the Board of Directors considers appropriate. Reappointment shall not be automatic;
- In addition to retirement upon expiry of their term, a Committee member shall vacate office upon any of the following:
 1. Resignation
 2. Expiry of their term as a director of the Company or otherwise ceasing to hold such office
 3. A resolution of the Board of Directors removing the member from office
 4. Failure to meet the qualifications or possession of any prohibited characteristics prescribed by law
 5. Death



- The Board of Directors may appoint additional Committee members to support the achievement of the Committee's objectives or to fill vacancies. A member appointed to replace a member who has resigned or been removed from office shall serve only the remaining term of the member being replaced.

Authority, Duties and Responsibilities

The Committee shall perform the duties assigned by the Board of Directors within the following scope of authority, duties and responsibilities:

Nomination

- Establish criteria and policies for the nomination of directors and subcommittee members, taking into account the appropriateness of the size, structure and composition of the Board and its subcommittees. Determine directors' qualifications for submission to the Board of Directors and/or the shareholders' meeting for approval, as applicable;
- Identify, select and recommend suitable candidates for appointment as directors to replace those whose terms have expired, fill vacancies and/or serve as additional directors;
- Consider nominated candidates and select those who meet the established qualification criteria;
- Approach candidates who meet the established qualification criteria to confirm their willingness to serve as directors of the Company if appointed by the shareholders;
- Consider and recommend guidelines for developing directors' knowledge to the Board of Directors;
- Establish guidelines for evaluating the Board of Directors' performance for submission to the Board for consideration, and monitor the conduct of evaluations in accordance with those guidelines to improve the Board's performance;
- Perform any other nomination-related duties assigned by the Board of Directors;
- Identify candidates for appointment as Chief Executive Officer and evaluate the Chief Executive Officer's performance, and submit the relevant proposals and evaluation results to the Board of Directors for approval.

Remuneration

- Establish criteria and policies for determining the remuneration of the Board of Directors and its subcommittees, and submit them to the Board of Directors and/or the shareholders' meeting for approval, as applicable;
- Consider necessary and appropriate monetary and non-monetary remuneration for each director annually, taking into account their duties, responsibilities and performance, remuneration at companies operating in similar businesses, and the benefits expected from their contribution. Submit the proposed



remuneration to the Board of Directors for consideration and subsequent submission to the shareholders' meeting for approval;

- Be accountable to the Board of Directors and provide explanations and respond to questions concerning directors' remuneration at shareholders' meetings;
- Consider the criteria for evaluating the Chief Executive Officer's performance;
- Report the policies, principles and rationale for determining directors' and executives' remuneration in accordance with SET requirements, and disclose such information in the Company's Annual Report/ Annual Registration Statement (Form 56-1 One Report);
- Consider the annual remuneration of directors and the Chief Executive Officer in accordance with the established remuneration criteria. Submit the Chief Executive Officer's proposed remuneration to the Board of Directors for approval, and submit directors' proposed remuneration to the Board of Directors for subsequent submission to the shareholders' meeting for approval;
- Assess the appropriateness of and approve proposals to offer newly issued securities to directors and employees, taking into account fairness to shareholders, incentives for directors and employees to create long-term shareholder value, and the effective retention of qualified personnel;
- Perform any other remuneration-related duties assigned by the Board of Directors. Management and relevant departments shall provide the Committee with relevant information and documents to support the discharge of its assigned duties;
- Review the framework for bonuses, salary increases and corporate target indicators, and submit recommendations to the Board of Directors for consideration.

Corporate Governance

- Establish guidelines and recommend policies and practices concerning codes of conduct and business ethics, as well as anti-corruption policies and measures, to the Board of Directors and management in accordance with good corporate governance principles, for adoption as the Company's operating rules and procedures. These shall provide appropriate organisational standards and guidance;
- Oversee, advise on, evaluate and review policies and compliance with good corporate governance principles and business ethics, including activities relating to social and environmental responsibility and sustainable development, to develop and enhance the Company's corporate governance system in line with international standards;



- Recommend policies and practices concerning social and environmental responsibility; oversee and advise on the Company's sustainable development activities; monitor their progress; and assess their effectiveness;
- Review the suitability of this Charter annually and submit any proposed revisions to the Board of Directors for approval;
- Perform any other duties assigned by the Board of Directors.

Performance Evaluation

The Committee shall conduct an annual self-assessment of its performance.

Reporting

The Committee shall report to the Board of Directors.

Committee Meetings

- The Committee shall hold or convene meetings as it considers appropriate, at least twice (2) a year, and may convene additional meetings as necessary. A quorum shall consist of at least half of the total number of Committee members.
- All Committee members should attend every meeting. Where a member is unable to attend due to unavoidable circumstances, they should notify the Chairman of the Committee in advance.
- The Chairman/chairperson of the Committee shall chair the meeting. Where the Chairman is absent or unable to perform their duties, the members present shall elect one (1) of their number to chair the meeting.
- Resolutions shall be passed by a majority vote. Any Committee member who has an interest in a matter under consideration shall not participate in expressing opinions or vote on that matter.
- Meeting notices shall be sent to Committee members in advance. In necessary or urgent circumstances, notice may be given by other means or the meeting may be convened at shorter notice. The Secretary of the Committee shall record the minutes of meetings.
- The Committee may invite relevant persons to attend meetings to provide factual explanations to the Committee.



This Charter shall be reviewed at least once a year or whenever there is a material change.

Initial Approval	Approved by the Board of Directors at Meeting No. 1/2017 held on 28 February 2017.
Latest Approval/Review	Approved/reviewed by the Board of Directors at Meeting No. 4/2026 held on 25 June 2026.

Announced on 25 June 2026.



(Dr. Vilawan Mangklatanakul)

Chairperson of the Board of Director



Approval and Revision History
SIC-BC-CHA-006: Charter of the Nomination, Remuneration and Corporate Governance Committee

Revision	Board Resolution	Details
Initial Approval	BOD 1/2560: 28 February 2017	Approved the Charter of the Nomination, Remuneration and Corporate Governance Committee.
Revision No. 1	BOD 3/2018: 15 August 2018	Annual review with no material changes.
Revision No. 2	BOD 2/2019: 19 April 2019	Annual review with no material changes.
Revision No. 3	BOD 3/2020: 14 May 2020	Annual review with no material changes.
Revision No. 4	BOD 2/2021: 18 March 2021	Annual review with no material changes.
Revision No. 5	BOD 2/2022: 17 March 2022	Annual review with no material changes.
Revision No. 6	BOD 4/2023: 21 July 2023	Annual review with no material changes.
Revision No. 7	BOD 4/2024: 18 July 2024	Annual review with no material changes.
Revision No. 8	BOD 4/2025: 17 July 2025	Addition of duties to recommend director development guidelines, establish guidelines for evaluating the Board of Directors' performance and monitor their implementation; introduction of an annual self-assessment requirement for the Nomination, Remuneration and Corporate Governance Committee; and an increase in the minimum meeting frequency from once to twice a year.
Revision No. 9	BOD 4/2026: 25 June 2026	Annual review with no material changes.

