

Definition and qualifications of independent directors.

The Company has elected independent directors based on qualifications criteria in according to the Public Limited Companies Act. of 2535, Securities and Exchange Act., Stock Exchange Commission regulations, as well as related laws and regulations. The Company are required to have at least one-third independent director and not less than three independent directors.

Qualifications of Independent Directors

1. Hold shares not exceeding one percent (1%) of the total voting shares of the Company, including shares in the parent company, subsidiary companies, associated companies, major shareholders, or controlling persons. This includes counting the shares held by related parties of that independent director.
2. Not be or have been a director involved in managing the Company, an employee, consultant receiving a regular salary, or a controlling person of the Company, parent company, subsidiary companies, associated companies, subsidiaries of the same hierarchy, major shareholders, or controlling persons of the Company, unless exempted from having such attributes for at least two (2) years prior to the submission of the application to the office. This prohibition does not apply in cases where the independent director has previously been a government official or consultant to a government agency that is a major shareholder or controlling person of the Company.
3. Not be a person with blood relations or registered relationships, such as parents, spouse, siblings, children, including the spouse of the children, of another director, executive, major shareholder, controlling person, proposed director, executive, or controlling person of the Company or subsidiary company.
4. Not have or have had business relationships with the Company, parent company, subsidiary companies, associated companies, major shareholders, or controlling persons in a manner that may interfere with the independent exercise of judgment, including not being or having been a shareholder with interests or a controlling person related to individuals with business relationships with the Company, parent company, subsidiary companies, associated companies, major shareholders, or controlling persons, unless exempted from having such attributes for at least two (2) years prior to the submission of the application to the office.

Business relationships as referred to in paragraph one include regular commercial transactions conducted for business purposes, renting or leasing real estate, transactions related to assets or services, providing or receiving financial assistance through loans, guarantees, providing assets as collateral for debts, and similar transactions that result in the Company or the contracting party

incurring liabilities to the other party amounting to at least three percent (3%) of the Company's net tangible assets or twenty (20) million baht and above, whichever is lower.

Moreover, the calculation of the aforementioned liabilities shall be in accordance with the method of calculating the value of interrelated transactions as announced by the Securities and Exchange Commission's criteria for interrelated transactions. While allowing for flexibility, when considering such liabilities, include liabilities that occurred within one (1) year before the business relationship with the same individual.

5. Not be or have been an auditor of the Company, parent company, subsidiary companies, associated companies, major shareholders, or controlling persons of the Company, and not be a shareholder with interests, a controlling person, or a shareholder of the accounting office featuring the auditor of the Company, parent company, subsidiary companies, associated companies, major shareholders, or controlling persons, unless exempted from having such attributes for at least two (2) years prior to the submission of the application to the SEC.
6. Not be or have been a professional service provider, including providing legal or financial consulting services, that received fees exceeding two (2) million baht per year from the Company, parent company, subsidiary companies, associated companies, major shareholders, or controlling persons, and not be a shareholder with interests, a controlling person, or a shareholder of that professional service provider, unless exempted from having such attributes for at least two (2) years prior to the submission of the application to the SEC.
7. Not be a director appointed to represent the directors of the Company, major shareholders, or shareholders associated with major shareholders.
8. Not engage in a business with the same nature and in competition with the operations of the Company or its subsidiaries, not be a beneficial owner of partnership interests, or be a managing director, employee, consultant receiving regular salaries, or hold shares exceeding one percent (1%) of the total voting rights of other companies engaging in the same nature of business and competing with the operations of the Company or its subsidiaries.
9. Not have any other characteristics that would hinder the ability to give independent opinions regarding the Company's operations. Independent directors may be appointed by the board to make decisions about the operations of the Company, parent company, subsidiaries, associated companies, same-tier subsidiaries, major shareholders, or controlling persons, with decisions made in a collective decision-making format.

Enclosures (7)

In cases where the individual seeking appointment as an independent director has or has had business relationships or provided professional services exceeding the prescribed value in paragraphs 4 or 6, the Company shall arrange for the Board of Directors to confirm that they have considered the principles

in Article 89/7 and found that the appointment of the individual does not impact their duties and independent opinions. The Company shall disclose the following information in the shareholder meeting invitation for the appointment consideration of independent directors.

(a) Business relationships or professional service arrangements that lead to the individual not meeting the prescribed criteria.

(b) Reasons and necessity for retaining or appointing the individual as an independent director.

(c) The Board of Directors' opinions on proposing the appointment of the individual as an independent director.