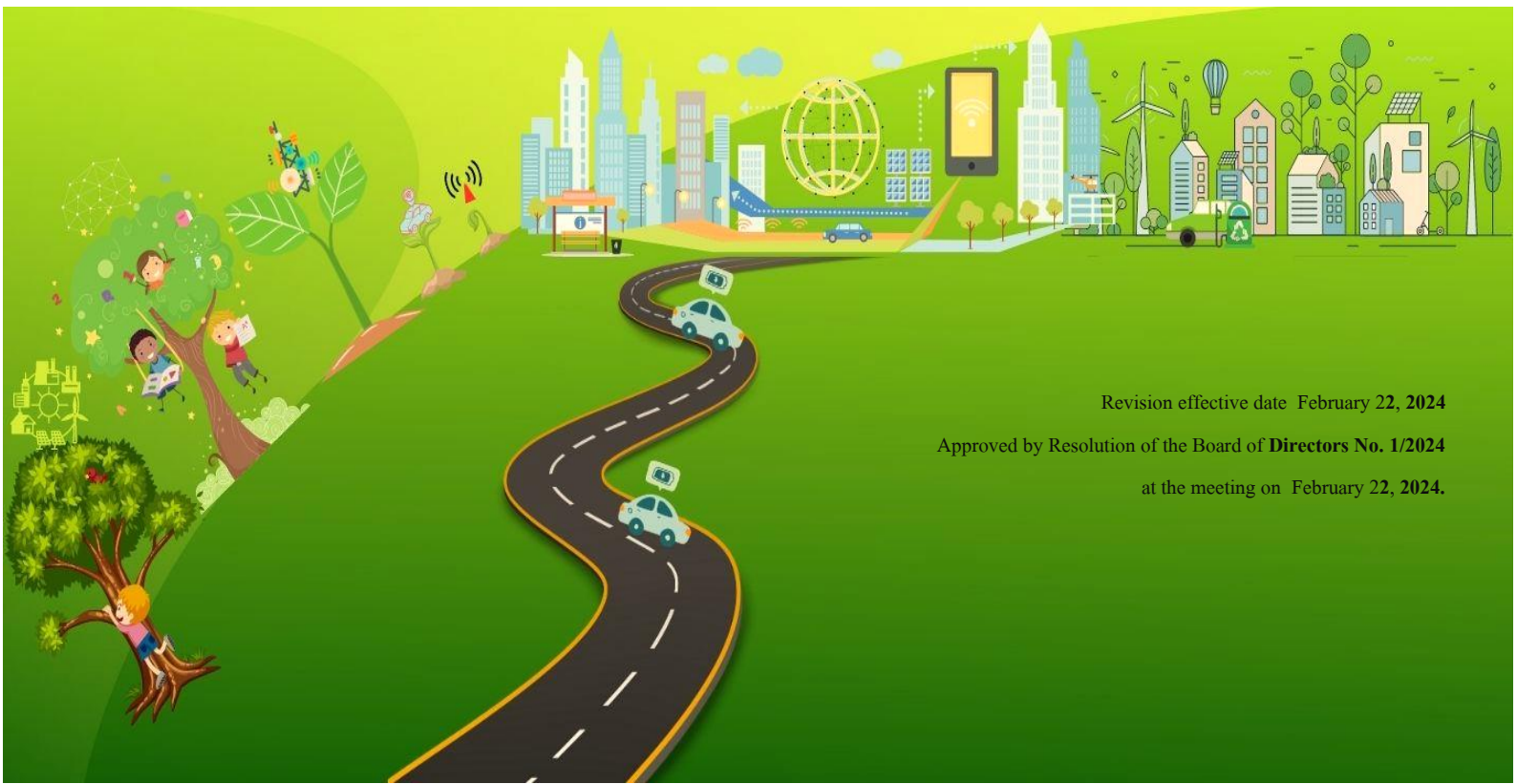




Succession Plan Policy

ALT Telecom Public Company Limited and affiliated companies



Revision effective date February 22, 2024

Approved by Resolution of the Board of Directors No. 1/2024

at the meeting on February 22, 2024.



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Revision status

Revision:	Effective Date	Revision Details
00	8/11/2018	New Document
01	23/02/2021	Add - Clause 1.1 Directors - Board Skills Matrix Appendix
02	21/02/2023	Review and update the entire document
03	22/2/2024	Update Board Skills Matrix Appendix



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1. Principle

Alt Telecom Public Company Limited and affiliated companies ("Company") have recognized the importance of conducting continuous and efficient business operations. Therefore, the Board of Directors has assigned the Nomination Committee, together with the Government Relations and Human Resources departments, to develop a succession plan for senior management positions, with the following key objectives:"

2. Scope

1. To prepare the organization in terms of the executives' leadership capabilities, qualifications, and competencies.
2. Able to proactively plan recruitment and selection strategy, whether developed from potential internal personnel or external candidates.
3. To plan the replacement and succession of executives or employees to retire or positions where personnel is targeted by the market/competitors.
4. To motivate and retain employees with knowledge, skills, experience, and high potential.
5. To ensure that the selection and recruitment of successors are conducted in a standardized and transparent manner.

