Selection of the board of directors

The Board of Directors has resolved to appoint the Nomination and Remuneration Committee to consider criteria and procedures for selection and nomination of suitable candidates to serve as directors and members of sub-committees, the Chief Executive Officer, upon expiration of term of office, by considering nominated directors for qualifications, knowledge, skills, and experience of the nominated candidates to be appointed as SUTHA directors and express their opinions to board members prior presenting to the shareholder meeting to appoint directors.

For sufficient detail provided to shareholders, the correctness and completeness of information and qualifications of director nominee are gathered and reviewed according to the Company procedures before proposing to the Remuneration and Nomination Committee and the Company's Board of Directors for consideration. The directors who retire by rotation may be re-appointed by the Board of Directors to assume the positions. The Nomination and Remuneration Committee is to take past performance into consideration.

Ensuring that all shareholders receives equitable treatment, eligible minor shareholders and major shareholders are invited to nominate qualified candidates for Director election, from directors' pool and IOD Chartered director, directors database of the Office of the Securities and Exchange Commission , the Company's selection , nominated directors by senior executives positions within the organization to join and serve on sub-committees or hold a position as a director of a subsidiary company.

Information about the selection of the board of directors

List of directors whose terms have ended and have been reappointed

List of directors	Position	First appointment date of director	Skill and expertise
Mr. Sripop Sarasas	Chairman of the board of directors (Non-executive directors, Independent director)	2 Apr 2014	Audit, Finance, Banking
Ms. Nishita Shah	Director (Non-executive directors)	29 Sep 2016	Finance, Business Administration

List of newly appointed directors to replace the ex-director

List of directors	Position	First appointment date of director	Skill and expertise
Mr. Sathish Kumar Pushparaj	Director (Executive Directors)	8 Aug 2025	Petrochemicals & Chemicals, Engineering

Selection of independent directors

The criteria for selecting Independent Directors and Audit Committee Members:

1. Independence: Directors must not have any business or personal relationships that could affect their independent judgment.
2. Knowledge and Experience: Directors should have relevant knowledge and experience in finance and accounting.
3. Audit Capability: Directors must have the ability to audit and evaluate the company's performance.
4. Compliance with Laws and Regulations: Directors must comply with laws and regulations related to being an Independent Director and Audit Committee Member.

Criteria for selecting independent directors

The Company's Board of Directors will preliminarily consider together the qualifications of the persons who will take the office as an Independent Director considering the qualifications and prohibitions of the director in accordance with the Limited Public Company Act., Laws on securities and securities exchange, and Announcement of the Capital Market Supervisory Board as well as related announcement, regulations and/or rules. In addition, the Company's Board of Directors considers and selects the Independent Director from the experts, taking into consideration the working experience and other suitability, and then it will propose to the Shareholder's meeting for consideration and appointment to be the Company's director.
The Company states that independent directors make up at least one-third of the total board, with a minimum of three individuals. All three independent directors meet the qualifications required for both independent directors and audit committee members, including:

No.	Name-Surname	Position	Date in Position	Approved by	Term of Directors
1	Mr.Sripop Sarasas	Chairman of the Audit Committee and Chairman of the Board of Directors and (GRI:2-11)	2 April 2014	8 April 2022	12 years (2014-2025)
			Upon completing nine years, an independent director with AGM resolution to approve to serve on the board continuously.		
2	Mrs.Ladda Chatchaluay	Audit Committee, Chairman of the Nomination Remuneration and Corporate Governance Director	5 April 2017	4 April 2024	8 Years (2017-2025)
3	Mrs.Vannee Abakaz	Audit Committee and Nomination Remuneration and Corporate Governance Director	15 May 2018	4 April 2023	7 Years (2018-2025)

3 Independent Directors of the Company, are fully qualified according to the requirements of the Securities and Exchange Commission and according to **the definition of independence that the Company has defined as follows:**

<u>Qualifications of Independent Directors</u>

The qualifications of whom will conform to the Notification of the Capital Market Supervisory Board No. TorChor. 28/ 2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares, dated 15 December B.E. 2551 (including its amendment).

