

CENTRALRETAIL

Criteria of Selection and Nomination Directors

Central Retail Corporation Public Company Limited

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Central Retail Corporation Public Company Limited (the Company), has selected directors and senior management by the Nomination and Remuneration Committee will consider those who meet the specified qualifications stated in the Charter of the Board of Directors, which are in accordance with the law and consider the skill matrix that the Company has set in compliance with its business strategy. In addition, the Boards sees the importance of diversity including gender, age, race, ethnicity, nationality, and country of origin and takes these factors into account during the process of selecting and nominating directors. This is to promote equality and eliminate unfair discrimination and will broaden the prospective which will enhance Board's overall performance. At present, the Company has 3 female directors, who provide variety of perspectives among the Board of Directors.

Skill matrix that the Company has set in line with its business strategy are as follows:

- (1) Administration and management of large organizations
- (2) Economics, investment, policy formulation and planning
- (3) Risk and business continuity management
- (4) Human resource management
- (5) Corporate Governance/CSR
- (6) Accounting
- (7) Finance and taxation
- (8) Information technology
- (9) Laws and regulations for listed companies
- (10) Marketing and public relations
- (11) Digital / Online
- (12) Central Retail's core business

To select new directors, the Nomination and Remuneration Committee considers the directors listed in the IOD Director Pool. Moreover, the nominated directors shall not hold director positions in more than 5 listed companies altogether (not holding a directorship in other listed companies more than 4 companies). The independent directors shall possess qualifications of independent directors as stipulated by the law. The existing independent directors to continue their term of office shall consecutively be independent directors for not more than 9 years.

After the Nomination and Remuneration Committee has considered thoroughly and carefully, then will propose the names of those persons to the Board of Directors' meeting for consideration. The Board of Directors will at its discretion consider and screen those nominated candidate to ensure that the nominated director or executive, has qualification that is suitable for the business for appointing as director or executive of the Company, or propose to the shareholders' meeting for consideration and selection further.