3. Definitions

- Company defined as ALT Telecom Public Company Limited and affiliated companies.
- A group company is defined as a limited liability company over which Telecom Public Company Limited has control or management authority.



4. Practices

4.1 There are guidelines and processes for recruiting by position level as follows:

Director Level

1. The nomination of a candidate for election as a director is in addition to the nomination by the majority of shareholders. The nomination is also open to minority shareholders.
2. Eligibility must comply with relevant laws and regulations, including the public company Act, the Securities and Exchange Act 1992, regulations and principles for good corporate governance of business groups, as well as criteria for selecting company directors of the Stock Exchange of Thailand.
3. Consider knowledge, abilities, and relevant experience aligned with the business strategies of the group of companies, including utilizing director pool databases from the Thai Institute of Directors (IOD) in the selection process for new directors.
4. Assess the necessary skills for the composition of the board of directors, including legal, accounting, financial, economic, engineering, and management expertise, through a board skill matrix to integrate useful knowledge and abilities for the operation of the group of companies.
5. Consider the time commitment of the directors, and when reappointing previous directors, evaluate their performance during their previous tenure and assess the number of companies each director serves on to ensure their workload is appropriate for the business's characteristics, with a maximum of five registered companies.
6. When appointing independent directors, evaluate their independence according to the criteria set forth in the Good Corporate Governance Guide published by the Securities and Exchange Commission (SEC).
7. In the case of reappointing previous directors who have completed their tenure, evaluate their past performance and consider their feedback and suggestions.

Director/Chief Executive Officer

The Nomination, Remuneration and Corporate Governance Committee, along with the human resources department, is responsible for creating a succession plan for executive-level positions in the company. They will propose candidates for approval by the board of directors in the event that a director or CEO position becomes vacant or the incumbent is unable to perform their duties. The committee will select individuals who meet the following criteria:

1. Bachelor's degree or higher
2. Have visions, knowledge, ability, and suitable within the organization's culture.



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3. Experience in management in the position of Director level or above.
4. Capable of strategic planning and organizational management.
5. Have the ability to make decisions and solve problems with prudence, considering the maximum benefits of the organization.
6. Have a broad business network relationship

Managing Director, Subsidiary/Deputy Director

When the position of Deputy Managing Director becomes vacant, or the incumbent cannot perform their duties, a senior executive or a lower-level manager should be appointed to act as an interim manager until a qualified candidate is selected based on the company's criteria. The selected candidate must have a vision, knowledge, abilities, experience, and cultural fit for the organization. The HR department will propose a list of qualified candidates for the selection committee to consider and approve. The committee will then present the selected candidate to the board of directors for approval to fill the position.

4.2 Processes

The process for determining a succession plan for senior management is as follows:

1. Analyze the business situation of the Group in terms of strategy, policy, investment plan, and expansion plan.
2. Evaluate the readiness of manpower in line with the Group's strategy in both the short and long term.
3. Establish a workforce readiness plan by developing jobs or recruiting employees to prepare for the replacement of resigned employees
4. Develop a Recruitment Plan and Employee Training and Development program in advance before employees retire or leave their positions prematurely.
5. 5. Define qualifications and competencies, which refer to knowledge, skills, personality traits, and attitudes desired for an employee in a specific position, and develop an Individual Development Plan for each employee.
6. Select, evaluate, and evaluate the potential of employees to determine their suitability.
7. Identify successors by assessing and analyzing employees' performance and informing employees in advance in order to prepare, deliver, and learn the work and designate alternate successors.



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8. Develop and evaluate employees who are expected to be successors in order to be able to develop and build on expected performance. In case of failure to meet expectations, the following actions shall be taken:
 - 8.1 Conduct selection and planning of a new succession; or
 - 8.2 Develop an alternate successor (if any); or
 - 8.3 External candidate recruitment and selection

When the successor to a position meets the qualifications required for their role with increased responsibilities, and there is a vacant position or a new higher position available, propose a promotion, acting position, or retention according to the company's regulations or upon approval by the board of directors and executive committee.