Prescribed Qualifications of Independent Directors and Audit Committee by the Stock Exchange of Thailand

3 Independent Directors of the Company, namely, Mr. Sripop Sarasas, Mrs. Ladda Chatchaluay, and Mrs. Vannee Abakaz, are fully qualified according to the requirements of the Securities and Exchange Commission and according to **the definition of independence that the Company has defined as follows:**

<table>
<tr><th colspan="2" rowspan="2">Independent Directors Qualification</th><th colspan="3">Name of the Independent Directors</th></tr>
<tr><th>Mr. Sripop Sarasas</th><th>Mrs. Ladda Chatchaluay</th><th>Mrs. Vannee Abakaz</th></tr>
<tr><td>1.</td><td>Holding shares not exceeding one percent of the total number of shares with voting rights of the Company, its parent company, a subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director.
- Number of shares
- Proportion of shares with total voting rights</td><td>
-
-</td><td>
175,000
0.048%</td><td>
25,000
0.007%</td></tr>
<tr><td>2.</td><td>Neither being nor used to be an executive director, employee, staff, advisor who receives salary or controlling person of the Company. Its parent company, a subsidiary company, associate company, a same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission. Such prohibitions shall not include the case where the independent director used to be a government officer or an advisor of the government sector, which is the major shareholder, or the controlling person of the Company.</td><td>Qualified</td><td>Qualified</td><td>Qualified</td></tr>
<tr><td>3.</td><td>Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the Company or its subsidiary company.</td><td>Qualified</td><td>Qualified</td><td>Qualified</td></tr>
<tr><td>4.</td><td>Neither having nor used to have a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission.
The term business relationship’ as mentioned above shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans,</td><td>Qualified</td><td>Qualified</td><td>Qualified</td></tr>
</table>

Independent Directors Qualification		Name of the Independent Directors		
		Mr. Sripop Sarasas	Mrs. Ladda Chatchaluay	Mrs. Vannee Abakaz
	guarantee, providing assets as collateral, and any other similar actions, which result in the Company or the counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the applicant or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of one year prior to the date on which the business relationship with the person commences.			
5.	Neither being nor used to be an auditor of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission.	Qualified	Qualified	Qualified
6.	Neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million Baht per year from the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office of Securities Exchange Commission.	Qualified	Qualified	Qualified
7.	Not being a director appointed as representative of directors of the Company, major shareholder or shareholder who is related to major shareholder.	Qualified	Qualified	Qualified
8.	Not undertaking any business in the same nature and in competition to the business of the Company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one percent of the total number of shares	Qualified	Qualified	Qualified

Independent Directors Qualification		Name of the Independent Directors		
		Mr. Sripop Sarasas	Mrs. Ladda Chatchaluay	Mrs. Vannee Abakaz
	with voting rights of other company which undertakes business in the same nature and in competition to the business of the Company or its subsidiary company.			
9.	Not having any other characteristics which cause the inability to express independent opinions with regard to the Company's business operations.	Qualified	Qualified	Qualified
10.	Not being a director appointed by the Board of directors to decide upon the business operation of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person.	Qualified	Qualified	Qualified

Qualifications of the Audit Committee

The Audit Committee consists of Mr. Sripop Sarasas, Mrs. Ladda Chatchaluay and Mrs. Vannee Abakaz which are qualified in accordance with the Notification of the Securities and Exchange Commission No. Tor Chor. 28/2551 Re: Application for and Approval of the Offer for Sale of Newly Issued Shares dated 15th December 2008 (including amendments) as follows;

Independent Directors Qualification		Name of the Independent Directors		
		Mr. Sripop Sarasas	Mrs. Ladda Chatchaluay(*)	Mrs. Vannee Abakaz(*)
1.	Not being a director who is appointed by the Board of Directors to decide in the operation of the Company and its affiliated companies; not being a major shareholder or a company's controlling person.	Qualified	Qualified	Qualified
2.	Not being a director who takes part in the management; not being an employee, staff member or advisor who receives a regular salary or company's controlling person and its affiliated companies which are listed.	Qualified	Qualified	Qualified
3.	Being fully qualified in accordance with the regulatory requirements defined by the Capital Market Supervisory Board, the Stock Exchange of Thailand and other regulatory bodies; being independent and having no direct or indirect benefit or interest in the manner which may affect the performance of duties and the giving of independent opinions.	fully qualified	fully qualified	fully qualified
4.	Being capable of performing duties, giving opinions and reporting the results of performance of work according to the duties delegated by the Board of Directors without the control of the management or the major shareholders of the Company including related persons or close relatives of the said persons.	Yes	Yes	Yes
5.	Being able to contribute sufficient time and opinion to perform the duties of the member of the Audit	Yes	Yes	Yes

Independent Directors Qualification		Name of the Independent Directors		
		Mr. Sripop Sarasas	Mrs. Ladda Chatchaluay(*)	Mrs. Vannee Abakaz(*)
	Committee			
6.	Shall receive regular and continuing education opportunities in areas related to the Audit Committee duties in order to stay relevant in the changing business environment; shall gain knowledge of the Company's operation consistently to enhance the effectiveness of the Audit Committee.	Yes	Yes	Yes

The Audit Committee shall have at least 1 audit committee member who has financial and accounting knowledge and experience in reviewing financial statements.

