

**Definition of the Company's independent directors, list, and background
of independent directors authorized to receive proxies**

Definition and qualifications of Independent Director of the Company

Independent Directors are directors who have independence to express their opinions, and must have the qualifications comply with the guidelines of the Company, Securities and Exchange Commission, and Stock Exchange of Thailand as follows:

- 1) Hold no more than one percent (1%) of the total voting shares of the Company, parent company, subsidiary, associate, major shareholder, or controlling person of the Company, including shares held by related persons of such independent director.
- 2) Not be or have been a director involved in management, employee, staff, salaried advisor, or controlling person of the Company, parent company, subsidiary, associate, same-level subsidiary, major shareholder, or controlling person of the Company, unless having been free from such characteristics for not less than two (2) years prior to the appointment date. This prohibition does not include cases where the independent director was a government official or advisor to a government agency that is a major shareholder or controlling person of the Company.
- 3) Not have any blood or legal relationships, such as being a father, mother, spouse, sibling, and child, including the spouse of the child, with another director, executive, major shareholder, controlling person, or person to be nominated as director, executive, or controlling person of the Company or its subsidiary.
- 4) Have no or never had a business relationship with the Company, parent company, subsidiary, associate, major shareholder, or controlling person of the Company in a manner that may interfere with independent judgment, including not being or having been a significant shareholder or controlling person of a person having a business relationship with the Company, parent company, subsidiary, associate, major shareholder, or controlling person of the Company, unless having been free from such characteristics for not less than two (2) years prior to the appointment date.

The aforementioned business relationship includes normal commercial transactions for business operations, leasing or renting of real estate, transactions related to assets or services, or providing or receiving financial assistance in the form of loans, guarantees, providing assets as collateral for liabilities, including other similar circumstances, which result in the Company or the counterparty having indebtedness to be settled with the other party from three percent (3%) of the net tangible assets of the Company or from twenty (20) million baht, whichever is lower. The calculation of such indebtedness shall be in accordance with the method of calculating the value of connected transactions as per the Capital Market Supervisory Board's announcement on criteria for connected transactions, mutatis mutandis. However, in considering such indebtedness, it shall include indebtedness incurred during one (1) year before the business relationship with the same person.

- 5) Not be or have been an auditor of the Company, parent company, subsidiary, associate, major shareholder, or controlling person of the Company, and not be a significant shareholder, controlling person, or partner of the audit firm which has the auditor of the Company, parent company, subsidiary, associate, major shareholder, or controlling person of the Company, unless having been free from such characteristics for not less than two (2) years prior to the appointment date.
- 6) Not be or have been any professional service provider, including legal or financial advisor, receiving service fees exceeding two (2) million baht per year from the Company, parent company, subsidiary, associate, major shareholder, or controlling person of the Company, and not be a significant shareholder,

controlling person, or partner of such professional service provider, unless having been free from such characteristics for not less than two (2) years prior to the appointment date.

- 7) Not be a director appointed as a representative of the Company's directors, major shareholders, or shareholders related to major shareholders.
- 8) Not engage in any business of the same nature and in significant competition with the Company's business or its subsidiary, or not be a significant partner in a partnership, or a director involved in management, employee, staff, salaried advisor, or hold more than one percent (1%) of the total voting shares of another company which engages in the same nature and in significant competition with the Company's business or its subsidiary.
- 9) Have no other characteristics that prevent them from providing independent opinions on the Company's operations.

Additionally, directors must not have any prohibited characteristics under the Securities and Exchange Act, or the criteria set by the SEC, and must not have characteristics indicating a lack of suitability to be entrusted with managing a public company as specified by the SEC (as per the SEC Announcement No. GorJor. 3/2560 regarding the determination of characteristics indicating a lack of trustworthiness of directors and executives of the Company) as follows:

- 1) Being a person under court protection, bankrupt, incompetent, or quasi-incompetent.
- 2) Being a person currently prohibited by the Stock Exchange of Thailand from being a director, executive, or controlling person of a listed company.
- 3) Being under criminal prosecution or investigation by a legal authority for offenses related to unfair trading of securities or futures contracts or fraudulent or dishonest management.
- 4) Being subject to orders of foreign legal authorities prohibiting them from being a director or executive of the Company.
- 5) Having been convicted of offenses by a final judgment under item 3) or having been fined for offenses under item 3).
- 6) Having reasonable grounds to believe that they have or had behavior indicating a breach of duties of care and loyalty for the best interests of the business and its shareholders as a whole in the business they are or were directors, executives, or controlling persons, or having participated in or supported such actions by others.
- 7) Having reasonable grounds to believe that they have or had behavior indicating dishonesty or fraud against others, or having participated in or supported such actions by others.
- 8) Having reasonable grounds to believe that they have or had behavior indicating unfair practices or exploitation of investors, or having participated in or supported such actions by others.
- 9) Having reasonable grounds to believe that they have or had behavior indicating concealment of the true financial status or performance of a listed company or a company that has offered securities to the public, or intentionally providing false material information or concealing material facts in any document required for public disclosure or submitted to the Capital Market Supervisory Board or the SEC, whether acting on their own behalf or on behalf of a legal entity or business they manage, or having participated in or supported such actions by others.
- 10) Having reasonable grounds to believe that they have or had behavior indicating neglect in performing their duties as directors, executives, or controlling persons of a listed company or a company that has offered securities to the public, where they are or were directors, executives, or controlling persons, or subsidiaries of such companies, to prevent the company from violating or failing to comply with laws, objectives, and regulations of the Company, as well as resolutions of the shareholders' meeting, which may cause a lack of confidence in the overall capital market or damage the reputation, status, or business operations of such companies.

- 11) Having been sentenced to imprisonment by a final judgment for offenses related to property committed dishonestly.
- 12) Having been dismissed or discharged from government service or an organization or state agency for dishonesty in performing duties.

Profile of Independent Directors for Proxy



1. Name-Surname	Mr. Woodtipong Moleechad
Position in the Company	<ul style="list-style-type: none"> - Independent Director - Chairman of the Board of Directors - Chairman of the Audit Committee
Age	76 years old
Address	Supreme Distribution PCL. 2/1 Soi Praditmanutham 5, Praditmanutham Road, Tha Raeng Bangkhen, Bangkok 10230
Conflict of Interest in the proposed agenda items: None	



2. Name-Surname	Mr. Theerawat Katanyukul
Position in the Company	<ul style="list-style-type: none"> - Independent Director - Member of the Audit Committee - Chairman of the Nomination and Remuneration Committee
Age	57 years old
Address	Supreme Distribution PCL. 2/1 Soi Praditmanutham 5, Praditmanutham Road, Tha Raeng Bangkhen, Bangkok 10230
Conflict of Interest in the proposed agenda items: None	



3. Name-Surname	Miss Umaporn Chaiyapheka
Position in the Company	<ul style="list-style-type: none"> - Independent Director - Member of the Audit Committee - Member of the Nomination and Remuneration Committee - Member of the Risk Management Committee
Age	56 years old
Address	Supreme Distribution PCL. 2/1 Soi Praditmanutham 5, Praditmanutham Road, Tha Raeng Bangkhen, Bangkok 10230
Conflict of Interest in the proposed agenda items: None	

Note: In the event that a shareholder appoints an independent director of the Company as a proxy, it is requested that the shareholder appoint at least two independent directors as proxies, so that, in the event that one of them is unable to attend the Meeting due to unforeseen circumstances, the other may act on their behalf.