

Criteria and Methods for the Nomination and Remuneration of Directors

nForce Secure Public Company Limited ("**the Company**") has rules and procedures for the nomination and remuneration of directors to be consistent with good corporate governance policy and good corporate governance principles of the Stock Exchange of Thailand to be transparent and fair to all groups of stakeholders as well as effective for the organization. The Board of Directors has appointed the Nomination and Remuneration Committee to be responsible, with details as follows:

Criteria and Methods for nomination Directors

1. Provide opportunities for shareholders to nominate qualified people to be elected as new directors.
2. Consider and nominate suitable persons in terms of knowledge, experience, and expertise to hold positions as the Board of Directors, sub-committees, and executives for the Board of Directors to consider appointing and/or proposing to the shareholders' meeting for appointment.
3. Consider and ensure that the Board of Directors and sub-committees are the appropriate size and composition for the organization, including modifications to suit the environment.
4. Provide a skill matrix for the Board of Directors, the Nomination and Remuneration Committee considers at least one aspect of experience important for holding a position, such as finance, business administration, marketing, HR, law, management, etc., to ensure that the Board of Directors as a whole is qualified and able to understand the needs of stakeholders, including at least one non-executive director with experience in the Company business or industry.
5. Qualifications are per the relevant laws and regulations, such as the Public Limited Company Act, Securities, and Exchange Act, B.E. 2535, Articles of Association and the principles of good corporate governance of the Company.
6. The appointment of the independent directors will consider the independent persons nominated as independent directors per the rules prescribed by the Office of the Securities and Exchange Commission (SEC).

Term Expiration

1. At every Annual General Meeting of shareholders, one-third of the total number of directors shall resign. If the number of directors cannot be divided exactly into three, the number closest to one-third shall be retired. The retired commissioner may be re-elected. The directors who shall retire from office in the first and second years after the company's registration shall be drawn by lot. In later years, the director who has been in office the longest will be relieved of his or her duties.

2. In addition to the case of vacating office by the aforementioned term, the Company director may vacate office upon:

- a) Death
- b) Resignation
- c) Being disqualified as a director or having prohibited characteristics under the Public Limited Companies Act or having characteristics indicating a lack of suitability to be entrusted with the management of a publicly held business under the law of the Securities and Exchange Act.
- d) Removal by a resolution of the meeting of shareholders
- e) Removal by a court order.

Any director resigning the Company shall submit a resignation letter to the Chairman of the Board of Directors.

Orientation for New Directors

For new directors who are appointed to the Board of Directors, the Company has arranged an orientation for the directors to acknowledge the Company's business policies, including related information such as Company history, characteristics of the business, capital structure, shareholders, performance, financial statement, director's remuneration, articles of association, policies, and charter, information system used in the company, including laws, rules, and regulations, as well as deliver useful information for performing duties as a director of the Company.

Process and criteria for assessing the performance of the Board of Directors

To follow the principles of good corporate governance, the Board of Directors has assigned the Corporate Governance Committee to be the one who determines the criteria and assesses the performance of the entire committee annually. The Company Secretary shall submit the assessment form to the Board of Directors every year-end, at least once a year, and summarize the results of the assessment, including reporting the results to the Board of Directors' meeting by assessing the Company committee's work each year. The aim is to improve the efficiency of the Board of Directors and find a way to improve the assessment criteria for next year. Therefore, the Company has prepared a self-assessment form into 3 types as follows:

- Self-Assessment form for The Board of Directors as a whole: assess the overall performance of the Board of Directors.
- Self-Assessment form for committees as a whole: assess the overall performance of sub-committees assigned by the Board of Directors
- Assessment form for the Board of Directors and committee member on individual basis

Assessment of criteria performance for the Board of Directors a whole including topics as below:

- Structure and Qualifications of the Board of Directors
- Roles, duties and responsibilities of the Board of Directors
- The Board meeting
- Responsibilities of Directors
- Relationship with management sector
- Directors self-improvement and management training

Assessment of criteria performance for the Sub-committees a whole including topics as below:

- Structure and Qualifications of the Board of Directors
- Roles, duties and responsibilities of the Board of Directors
- The Board meeting
- Responsibilities of Directors
- Relationship with management sector
- Directors self-improvement and management training

Assessment of criteria performance for the Board of Directors and committee member on individual basis including topics as below:

- Structure and Qualifications of the Board of Directors
- Roles, duties and responsibilities of the Board of Directors
- The Board meeting

Director Development (Training/Seminars)

The Board of Directors and high-level executives prioritize attending regular training and seminar courses related to knowledge development and directors' duty performance to increase their knowledge of the Company's operations and activities.

The Company encourages all directors to attend training courses as recommended by the Securities and Exchange Commission organized by the Thai Institute of Directors (IOD).

Additionally, the Company also encourages the Company secretary to regularly attend various training courses related to work.

The Criteria and Method for Determining the Remuneration of the Board of Directors and Sub-committees

1. The Board of Directors' remuneration will be determined based on their duties, responsibilities, and the directors' performances as appropriate and approved by the shareholders' meeting.
2. The Nomination and Remuneration Committee will consider the type, method of payment, and amount of directors' remuneration, as well as propose it to the Board of Directors for approval and to the shareholders' meeting for further approval.
3. The Company's remuneration is the meeting allowance.
4. For other remuneration, if there is additional, the Nomination and Remuneration Committee shall propose it to the Board of Directors' meeting for consideration and approval and then to the shareholders' meeting for further approval.