



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.
2. 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.
3. 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.
9. 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	
1. Assist.Prof.Dr.Terdsak Rojsurakitti (66 Years)	
Address	No. 139/36 Bangwaek Road Bang Phai, Bang Khae, Bangkok 10160
Position	<ul style="list-style-type: none"> - Independent Director - Member of Audit Committee - Chairman of Nomination and Remuneration Committee
Director Training	<ul style="list-style-type: none"> - Joint Ventures Governance Class 11/2023, Thai Institute of Directors Association (IOD) - Anti-Corruption The Practical Guide (ACPG) 63/2023, Thai Institute of Directors Association (IOD) - Company Secretary Program (CSP) 135/2023, Thai Institute of Directors Association (IOD) - Corruption Risk & Control (CRC) 15/2022, Thai Institute of Directors Association (IOD) - Financial Statements for Directors (FSD) 45/2022, Thai Institute of Directors Association (IOD) - Subsidiary Governance Program (SGP) 1/2022, Thai Institute of Directors Association (IOD) - The Board's Role in Mergers and Acquisitions (BMA) 1/2022, Thai Institute of Directors Association (IOD) - Strategic Board Master Class (SBM) 11/2022, Thai Institute of Directors Association (IOD) - How to Develop a Risk Management Plan (HRP) 30/2022, Thai Institute of Directors Association (IOD) - Ethical Leadership Program (ELP) 22/2021, Thai Institute of Directors Association (IOD) - Director Leadership Certification Program (DLCP) 2/2021, Thai Institute of Directors Association (IOD) - Board Reporting Program (BRP) 36/2021, Thai Institute of Directors Association (IOD) - Board Nomination and Compensation Program (BNCP) 9/2020, Thai Institute of Directors Association (IOD) - Director Accreditation Program (DAP) , Thai Institute of Directors Association (IOD)
Highest Education	<ul style="list-style-type: none"> - Ph.D., Business Administration (English Program), Institute of International Studies, Ramkhamhaeng University - Masters of Buiness Administration, Thammasat University - Certificates Preventive Medicine in public health, the Medical of Thailand - Certificates Family Physicians of Thailand, the Medical of Thailand - Diploma of the Thai Board of Obstetrics and Gynaecology, The Medical of Thailand - M.D., Faculty of Medicine, Chiang Mai University
Working Experiences within 5 years	<p>Position In Listed Company</p> <p>2023 – Present Expertise of Health Insurance, Dhippaya Insurance</p> <p>2019 – Present Chairman of the Executive Committee, Aikchol Hospital PCL.</p> <p>2019 – Present Chairman of the Board, Chairman of the Good Corporate Governance and Sustainability Committee, Winnergy Medical PCL.</p> <p>2019 – Present Independent director, Member of Audit committee, Chairman of Nomination and Remuneration Committee, Do Day Dream Puboic Company Limited</p>



	<p>2019 – 2020 Chief Operating Officer, World Medical Hospital</p> <p>2016 – 2019 Chief Clinical Operations, Bumrungrad International Hospital PCL.</p> <p>Position In Non-Listed Company</p> <p>2023 - Present Independent director, member of Audit Committee and Chairman of Nomination and Remuneration, Platinum Fruits Co.,Ltd</p> <p>2023 – Present Sub-committee for Developing a Service system for Minimally invasive laparoscopic surgery and modern medical procedures with utility, Social Security Office</p> <p>2022 – Present Chairman, the Alumni Association Master's Degree for Executives Thammasat Business School, Thammasat University</p> <p>2020 – Present Chief Executive Officer, Premier Healthcare Group Co.,Ltd</p> <p>2019 – Present Executive Director, Faculty of Medicine, Western University</p> <p>2019 – Present Executive Director, Thai Hospital Association</p> <p>2018 – Present Ordinary Volunteer, P.O.S., Somdej Phra Sri Medical Volunteer Foundation Narakindra Boromarajonani (Por.Sor.Sor.Wor.)</p> <p>2017 – Present Executive Director, Professor Sangvian Indaravijaya Fund Thammasat Business School, Thammasat University</p> <p>2008 – Present Obstetrician-Gynecologist, His Majesty the King's Medical Development Clinic</p> <p>2016 – 2019 Vice Chairman of the Sub-committee, Fund for the Education of Doctors and Medical Personnel Bumrungrad Hospital Foundation</p>
Illegal Record in past 10 years	- None -
Relationship with Management	- None -
Conflict of Interest that are different from other directors 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 director that take part in managing day-to-day operation, employee, or Advisor who receive a regular salary	- None -
Being a professional service provider (i.e. auditor, lawyer)	- None -
Having the significant business relations that may affect the ability to perform independently	- None -

The Information of Independent Director to Present as Proxy		
2. Mr. Philippe Souvanhuane (42 Years)		
Address	No. 1/91 Soi Chidlom, Lumpini, Pathumwan, Bangkok 10330	
Position	<ul style="list-style-type: none"> - Independence Director - Member of Audit - Chairman of Sustainability and Risk Management Committee - Member of Nomination and Remuneration Committee 	
Director Training	<ul style="list-style-type: none"> - Directors Certification Program (DCP) 338/2023 Thai Institute of Directors Association(IOD) - Directors Accreditation Program (DAP) 193/2022 Thai Institute of Directors Association(IOD) - Audit committee Forum No. 49 Climate risks and opportunities: Financial impact and reporting KPMG Phoomchai Business Advisory Co., Ltd. 	
Highest Education	<ul style="list-style-type: none"> - M.B.A. SASIN CHULALONGKORN UNIVERSITY - MS. E-COMMERCE, DEPAUL UNIVERSITY, CHICAGO, USA - BS. COMPUTER SCIENCE, ILLINOIS INSTITUTE OF TECHNOLOGY, CHICAGO, USA - FRENCH BACCALAUREATE, LYCEE GUILLAUME APOLLINAIRE, FRANCE 	
Working Experiences within 5 years	<p><u>Position In Listed Company</u></p> <p>2022 – Present Independent Director, Member of Audit Committee, Chairman of Sustainability and Risk Management Committee, Member of Nomination and Remuneration Committee, Do Day Dream Public Company Limited.</p> <p><u>Position In Non-Listed Company</u></p> <p>2019 - Present General Committee, The Royal Bangkok Sport Club</p> <p>2012 - Present Managing Director, KCS Mungpattana Co., Ltd.</p>	
Illegal Record in past 10 years		- None -
Relationship with Management		- None -
Conflict of Interest that are different from other directors 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 director that take part in managing day-to-day operation, employee, or Advisor who receive a regular salary		- None -
Being a professional service provider (i.e. auditor, lawyer)		- None -
Having the significant business relations that may affect the ability to perform independently		- None -

