8.3.2 The Nomination Remuneration and Corporate Governance Committee's Report

The Nomination and Remuneration Committee (NR) is comprised of 4 members: 2 independent directors and 2 executive directors.


1

Mrs. Ladda Chatchaluay
Chairman of Nomination Remuneration and Corporate Governance Committee


2

Mr. Timothe Arthur Maria Van Den Bossche
Nomination Remuneration and Corporate Governance Director


3

Mr. Krishnan Subramanian Aylur
Nomination Remuneration and Corporate Governance Director


4

Mrs. Vannee Abakaz
Nomination Remuneration and Corporate Governance Director

Ms. Thidarat Sihawanlop and Ms. Panchalee Sombutrasarn acting as secretaries of the Nomination Remuneration and Corporate Governance committee to support the data preparations for the performance of the committee.

The Nomination Remuneration Committee's Report

In 2025, there were 3 NRC Meetings, a quorum of the NRC was completed as per below;

Meeting Nomination Remuneration Committee (times) : 3

List of Directors	Meeting attendance Nomination Remuneration Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
1. Mrs. Ladda Chatchaluay (The chairman of the subcommittee, Independent director)	3	/	3	3/3 (100.00%)
2. Mr. Timothe Arthur Maria Van Den Bossche (Member of the subcommittee)	2	/	3	2/3 (66.67%)
3. Mr. Krishnan Subramanian Aylur (Member of the subcommittee)	3	/	3	3/3 (100.00%)
4. Mrs. Vannee Abakaz (Member of the subcommittee)	3	/	3	3/3 (100.00%)
Average Meeting Attendance Rate				91.67 %

The Nomination and Remuneration Committee performed its duties in accordance with the Nomination and Remuneration Committee Charter by participating in and considering various information through e-mail communication channels including meetings by performing duties and responsibilities as follows:

1) Ensure the Board of Directors' structure, size and composition appropriate and relevant to the Company business operation and changing business environment.

2) Review criterion for the nomination of the Company's director to screen the right candidate with a transparent nomination process to propose to the shareholder meeting for approval of appointment.

The Company also granted the minority shareholders the right to propose nominated directors by notifying the schedule identifying open period during October 16 – December 30, 2025, via the information dissemination system of the Stock Exchange of Thailand as well as the Company's website. After the said time, there was no minority shareholder nominating a person as the nominated director.

For the year 2025, the criteria for determining directors subject to retirement by rotation require that one-third of the longest-serving directors step down. Accordingly, Mr. Sripop Sarasas, Ms. Nishita Shah, and Mr. Geza Emil Perlaki are scheduled to retire this year.

The retiring individuals have been nominated to the Board of Directors and the shareholders' meeting for consideration of reappointment for another term. One independent director has served a tenure exceeding nine years; in such cases, justification for his continued appointment was additionally provided for review.

Name of Directors	Date in Position	Term begins on the first appointed date and lasts for (Year).				
		Board of Director	Independent Director	Executive Director's	Audit Committee	RM/SD Committee
1. Mr. Sripop Sarasas	2 Apr 2014	11 Years	11 Years	-	11 Years	-
2. Ms. Nishita Shah	29 Sep 2016	8 Years 6 Months	-	8 Years 6 Months	-	-
3. Mr. Geza Emil Perlaki	5 April 2017	8 Years	-	8 Years	-	2 Years

The nominated director above is an independent director, namely Mr. Sripop Sarasas who is fully qualified according to qualifications or prohibitions of the director following the Limited Public Company Act., Laws of securities and securities exchange, and Announcement of the Capital Market Supervisory Board as well as related announcement. Also, the Company's Board of Directors will consider and select the Independent Director from the expertise, considering the working experiences and other suitability requirements. The qualifications of the independent director 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).

3) Screen and select a qualified candidate with a transparent process for the position of Managing Director to propose to the Board for approval and appointment.

