

Attachment 7

Report of the Nomination and Compensation Committee

Report of the Nomination and Compensation Committee

To Shareholders,

The Board of Directors of TEAM Consulting Engineering and Management Public Company Limited has appointed the Nomination and Compensation Committee (“Nomination Committee”) in accordance with the guidelines for good corporate governance of listed companies to perform the duty of recruiting, selecting and proposing persons with knowledge and qualifications suitable for the position of company director, member of sub-committees, and senior management. Also, proposing a remuneration structure and payment guidelines as well as considering appropriate remuneration for such persons.

At present, the Nomination and Compensation Committee consists of three directors, chaired by Gen. Wichien Sirisoonthorn (Independent Director), with Mr. Chawalit Chantararat (Non-Executive Director) and Mr. Prasong Wangrattanapranee (Non- Executive Director) as members of the Nomination and Compensation Committee.

In 2023, the Nomination Committee had performed their duties as stipulated in the Nomination and Compensation Committee Charter, held a total of 5 meetings with 93.33% attendance of members. Their key performance results can be summarized as follows:

1. Considering the re-election of the directors retiring by rotation and proposing such persons to the Board of Directors for consideration and further submission to the 2023 Annual General Meeting of Shareholders for approval of their reappointment as directors.
2. Screening and proposing the determination of remuneration for the Company's directors and members of sub-committees, such as monthly remuneration, attendance fee and incentive payment for the year 2023. Considering the structure and suitable rate of remuneration for the duties and responsibilities of Directors as well as in accordance with the size of the business compared to listed companies in the same business group to present to the Board of Directors for consideration and approval before proposing to the 2023 Annual General Meeting of Shareholders.
3. Reviewing the Nomination and Compensation Committee Charter and presenting to the Board of Directors for further approval in compliance with the principles of good corporate governance.

4. Reviewing the rules and procedures of the Company's director nomination and presenting to the Board of Directors for further approval in order for the Company to have proper selection of directors and members of sub-committees qualified with knowledge and expertise to achieve the Company's objectives and main goals.
5. Reviewing the rules and procedures of the remuneration consideration of Company's directors and presenting to the Board of Directors for approval in order for the Company to have guidelines for the remuneration consideration of the directors, forms of remuneration, including appropriate fair and transparent methods for paying directors' remuneration.
6. Reviewing the criteria and methods of selecting the Chief Executive Officer of the Company and presenting to the Board of Directors for approval in order for the Company to set guidelines for recruitment and development of high-level executives, effective personnel management, and nomination of qualified persons for the position of Chief Executive Officer.
7. Considering and reviewing the criteria and methods of the remuneration consideration for the Chief Executive Officer and presenting to the Board of Directors for approval in order for the Company to have a remuneration structure that motivates the Chief Executive Officer to perform their duties in accordance with the main objectives and goals of the organization and in line with the long-term interests of the business.
8. Reviewing the criteria and performance evaluation form of the Chief Executive Officer and presenting to the Board of Directors for approval. Specifying performance evaluation criteria that can motivate the Chief Executive Officer to manage the business in accordance with the objectives, main goals, strategies and in line with the long-term benefits of the business. Also, communicating to the Chief Executive Officer in regard to the assessment criteria in advance.
9. Pushing for the implementation of the succession plans of high-level executives as well as giving useful suggestions.
10. Evaluating the performance of the Nomination and Compensation Committee in order to develop the performance of their duties to be more efficient and reporting the assessment results to the Board of Directors.

The Nomination and Compensation Committee has cautiously fulfilled all the duties as assigned with full ability promoting accountability transparency and fairness for the best interests of shareholders and all stakeholders appropriately. It is of an opinion that the Board of Directors and Sub-Committees

are quality teamwork with their operation guidelines that are in line with the Corporate Governance Code, adhering high standard of business ethics in all facets of operations in compliance with relevant regulations and rules set forth by the Securities and Exchange Commission and the Stock Exchange of Thailand.

On behalf of the Nomination and Compensation Committee

- Wichien Sirisoonthorn -

(Gen. Wichien Sirisoonthorn)

Chairman of the Nomination and Compensation Committee