

Definition of Independent Director

Independent Director is qualified individual and possesses an independency according to the Company's Corporate

Governance Policy established by the Board, and the criteria established by the Stock Exchange of Thailand, which have been defined equally restrictively to the criteria established by the Stock Exchange of Thailand. An Independent Director must:

- 1. holding shares not exceeding 1% of the total number of voting rights of the Company, its parent company, subsidiary, affiliate, or controlling person; including the shares held by related persons of the independent director.
- neither be nor having been an director (having management role), employee, officer, advisor (obtaining a regular salary), or controlling person of the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling person; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
- not be a person related by blood or registration under laws of executives, major shareholders, controlling persons, or
 persons to be nominated as executive or controlling persons of the Company or its subsidiary.
- 4. neither be nor having been business relationship with the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling person in any manner that may interfere with his/her independent judgment; and not be nor have been a substantial shareholder or controlling person in its parent company, subsidiaries, affiliates, major shareholder, or controlling persons; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
- 5. neither be nor having been an auditor of the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling persons which may have any conflict of interest; and not having been a substantial shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling person of the Company; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
- 6. neither be nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding 2 million Baht from the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling persons; and not having been a substantial shareholder, controlling person, or partner of the professional advisor; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
- 7. not be nor have been an appointed director as representative of the Company's director, major shareholder, or any shareholder who are related to the Company's major shareholder.
- 8. not conduct any business as same nature nor be significant competition to the Company's or its subsidiaries; nor being substantial partner, director (having management role), employee, officer, advisor (obtaining a regular salary), or shareholder with more than 1 percent shareholding of the voting shares in any company conducting same business or be significant competition to the Company's or its subsidiaries.
- not have any other manners, which may render him/her incapable of expressing independent opinions with regard to the Company's business.

The Company may appoint a person who has a business relation or provides a professional service described in item No. 4 or 6 above if the Board carefully considers the business relationship of service provided and concludes that the appointment will not interfere with the exercise of independent judgment in the independent director's responsibilities.



The Information of Independent Director to Present as Proxy						
Nattawut Krerpradub (48 Years)						
Address	No. 44/3401 Aman	ita Condo Building 3 Soi 5, Ratchadapisek Road,				
	Din Daeng, Din Da	eng, Bangkok 1040	g, Bangkok 10400			
Position		- Independent Director;				
		- Member of the Audit Committee				
		- Chairman of Nomination and Remuneration Committee ; and				
		- Chairman of Sustainability and Risk Management Committee				
Director Training		- Directors Accreditation Program (DAP) 125/2016				
		- Advanced Audit Committee Program (AACP) 27/2017				
		- Board Nomination and Compensation Program (BNCP) 2/2017				
		- Risk Management Program for Corporate Leaders (RCL) 14/2018, The Thai Institute of				
		Director Association (IOD)				
Highest Education		- Management Program, Harvard Business School, USA				
		- Bachelor in Engineering, Faculty of Engineering, Kasetsart University				
Working Experiences		2015 - Present	Independent Director, Member of Audit Committee, and Chairman of			
within 5 years			Nomination and Remuneration Committee; Do Day Dream PCL.			
		2015 - Present	Charter Engineer in Mechanical Engineering; PTI	ΓPCL.		
		2012 – 2015	Manager of Machine Maintenance, PTT Rayong (Gas Separation		
			Plant; PTT PCL.			
Illegal Rec	ord in past 10 years			- None -		
Relationshi	ip with Management			- None -		
Conflict of	Interest that are diffe	erent from other dire	ectors in every agenda proposed in the meeting.	- None -		
Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have						
conflicts, at present or in the past 2 years						
Being a dir	ector that take part in	n managing day-to-	day operation, employee, or Advisor who receive	- None -		
a regular salary						
	ofessional service pro			- None -		
Having the significant business		relations that may a	affect the ability to perform independently	- None -		



The Information of Independ	ent Director to Present as Proxy				
2. Mr. Terdsak Rojsurakitti	(63 Years)				
Address No. 139/36 Bar	Bang Waek Road, Bang Phai , Bang Khae , Bangkok 10160				
Position	- Independent Director;				
	- Member of the Audit Committee; and				
	- Member of Nomination and Remuneration Committee				
Director Training	- Directors Accreditation Program (DAP) 163/2019				
	- Board Nomination and Compensation Program ((BNCP) 9/2020),				
	The Thai Institute of Director Association (IOD)				
Higest Education	- Ph.D., Business Administration (English Program), Institute of International Studies,				
	Ramkhamhaeng University				
	- Masters of Business Administration, Thammasat University				
	- M.D., Faculty of Medicine, Chiang Mai University				
Working Experiences	2019 - Present Independent Director, Member of the Audit Committee, and				
within 5 years	Member of Nomination and Remuneration Committee;				
	Do Day Dream PCL.				
	2021 - Present Chairman of the Executive Committee, Aikchol Hospital PLC.				
	2019 - Present Chairman of the Board of Directors, Winnergy Medical Co., Ltd.				
	2019 - Present Executive Director, Thai Hospital Association				
	2019 - Present Executive Director of Medical Program, Western University				
	2017 - Present Vice Chairman and Secretary, the Alumni Association of Master's Degree				
	for Executives Thammasat Business School, Thammasat University				
	2017 - Present Executive Director, Professor Sangvian Indaravijaya Fund				
	Thammasat Business School, Thammasat University				
	2019 - 2020 Chief Operating Officer, World Medical Hospital				
	2016 - 2019 Chief Clinical Operation, Bumrungrad International Hospital				
Illegal Record in past 10 year	ars	- None -			
Relationship with Manageme	ent	- None -			
Conflict of Interest that are of	ifferent from other directors in every agenda proposed in the meeting.	- None -			
Having the following interest	s in the Company, parent company, subsidiaries, affiliates or any legal e	ntities that have			
conflicts, at present or in the	past 2 years	T			
Being a director that take pa	rt in managing day-to-day operation, employee, or Advisor who receive	- None -			
a regular salary					
Being a professional service	provider (i.e. auditor, lawyer)	- None -			
Having the significant busine	ess relations that may affect the ability to perform independently	- None -			