Mrs. Ladda Chatchaluay and Mrs.Vannee Abakaz
possess knowledge and experience in accounting and finance and have experience in reviewing financial statements.

Each independent director is allowed to express opinions freely. The tenure of an independent director does not exceed a cumulative term limit of nine years. Upon completing nine (9) years, an independent director may continue to serve on the Board, subject to approval from the shareholders' meeting and subject to the board's rigorous review of his/her continued independence.
(Criteria as approved by the meeting of shareholders held on April 4th 2023)

The nomination and remuneration committee may consider an independent director who has reached his 9-year tenure years to have a term of office for more than 9 years in case he/she is qualified according to Notification of the Capital Market Supervisory Board No. TorChor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares dated December 15, 2008 (including additional amendments)

The rationale for considering and making decision are

- The independent director is able to act independently and be able to express opinions independently yet in accordance with the relevant rules
- Being an independent director, not involved in any management duties, not having any relationship with the management or the main shareholders including the auditors
- Throughout the tenure, an independent director has performed his duties by attending every meeting supported by his shareholder meeting attendance record. If not available, he will notify other members and Chairman to acknowledge.
- Being accountable to serve as the Chairman of the Company with abilities, qualifications, and maturity for the position of Chairman of the Board and the Chairman of the Audit Committee of the Company
- Throughout his tenure as the Chairman of the Board of Directors, he acts dutifully and effectively as the chairman of the committee meeting as well as the chairman of the shareholders' meeting to oversee and manage meetings effectively and appropriately.
- Throughout his tenure as an independent director, he performed his duties in attending board meetings. and performs duties in shareholder meetings very well
- Possess qualifications and past experience as a director of several listed companies and apply his experience and capability to provide advice and opinions that are beneficial to the good corporate governance of the Company and holding office in less than 5 listed companies.

Business or professional relationships of independent directors over the past year

Business or professional relationships of independent directors over the past year	No

Selection of directors and the highest-ranking executive

Nomination and appointment of Directors and the top-level management

The Criteria for the Nomination and appointment of Directors and the top-level management of the Company are listed below:

1) Rights of Minority Shareholders to nominate qualified persons to be considered for election as directors. or nomination from major shareholders or the company can search for people from the director list (Directors ' Pool) or have a list of professional directors in a reliable agency, such as in the IOD directory (IOD Chartered director) or the listed company director database system of the Office of the Securities and Exchange Commission. Or through recruitment from a company with the expertise the company needs.
2) Promotion particularly for senior management positions or directors of subsidiary companies
3) Nominating according to the succession plan

(GRI:405-1)

Method for selecting directors and the highest-ranking executive

Method for selecting persons to be appointed as directors through the nomination committee	Yes
Method for selecting persons to be appointed as the highest-ranking executive through the nomination committee	Yes

Number of directors from major shareholders

Number of directors from each group of major shareholders over the past year (persons)	5

The main shareholders ,CE Lime (Thailand) Co., Ltd., nominated below directors :

No.	Name - Surname	Latest appointment and office period		
		Appointment date	AGM/BOD meeting	Office taken
1.	Mr. Krishnan Subramanian Aylur	29 September 2016	4 April 2023	8 years
2.	Ms. Nishita Shah	29 September 2016	4 April 2023	8 years
3.	Mr. Ben Harrath Faouzi	10 November 2023	4 April 2024	2 year
4.	Mr. Sathish Kumar Pushparaj	1 July 2025 8 August 2025	8 August 2025	< 1 years
5.	Mr. Timothe Arthur Maria Van Den Bossche	10 November 2023	4 April 2024	2 year

Note :

During the year, an internal restructuring within the indirect major shareholder group resulted in changes to the Executives' level. Upon receiving the approval of the Nomination, Remuneration and Corporate Governance Committee, as well as the resolution of the Board of Directors, the position of Managing Director and Chairman of the Executive Committee was transferred from Mr. Geza Emil Perlaki to Mr. Sathish Kumar Pushparaj, effective 1 July 2025 onward.

Rights of minority shareholders on director's appointment

Rights of Minority Shareholders to nominate directors

The Company has set the criteria for minority shareholders to propose the agenda, nomination of persons to be appointed as directors, including questionnaire prior to the Annual General Meeting of Shareholders. The notice and schedule will be provided to the shareholders through the information dissemination of the Stock Exchange of Thailand (SET) and the website of the Company with link https://goldenlime.co.th/en/download-info/. The announcement is published through the website of the SET on 15 October or on the next business day if it falls on holidays. The shareholders can propose the agenda and nomination of persons during **16 October – 30 December 2025** (or during the updated schedule announced by the Company).