4.3 Talent Management Practice

"Talent" refers to employees who possess exceptional abilities, outstanding performance, skills/competencies, and remarkable qualifications. The criteria for selecting the Talent group of employees from within an organization is based on high performance (KPIs/Pis) and high competency potential, evaluated from the past three years of performance appraisals with a rating of good to excellent. The core competency score of the organization must be good, with each score of each competency topic ranging from 3-4 points. The core competencies are as follows:

1. Performance focus and achievement of performance goals
2. Quality Focus
3. Cost-effective management
4. Customer Focus
5. Innovative Thinking and Creative Initiatives
6. Teamwork and coordination
7. Integrity

In addition, the other qualifications required for Talent employees from in-house and external recruitment are as follows:

1. Planning and execution of plans
2. Performance Management
3. Team Management



4.4 Talent Development

After being able to select and recruit Talent based on the specified qualifications in collaboration with each department/function, a talent profile and training record will be created, along with their work accomplishments, to promote their further development and enhance both their own and the organization's efficiency. The same format and criteria used for developing general personnel in the organization will be used for developing Talent which is

1. **Training Need Survey** that determined the needs of the organization and the individual needs based on the suitability of each job position.
2. **Individual Development Plan (IDP)**
3. **On the Job Training** specifies the required competencies for individuals performing their roles within an organization, and sets the process for evaluating performance, whether in written form or through practical application.
4. **Off the Job Training**, or training outside of the workplace, can include special training programs or simulations and case studies.

When there is a suitable position, and the qualifications match the higher responsibilities of the position, propose promotion, acting, and retention according to the policies of the organization's job structure/levels, criteria for promotion, and consideration of approval from the management or executive committee.

The Nomination, Remuneration, and Corporate Governance Committee is responsible for reporting the results of the succession plan to the Board of Directors at least once a year.

4.5 Forms

1. Promotion & Acting Presentation Form
2. Performance Management System (PMS) form
3. Employee Profile, Performance Evaluation, KPIs, and Competencies with Training History of Successor & Talent Employees



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This policy shall be effective from 22 February 2024 onwards.

A handwritten signature in blue ink, appearing to read 'Mrs. Preeyaporn Tangpaosak', written over a dotted line.

(Mrs. Preeyaporn Tangpaosak)

President

ALT Telecom Public Company Limited

ALT TELECOM PUBLIC COMPANY LIMITED

Board Skills Matrix

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Name		Diversity		Skills, Experiences, and Specialize								Type			Subcommittee			Corporate Director Certification Program (CDC) by Thailand Institute of Directors (IOD)										
																		Mandatory	Optional									
		Fundamental	Continuous development for Directors						Development for Subcommittee																			
		Gender	Age	Business / Management	Marketing	Finance / Accounting	Engineering	Legal	Economics	Political Science and Social Development	Corporate Governance	Director	Non Executive Director	Executive Director	Audit Committee	Nomination, Compensation and Corporate Governance Committee	Risk Management Committee	Director Accreditation Program (DAP)	Director Certification Program (DCP)	Financial Statements for Directors (FSD)	Boardroom Success through Financing & Investment (BFI)	Risk Management for Corporate Leaders (RCL)	Sustainability of corporate governance and Social Responsibility and environment	Role of the Chairman Program (RCP)	Advanced Audit Committee Program (AACP)	Risk Management Committee Program	Board Nomination and Compensation Program (BNCP)	Information technology management and cyber security
1	Mr. Anant Voratitipong	M	69	✓	✓		✓	✓	✓		✓		✓				✓					✓						
2	General Sittisak Tayparsit	M	75	✓				✓		✓		✓		✓			✓					✓						
3	Assoc. Prof. Suchart Laopreeda	M	62	✓		✓			✓	✓		✓		✓	✓	✓	✓					✓						
4	Assoc. Prof. Dr.-Ing Panit Pujinda	M	51	✓			✓			✓		✓			✓		✓					✓						
5	Assist. Prof. Chirasil Chayawan, Ph.D.	M	54	✓			✓			✓		✓			✓		✓					✓						
6	Mr. Nirun Wongchanglor	M	63	✓		✓				✓		✓			✓		✓					✓						
7	Mrs. Preeyaporn Tangpaosak	F	52	✓	✓	✓		✓	✓	✓	✓				✓		✓					✓						
8	Ms. Preeyapun Bhuwakul	F	50	✓	✓	✓	✓	✓	✓	✓	✓			✓	✓		✓					✓						
9	Mr. Somboon Setsuntipong	M	60	✓		✓				✓		✓					✓					✓						✓
10	Mrs. Samorn Deeseng	F	52	✓	✓					✓		✓					✓		✓			✓						
11	Mr. Pichit Satapattayanont	M	64	✓	✓		✓			✓	✓	✓			✓		✓					✓		✓	✓	✓	✓	✓
12	Mr. Pairoj Rujirawanich	M	54	✓	✓					✓		✓					✓		✓			✓						
13	Mr. Itthipol Phumsorn	M	62	✓	✓		✓			✓	✓	✓			✓		✓					✓				✓		
14	Ms. Natika Pradujthanachoti	F	49	✓				✓		✓		✓		✓			✓					✓						
รวม				14	7	5	6	5	5	5	14	4	7	7	3	3	8	10	3	2	0	0	14	0	0	1	2	2