During Y2025, the Nomination, Remuneration, and Corporate Governance (NR_CG) Committee of Golden Lime Public Company Limited strategically advanced the leadership succession plan by thoroughly reviewing and endorsing the appointment of Mr. Sathish Kumar Pushparaj as the new Managing Director, effective July 1, 2025, succeeding Mr. Geza Emil Perlaki. The Nomination, Remuneration, and Corporate Governance (NR_CG) Committee confirmed Mr. Pushparaj's strong operational background, leadership capabilities, and alignment with the company's strategic needs, particularly in operations, while acknowledging his development path in commercial areas supported by a robust commercial team. The Committee proposed that Mr. Sathish Kumar Pushparaj be appointed Director, Authorized Signatory Director, Chairman of the Executive Committee, and Chairman of the Risk Management & Sustainability Development Committee, serving the remaining term of his predecessor. The transition plan includes a structured onboarding process and advisory support from the outgoing Managing Director to ensure continuity. The Nomination, Remuneration, and Corporate Governance (NR_CG) Committee also approved a competitive compensation package, benchmarked against industry standards, and ensured compliance with regulatory and governance requirements. The agenda and recommendations were unanimously resolved for Board approval, reflecting a well-governed, forward-looking approach to executive succession and organizational stability.

4) Develop succession plan for the Managing Director position and regularly review the plan and its progress.
The Nomination, Remuneration, and Corporate Governance (NR_CG) resolution reflects a commitment to safeguarding and strengthening Golden Lime PLC's core operational, strategic, and governance functions through a

carefully managed leadership transition, in line with the major shareholder's vision and best practices in succession planning.

5) Design a fair and sensible remuneration plan and related criteria for the Company's directors, members of each committee and the Company's Managing Director by considering referenced information of compensation in other companies in the same or similar industries. For the Managing Director's remuneration, the NRCG provided its recommendations to the Board for approval. For the remuneration of the directors and members of sub-committees, the NRCG submits the proposed remuneration plan to the Board for endorsement before presenting it to the Shareholders' Meeting for approval.
6) Evaluate the performance of the Company's Managing Director/CEO using an evaluation form and criteria pre-approved by the non-executive directors, which may be linked to key performance indicators (KPIs) aligned with the strategic plan and annual work plans. Evaluation topics will cover leadership, financial performance, human resource management, organizational culture, stakeholder relations, ESG advancements, safety standards, and succession planning. The evaluation results will be a component in determining the Managing Director's compensation and benefits, ensuring transparency and fairness, as well as providing input on compensation decisions for other employees and executives.
7) in order to view and comment on the remuneration package to determine renumeration and benefits to employees and the management.
8) Reviewing the Nomination and Remuneration Committee Charter , the last time in 2024 includes adjusting the timeframe for sending meeting invitations to comply with the revised schedule as per the Public Company Act.
9) Perform other duties assigned by the Board of Directors.

Remark : (1) The NRCG director in item 2 resides abroad, making it difficult to attend meetings due to time zone differences. Nonetheless, the director acknowledges agendas and shares opinions through internal communication, with all materials sent via email.

▪ The Corporate Governance Committee's Report

The Corporate Governance Committee (CG) is comprised of 4 members; 2 independent directors and 2 executive directors. In 2025, there were 3 CG Meetings, a quorum of the CGC was completed as per below;

Meeting Corporate Governance Committee (times) : 3

List of Directors	Meeting attendance Corporate Governance Committee			Average Meeting Attendance
	Meeting attendance (times)	/	Meeting attendance right (times)	
5. Mrs. Ladda Chatchaluay (The chairman of the subcommittee, Independent director)	3	/	3	3/3 (100.00%)
6. Mr. Timothe Arthur Maria Van Den Bossche (Member)	2	/	3	2/3 (66.67%)
7. Mr. Krishnan Subramanian Aylur (Member)	3	/	3	3/3 (100.00%)
8. Mrs. Vannee Abakaz (Member)	3	/	3	3/3 (100.00%)
Average Meeting Attendance Rate				91.67 %

The results of duty performance of Corporate Governance Committee

The Corporate Governance Committee performed its duties in accordance with the Corporate Governance Committee Charter by attending and considering various information through e-mail communication channels including meetings with the following responsibilities;

1) Consider and specify the policies/guidelines relating to good corporate governance, morale and business ethics as well as the policies and guidelines relating to sustainable business and presentation thereof to the Board of Directors including the review of the charter of the Board of Directors and sub-committees successfully revised/edited/added to propose to the Board of Directors' meeting for approval.