For the year 2025, none of the shareholders had made any proposal or nomination in such period.

Method of director appointment	Each director is required to obtain a majority of the total votes cast by shareholders present at the meeting and eligible to vote. Additionally, the principle of One Share One Vote stipulates that voting occurs separately for each agenda item, with each share representing a single vote.

Determining desired qualifications of directors

Qualifications in general of nominated directors

1) Director's qualifications as established by Golden Lime, which includes qualifications stipulated by laws and any other relevant regulations, such as Public Limited Companies Act B.E. 2535 (1992), Securities and Exchange Act B.E. 2535 (1992) (Section 89/3) , Notification of Capital Market Supervisory Board, the Company's Articles of Association and and should not have restricted qualification as described by SEC.
2) Qualifications of nominated directors fully meet the qualifications set forth by relevant rules, regulations and charter of the board of directors or the approval from the Board of Directors
3) different knowledge and experiences in the profession for a diversity of qualities and experiences of the board but consistent with the company's business strategy
4) Background relates to Skill Matrix; production, accounting, finance, banking, or management.
5) report on an interest or a person with a relationship via reporting to the Board of Directors or company secretary
6) Consent from the nominated person to be appointed as a director
7) diversity in gender, ethnicity and nationality, without discrimination on the grounds of gender, ethnicity, nationality, color, race, or religion but the foreign directors will be residing in Thailand over the whole Board of directors as prescribed by rules.
8) All Directors must be able to perform their duties and express their opinion freely and dedicate sufficient time to perform their duties.
9) In order to assure that the directors of the Company devote themselves to performing their duties completely, it is required that individual directors not take positions in more than 5 (five) listed companies.
10) The directors of the Company must not operate a business in competition with the Company's business, or be a partner in an ordinary or unlimited partnership or be director of a private company or any other company with the same business operation as the Company regardless of individual or other benefits. Nevertheless, prospective board members may be involved in all of the above in the case that such association are reported at the Shareholders' Meeting prior to the appointment.
11) The directors of the Company must immediately inform the Company if involved directly or indirectly as parties of interest in the Company's contract or hold shares in the Company or affiliated companies.

Directors with authority to sign to bind the company

1) Thai nationality
2) Non-Thai but a resident of Thailand or holding a work permit ("Work Permit") so a passport and work permit to be attached in almost all transactions
3) Non-Thai that not residing in Thailand and no work permit can be registered as a director with authority to sign to bind the company but signing a binding transaction has limitations for transactions that require work permit documentation.

Criteria for Directorship in other listed company

The Board of Directors has established a policy on directorship in other listed companies as follows:

Directorship in other listed company held by the Company's directors

1) Each director is allowed to hold directorship in other listed companies up to not more than 5 listed companies, inclusive of the Company, to ensure the directors' efficiency and sufficient allocation of time to serve on the Company's Board of Directors.
2) Directors should avoid holding directorship in any other listed company that could create a conflict of interest with the Company and in performing their duty as the Company's director.
3) Each director is allowed to hold directorship in other listed companies under the same group company and its subsidiaries which be considered as the common benefit and do not affect the major responsibility of the director's functions.

Determining desired qualifications of directors

Prioritize qualifications and skills that enhance business operations, considering relevant experiences that contribute to the company's success, including:

Details of qualifications of directors

Qualification knowledge or experience	Skill and expertise
Lime and mineral industry or chemical industry	Petrochemicals & Chemicals, Energy & Utilities, Mining, Business Administration, Others: -
Engineering in machinery / electricity / petrochemicals /information systems technology	Petrochemicals & Chemicals, Project Management, Corporate Management, Engineering, Leadership
Factory and industrial operations	Industrial Materials & Machinery, Energy & Utilities, Mining ,Transportation & Logistics, Engineering
Finance/Accounting / financial statement review	Accounting, Finance, Risk Management, Audit, Internal Control
Fuel, coal and energy management	Petrochemicals & Chemicals, Steel, Mining, Strategic Management, Risk Management
ESG, ang Global/ Corporate management	Economics, Commerce, Finance, Sustainability, Corporate Management
Business Administration	Change Management, Leadership, Strategic Management, Risk Management, Governance/ Compliance
Legal or a degree in law, Finance, Banking, IT or related business	Law, Marketing, Finance, Human Resource Management, IT Management

Note: Details are specified through the eOne Report System functions for selecting business-related experience and skills according to the system's prepared and defined list