

#### 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	
<b>1. Pol. Gen. Chatchawal Suksomjit (63 Years)</b>	
<b>Address</b>	No. 5/64 Moo 4, Soi Chin Khet 2/32, Ngamwongwan Road, Thung Song Hong, Lak Si, Bangkok 10210
<b>Position</b>	Chairman of the Board of Director and Independent Director
<b>Director Training</b>	- Directors Accreditation Program (DAP) 122/2015 - Role of the Chairman Program (RCP) 39/2016 - Ethical Leadership Program (ELP) 10/2017 - Board Matters and Trends (BMT) 6/2018 The Thai Institute of Directors Association (IOD)
<b>Highest Education</b>	Master of Public Administration, Chulalongkorn University
<b>Working Experiences within 5 years</b>	2016 - Present Chairman and Independent Director; Do Day Dream PCL. 2016 – Present Chairman; Generali Life Assurance (Thailand) PCL. 2016 – Present Chairman; Generali Insurance (Thailand) PCL. 2014 – Present Member of National Legislative Assembly
<b>Illegal Record in past 10 years</b>	- None -
<b>Relationship with Management</b>	- None -
<b>Conflict of Interest that are different from other directors in every agenda proposed in the meeting.</b>	- None -
<b>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</b>	
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 -



<b>2. Mr. Krish Follett (69 Years)</b>		
<b>Address</b>	No. 6/1 Soi Phaholyothin 17, Chutuchak, Bangkok 10900	
<b>Position</b>	Independent Director, Chairman of the Audit Committee, Chairman of Risk Management Committee	
<b>Director Training</b>	- Directors Certification Program (DCP) 149/2011 - Risk Management Program for Corporate Leaders (RCL) 9/2017 The Thai Institute of Directors Association (IOD)	
<b>Highest Education</b>	- Advanced Management Programme, Harvard Business School, Boston, USA - Masters of Business Administration, Thammasat University	
<b>Working Experiences within 5 years</b>	2016 - Present Independent Director, Chairman of the Audit Committee, and Chairman of Risk Management Committee; Do Day Dream PCL. 2016 – Present Chairman; Chaopraya Mahanakorn PCL. 2016 – Present Independent Director; Bank of China PCL. 2016 – Present Independent Director and Chairman of Risk Management Committee; Thai Wacoal PCL.	
<b>Illegal Record in past 10 years</b>	- None -	
<b>Relationship with Management</b>	- None -	
<b>Conflict of Interest that are different from other directors in every agenda proposed in the meeting.</b>	- None -	
<b>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</b>		
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 -	