

Report of the Remuneration and Nomination Committee

Dear Shareholders of Univentures Public Company Limited,

In fiscal year 2018 (1 October 2017 - 30 September 2018), the Remuneration and Nomination Committee of Univentures Public Company Limited of 4 persons had 2 meetings in order to consider nomination and remuneration of directors and executives of the Company before presenting to the Board of Directors for approval or agreement before presenting to the Annual General Meeting of Shareholders for further approval. The details of attendance by the Remuneration and Nomination Committee by each person are as follows:

Miss Potjaneer Thanavaranit Meeting attendance 2/2 times
Chairman

Mr. Thapana Sirivadhanabhakdi Meeting attendance 2/2 times
Member

Mr. Panote Sirivadhanabhakdi Meeting attendance 1/2 times
Member

Mr. Nararat Limnararat Meeting attendance 2/2 times
Member

Summary of relevant duties performed by the Remuneration and Nomination Committee during fiscal year 2018 are as follows:

- Recruited individuals with proper qualifications to be directors to present to the Board of Directors and 2019 Annual General Meeting of Shareholders which will be on 17 January 2019. The Company provided an opportunity for minor shareholders to propose individuals to be recruited as its directors via the Company's website from 2 July 2018 - 30 September 2018. However, no minor shareholders proposed individuals to be nominated as directors. Consequently, the Remuneration and Nomination Committee proposes the Board of Directors and 2019 Annual General Meeting of Shareholders to reappoint directors who left positions due to end of their term to be positioned as directors for another term.
- Prescribed remuneration of the Board of Directors and subcommittees, comprising of monthly compensation, meeting allowance, and special compensation, as well as

determining remuneration limit for fiscal year 2019 to present to the Board of Directors for agreement before presenting to 2019 Annual General Meeting of Shareholders for further approval. There are criteria for determining remuneration from the specified duties and responsibilities which connect to operating results of the Company and other related factors, as well as comparable to those of listed companies in the Stock Exchange of Thailand within the same industry and with similar business size.

- Provided opinion on determining performance assessment period and adjustment date for monthly salary of executives and employees of the Company and subsidiaries for operating results of fiscal year 2018 and fiscal year 2019.
- Acknowledged self assessment results of the Remuneration and Nomination Committee, by group and by individual, for fiscal year 2018 to be information for performance development of the Remuneration and Nomination Committee to be efficient, as well as improving Charter of the Remuneration and Nomination Committee to be in line with good corporate governance principles.

In this regard, the Remuneration and Nomination Committee has performed their duties as assigned by the Board of Directors and as determined by the Charter with caution and independency, as well as providing recommendations related to nomination and consideration of remuneration for the Board of Directors appropriately according to good corporate governance principles with consideration to the highest benefits for the Company and all stakeholders.



(Miss Potjaneer Thanavaranit)

Chairman of the Remuneration and Nomination Committee