

**POLICY ON PERSONEL DEVELOPMENT, NOMINATION
AND REMUNERATION OF DIRECTORS AND SENIOR
EXECUTIVES, AND SUCCESSION PLAN**

Neo Corporate Public Company Limited

Policy on Personnel Development, Nomination and Remuneration of Directors and Top Executives, and Succession Plan

Neo Corporate Public Company Limited and its subsidiary companies (“Companies”) recognize the importance of human resources, which is the organization’s most valuable asset and important part that will lead the organization towards success. The Companies, therefore, establish the Policy on Personnel Development, Nomination and Remuneration of Directors and Senior Executives, and Succession Plan to promote and develop the Companies’ personnel at all levels to have skills, knowledge, and expertise in performing their jobs for their continued increase of potential. The Companies also establish the rules and process of expert recruitment to take the positions of directors and senior executives of the Companies and establish the succession plan to prepare to develop personnel to replace key positions in the event that a person holding such a key executive position is unable to perform duties, his/her term of office is lapsed, or the position is vacant for any other reasons. That is also to reduce the risks or impacts from the lack of continuity in management. The policy is as detailed below.

1. Personnel development

- (1) The Companies support and encourage all levels of personnel of the Companies to gain skills, knowledge, and expertise from their hands-on experience in performing their jobs. The supervisors in each department are assigned the duty to provide employees with learning opportunities, share experience, provide trainings and suggestions, on a regular basis.
- (2) The Companies will arrange training courses for all levels of personnel to increase their knowledge in various fields and work potential, by both arranging internal training courses and sending employees to take external training courses that the Companies consider to be relevant and appropriate for personnel needs in each department, from the executive level to the operational level, to improve knowledge, abilities, and work potential and to use the knowledge gained from the trainings to improve their operations in the Company.
- (3) The Human Resource Department is responsible for assessing the needs and necessity of personnel development in all levels and prepare a personnel development plan that corresponds to the Companies’ business development plan and propose the same to the Chief Executive Officer for consideration and approval. It must also regularly monitor and evaluate the implementation of the personnel development plan.
- (4) The Companies place importance on social responsibility, and, therefore, are prepared to cooperate with external human resource training and development institutions in terms of requesting for study visits and accepting student trainees. This is to develop the human resources of the community, society, and nation to have wisdom.

2. Recruitment of directors and senior executives

- (1) The Board of Directors has the duty to prescribe rules and process for the recruitment of experts who will be selected and appointed as directors and

Chief Executive Officer. In this regard, the Board of Directors has assigned the Nomination and Remuneration Committee to prescribe the qualifications and rules for the recruitment of directors, sub-committee members, and the Chief Executive Officer of the Companies to propose to the Board of Directors for further consideration and approval.

- (2) The Board of Directors must establish measures to ensure that the Chief Executive Officer will prescribe the rules and process for the recruitment and appointment of key positions of senior executives to ensure that persons with useful skills, knowledge, and experience for corporate governance are recruited.
- (3) The recruitment process for directors and senior executives must be on a fair, equal, and transparent basis, whereby the education background, work experience, expertise, and other qualifications that are required for the position announced for recruitment must be clearly specified. The recruitment process established by the Board of Directors or the Chief Executive Officer must be followed to ensure that the Companies can recruit suitable persons for the positions that are being recruited by the Companies.

3. Determination of remuneration of directors and senior executives

The Companies recognize the importance of their directors and senior executives who are the key personnel of the organization contributing importantly to driving the Companies' growth toward their goals. Therefore, the Board of Directors places importance on the determination of remuneration of directors and senior executives to ensure the Companies' ability to maintain such valuable personnel and motivate the directors and senior executives to perform their works in consistent with the main objectives and goals of the Companies to create sustainable results and lead to the Companies' continued growth. In remuneration payment, the capabilities, experiences, and work performance according to the abilities of the directors and executives in various positions will be taken into consideration with no discrimination and where opportunities will be provided on a fair basis, taking into account the principles of fairness, equality, qualifications, appropriateness, and commitments with the Companies. That is to promote career advancement and sustainable growth with the Companies. The Companies have established the policy on remuneration of directors and senior executives, both in the short term and the long term, that corresponds and links to the Companies' performance as set out below.

- (1) It must consider the appropriateness of the proportion of salary compensation and the short-term performance, such as bonus, and the long-term performance, such as career growth, which is in line with the succession plan, or remuneration by way of taking part in being shareholders of the Companies through the Employee Stock Option Plan (ESOP) of the Employee Joint Investment Program (EJIP).
- (2) A remuneration policy must be established with various factors, such as a higher or comparable rate of remuneration than/with the that of the same industry, being taken into account.
- (3) An evaluation policy (Individual KPI) must be established and communicated.

4. Succession plan

(1) Members of Executive Committee and the Chief Executive Officer

Upon vacancy of a member position of the Executive Committee or the Chief Executive Officer position, or the person holding such a position being unable to perform duties, the Board of Directors will assign the person holding a similar position or the next lower position to be the temporary acting person until a qualified person is recruited and selected in accordance with the criteria prescribed by the Companies. The Nomination and Remuneration Committee will prescribe the qualifications and rules for recruitment of the Executive Committee members and the Chief Executive Officer of the Companies and consider selecting suitable persons in terms of knowledge, experience, expertise, vision, and understanding of corporate culture to nominate to the Board of Directors for further consideration and appointment.

(2) Executives from the manager level upwards

The Companies require that all departments establish a succession planning process for the executives in the manager position upwards. Upon vacancy of an executive position from the manager position upwards or the person holding such a position being unable to perform duties, the responsible person in each department will nominate a selected successor to the Chief Executive Officer whereby the following succession planning process for the executives in the manager position upwards will be followed:

1. Suitable abilities and attitudes for the position must be required.
2. Abilities and attitudes of the Companies' employees must be evaluated to consider selecting the employees with potential to be the successors of the positions.
3. The names of selected successors must be identified and listed for proposing to the Chief Executive Officer for further consideration and approval of such successors at an appropriate time.

This Policy on Personnel Development, Nomination and Remuneration of Directors and Senior Executives, and Succession Plan is effective from 31 August 2023 onwards.

(Mr. Virapan Pulges)

Chairman of the Board of Directors
Neo Corporate Public Company Limited