2) Supervise, advise, review, and evaluate the policies and guidelines for good corporate governance, morale, and business ethics including the guidelines relating to the implementation of sustainable business development, social responsibility, and environmental concerns with regular reviews to ensure practical and compliant with up-to-date standards and the Company's business operations. The Corporate Governance Committee has directed and followed up to review and improve to ensure compliance with rules, and regulations based on the corporate governance evaluation criterion, and its annual results.

3) Reviewing the appropriateness of the Corporate Governance Committee Charter for 2024 includes adjusting the timeframe for sending meeting invitations to comply with the revised schedule as per the Public Company.
4) Perform other duties assigned by the Board of Directors.

The policies developed and assessed throughout 2025 were submitted to the Board of Directors for review, with the Corporate Governance Committee actively involved in the review process as detailed below:

2025 Policies reviewed/established are:						
No	Policy, Manuals	Date	Revision	Achieved	Version	Board resolution
1	Human Right Policy - Expand human rights framework with partners. - Detail support for youth (interns) with guidelines to prevent child labor law violations and promote educational opportunities. - Provide guidelines for foreign/migrant labor.	21/2/2025	Rev.2	Revised	TH/EN	1/2025 (21/2/2025)

Summary of the results of duty performance of subcommittees

2025 Policies reviewed/established are:						
No	Policy, Manuals	Date	Revision	Achieved	Version	Board resolution
	- Outline safety practices covering partners, society, and community, and partner development. - Detail product responsibility, including pollution control, compliance with industrial regulations, and mitigating community complaints.					
2	Human Rights Assessment Checklist -Establish systematic methods aligned with human rights management processes - Supports the disclosure framework of the eOne Report Data Platform and SET ESG Rating.	21/2/2025	Rev.1	Revised	TH/EN	1/2025 (21/2/2025)
3	Corporate governance compliance policy -Support the eOne Report disclosure -Ensure framework aligns with internal controls and corporate governance	21/2/2025	CS20241202	NEW	TH	1/2025 (21/2/2025)
4	Production Policy -For acknowledgment -Respond to the eOne Report Data	21/2/2025	eOne Report	NEW	TH/EN	1/2025 (21/2/2025)
5	Procurement Policy -For acknowledgment - Respond to the eOne Report Data -Add brief structure of PO/RO issue for assessment	21/2/2025	eOne Report	NEW	TH/EN	1/2025 (21/02/2025)
6	ESG, Sustainability development and Business Ethics Manual Updated the adjustment and new policies for communication to Employees and Stakeholder	21/2/2025	Rev.6	Revised		1/2025 (21/02/2025)
7	Human Right Policy - Expand human rights framework with partners. - Detail support for youth (interns) with guidelines to prevent child labor law violations and promote educational opportunities. - Provide guidelines for foreign/migrant labor. - Outline safety practices covering partners, society, and community, and partner development. - Detail product responsibility, including pollution control, compliance with industrial regulations, and mitigating community complaints.	21/2/2025	Rev.2	Revised	TH/EN	1/2025 (21/2/2025)
8	Human Rights Assessment Checklist -Establish systematic methods aligned with human rights management processes - Supports the disclosure framework of the eOne Report Data Platform and SET ESG Rating.	21/2/2025	Rev.1	Revised	TH/EN	1/2025 (21/2/2025)
9	Corporate governance compliance policy -Support the eOne Report disclosure -Ensure framework aligns with internal controls and corporate governance	21/2/2025	CS20241202	NEW	TH	1/2025 (21/2/2025)
10	Production Policy -For acknowledgment -Respond to the eOne Report Data	21/2/2025	eOne Report	NEW	TH/EN	1/2025 (21/2/2025)
11	Procurement Policy -For acknowledgment -Respond to the eOne Report Data -Add brief structure of PO/RO issue for assessment	21/2/2025	eOne Report	NEW	TH/EN	1/2025 (21/02/2025)
12	ESG, Sustainability development and Business Ethics Manual Updated the adjustment and new policies for communication to Employees and Stakeholder	21/2/2025	Rev.6	Revised		1/2025 (21/02/2025)