

กฎบัตรคณะกรรมการพิจารณาค่าตอบแทน
Remuneration Committee Charter
บริษัท อีสต์โคสต์เฟอร์นิเทค จำกัด (มหาชน)
East Coast Furnitech Public Company Limited

Remuneration Committee Charter
East Coast Furnitech Public Company Limited

1. Objective

The Board of Directors of East Coast Furnitech Public Company Limited (“**Company**”) considered and approved to establish the Remuneration Committee Charter to include the compositions, scope of duties and responsibilities, and guidelines as assigned by the Board of Directors to enable the Remuneration Committee to fairly, appropriately and transparently perform duties in compliance with the Corporate Governance principles for making all stakeholders confident and assured.

2. Composition and Qualifications

- 2.1 The Remuneration Committee shall consist of at least three Directors, with a least one Director being Independent Director, and the Chairman of the Remuneration Committee should be an Independent Director, executive directors should be the minority of the Committee and should not participate in the consideration on the remuneration of Managing Director.
- 2.2 The Remuneration Committee shall be appointed by the Board of Directors, and serve for the term of three (3) years, based on the term of office of the Company's directorship, and when the term of office is complete, each member may be considered and re-appointed as deemed appropriate by the Board of Directors.
- 2.3 In the event any Remuneration Committee member position becomes vacant for any reason other than term expiration according to Clause 2.2, including the termination of directorship, resignation, or being removed, the Board of Directors shall appoint a qualified replacement Remuneration Committee member to fill up the vacancy as prescribed in this Charter by the Board of Directors. The term of the replacement Remuneration Committee member shall be only the same as the remaining term of the Nomination Committee member whom he/she replaces.

3. Scope of Duties

- 3.1 Consider the criteria for the remuneration and types of remuneration for Directors and Managing Director in order to make the criteria and types of remuneration appropriate by following steps:
 1. Review the appropriateness of criteria currently used.
 2. Consider the payment information of other companies in the same industry as the Company.

3. Establish the criteria to be appropriate to achieve the expected results, for fairness and rewards given to those who help the Company's works successful.
 4. Review all types of remuneration payment by considering the amount and proportion of remuneration payment of each type in an appropriate manner.
 5. Consider the payment of remuneration in compliance with the criteria prescribed by relevant authorities or recommendations.
- 3.2 Evaluate the Managing Director and propose the result to the Board of Directors for consideration and approval.
 - 3.3 Consider and determine the annual remuneration of Directors and Managing Director.
 - 3.4 Perform any other tasks as assigned by the Board of Directors.

4. Responsibilities

The Remuneration Committee is directly responsible to the Board of Directors in accordance with the duties and responsibilities assigned, and the Board of Directors still has responsibilities for the Company's operations to the external parties.

5. Meetings

- 5.1 The Remuneration Committee shall meet at least two (2) times per year, the Company's management or relevant executives or employees or those who are deemed appropriate may be invited to attend the meeting for giving opinions or sending documents or information as deemed relevant or necessary.
- 5.2 For each Remuneration Committee Meeting, at least two-third of the total number of the current Remuneration Committee members is required to make a quorum.
- 5.3 Any Remuneration Committee Member who has a conflict of interest in any matter under consideration shall not vote on that matter.
- 5.4 Decisions at the meeting shall be made by majority vote of members present. Each member shall have one vote. In the event of a tie vote, the Chairman of the meeting shall have a casting vote.

6. Reporting

The performance of the Remuneration Committee shall be reported to the Board of Directors for acknowledgement and the Remuneration Committee Report is prepared and disclosed in the Company's Annual Report, and signed by the Chairman of the Remuneration Committee.

7. Performance Evaluation

The Remuneration Committee shall evaluate their performance and report the results of annual evaluation to the Board of Directors.

This Charter was proposed to the meeting of the Board of Directors No. 7/2022 on November 10, 2022 for final consideration and review.