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Remuneration Committee Charter
TPCS Public Company Limited

The Board of Directors, recognizing the importance of good corporate governance, has established the Remuneration Committee Charter as follows:

1. Objective

The Remuneration Committee is established to support the Board of Directors in promoting good corporate governance. Its duties include considering the criteria and structure for the remuneration of the Company's directors, in order to ensure that the determination of remuneration is conducted in a transparent and fair manner.

2. Composition and Qualifications

The Remuneration Committee shall consist of at least 3 members, comprising the Chairman of the Remuneration Committee and other Remuneration Committee members. The Board of Directors shall appoint such persons from among the Company's directors and/or other qualified individuals to hold these positions. The members shall possess adequate knowledge and experience to perform their duties in considering the remuneration of the Company's directors.

3. Term of Office

- 3.1 The Remuneration Committee serve a term of 1 year from the date of appointment. Upon expiration of the term, if the Board of Directors has not yet appointed a new Remuneration Committee, the existing Remuneration Committee shall continue to perform its duties until a new Remuneration Committee is appointed by the Board of Directors to replace the outgoing committee. Such appointment shall be made within 2 months from the expiration date. Members of the Remuneration Committee who retire by rotation may be reappointed.
- 3.2 In the event that a position of a Remuneration Committee member becomes vacant for reasons other than the expiration of the term, and the remaining term is not less than 2 months, the Board of Directors shall appoint a replacement at the next Board of Directors meeting. The person appointed as a replacement shall serve only for the remaining term of the member whom replaces.
- 3.3 A Remuneration Committee member shall be removed from position when:
 - (a) Upon term completion
 - (b) Resignation
 - (c) Death

(d) The Board of Directors resolves to remove from the position.

- 3.4 The Remuneration Committee who resigns before the term expires must notify the company in advance 1 month, along with the reasons.

4. Meetings

4.1 Meeting Agenda

The date, time, location, and agenda of the meeting must be set at least 7 days in advance, along with sufficient supporting documents, and a written report of the meeting must be prepared.

4.2 Meeting Frequency

The Remuneration Committee shall hold at least one meeting per year and may convene additional meetings as necessary.

4.3 Attendances

At a meeting of the Remuneration Committee, a quorum must consist of at least half of the total number of Remuneration Committee members. In the event that the Chairman of the Remuneration Committee is not present at the meeting or is unable to perform their duties, the members present shall elect one member to preside over the meeting.

4.4 Voting

Resolutions of the Remuneration Committee meeting shall be passed by a majority vote of the members present at the meeting. Each member shall have one vote. A member who has an interest in any matter under consideration shall not be entitled to express an opinion or vote on such matter. In the event of an equality of votes, the Chairman of the meeting shall have a casting vote.

5. Authority

- 5.1 Seek advices from specialists or company consultants (if any), or solicit the services of outside specialists or consultants at the company's expenses.
- 5.2 Authorized to summon the management and company staff to provide comments and clarification, to take part in meetings, and to submit documents deemed as necessary.

6. Duties and Responsibilities

- 6.1 Review the remuneration policy and criteria for the company directors and if deemed necessary, propose the suggestion or revision to existing criteria, in order to make them more suitable.
- 6.2 Review the remuneration budget earmarked for the company directors, by taking into account the practices by other companies in the same business category, the business

growth and the company's performances, the remuneration budget approved by the shareholders' meeting, and the actual remuneration amount for the previous year, for further presentation to The Board of Directors for consideration, and for final approval by the shareholders' meeting.

- 6.3 Review the remuneration budget for the company directors, the Audit Committee members, the Nomination Committee members, the Remuneration Committee members and the Corporate Governance and Sustainability and Risk Management Committee members by taking into account their duty and responsibility scope and related performances, based on the remuneration budget approved by the shareholders' meeting.
- 6.4 Review the remuneration budget for the Nomination Committee members, the Remuneration Committee members and the Corporate Governance and Sustainability and Risk Management Committee members (who do not serve as company directors), by taking into account their duty and responsibility scope, and related performances.
- 6.5 Review and revise the charter for The Remuneration Committee, and present to The Board of Directors for approval.
- 6.6 Engage in other acts as assigned by The Board of Directors.
