

Succession Plan Policy

Pro Inside Public Company Limited

The Board of Directors recognizes the importance of conducting business efficiently and continuously, and has accordingly entrusted the Nomination and Remuneration Committee with preparing a succession plan to nominate and prepare senior executives, and to develop persons with the potential to succeed to key management positions and to run the business. The objectives, relevant parties, and practice rules and criteria are set out below.

Objectives

1. To continuously assess how well the organization is staffed with the requisite qualifications and competencies.
2. To enable proactive advance planning for the recruitment and selection of personnel, by planning to recruit and develop internal personnel with potential at the supervisory level and above, or personnel from outside the organization.
3. To plan for the replacement and succession of positions due to retirement, or positions that are targeted by the market or competitors.
4. To reduce the rate of loss of personnel with valuable knowledge, ability, and experience.
5. To motivate and retain capable and high-potential employees, by planning for replacement and succession alongside offering them development opportunities and promotion to higher positions.

Relevant Parties

1. The Nomination and Remuneration Committee and/or an appointed committee has the duty to oversee the succession plan policy to ensure it is properly implemented.
2. The Human Resources Management and Development department.
3. All employees of the Company and its subsidiaries.

Practice Rules and Criteria: Succession Plan

The Company has rules and practice criteria for selecting personnel to take on the Company's key management positions appropriately and transparently, to ensure that the Company obtains executives with professional qualifications, skills, experience, and ability, through the Nomination and Remuneration Committee and/or an appointed committee, for the nomination/selection and succession planning process, according to the following employee levels:

1. Chief Executive Officer Level

Where the position of Chief Executive Officer becomes vacant, or the incumbent is unable to perform the duties of the position, the Company shall have a system whereby an executive at a similar or deputy level acts in the position until a person meeting the Company's established criteria is recruited and selected. Such person must have vision, knowledge, ability, experience, and suitability for the organizational culture, with the Nomination and Remuneration Committee responsible for the nomination, to be proposed to the Board of Directors for consideration and approval of the appointment.

Basic Qualifications of the Chief Executive Officer

1. Education not lower than a bachelor's degree.
2. Management experience at the level of divisional director or above.
3. Leadership and far-sighted vision.
4. Ability in strategic planning and organizational management.
5. Prudent, careful decision-making and problem-solving, with regard to the organization's best interests.

2. Deputy Chief Executive Officer Level

Where the position of Deputy Chief Executive Officer becomes vacant, or the incumbent is unable to perform the duties of the position, the Company shall propose the selected successor to the Nomination and Remuneration Committee and/or an appointed committee. Succession planning for the Deputy Chief Executive Officer level follows this process:

1. Analyse the Company's business situation in terms of the Company's strategy, policy, investment plans, and expansion plans.
2. Assess workforce readiness for consistency with the Company's strategy, both in the short and long term.
3. Establish a plan to build workforce readiness, by developing roles or recruiting employees to prepare replacements for employees leaving the Company.
4. Build a recruitment plan and an employee training and development plan in advance, before an employee retires or leaves their position prematurely.
5. Define the qualifications and competencies — meaning the desired knowledge, skills, personality, and attitude of employees in that position — and prepare an Individual Development Plan.
6. Select, evaluate performance, and assess the potential of employees to consider suitability.

7. Identify the successor based on assessment and analysis of the employee's potential and performance, with advance notice to the employee to prepare for handover and to learn the role, and designate a backup successor.
8. Develop and evaluate the employee expected to be the successor, to determine whether they can genuinely develop and deliver the expected performance. Where this does not meet expectations, proceed as follows:
 - a) Conduct a new selection and succession planning process; or
 - b) Develop the backup successor instead (if any); or
 - c) Recruit and select from external candidates.

In this regard, in considering the recruitment and selection of the Chief Executive Officer and Deputy Chief Executive Officer as described above, the qualifications of the executive must not include any prohibited characteristics under the Notification of the Securities and Exchange Commission No. Kor Jor. 3/2560 Re: Determination of Characteristics Constituting a Lack of Trustworthiness of Directors and Executives of Companies (as amended).

Where a successor has fully met the qualifications established for a position of greater responsibility, and a vacancy arises, or a new, higher position is created, the Human Resources department shall propose the promotion and acting appointment (Promotion & Acting) in accordance with the Company's established practice regulations.

Mr. Wisudhi Srisuphan

Chairman of the Board