

Lists and details of Independent Directors for Shareholder's proxies



1. Mr. Vichien Ussanachoti

Chairman / Independent Director

Age 66 years old

Address Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood, Pakkred,
Nonthaburi

Shareholding - None -



2. Mr. Ekajai Tivutanond

Independent Director / Risk Management Committee / Nomination
Remuneration and Corporate Governance Committee

Age 69 years old

Address Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood, Pakkred,
Nonthaburi

Shareholding - None -



3. Mrs. Kannika Ngamsopee

Independent Director / Chairman of the Audit Committee /
Chairman of the Nomination Remuneration and Corporate
Governance Committee / Risk Management Committee

Age 65 years old

Address Scan Inter Public Company Limited
355 Bondstreet Road, Bangpood, Pakkred,
Nonthaburi

Shareholding - None -

All 3 above mentioned independent directors are considered to have no special conflicts of interests in all agendas except the agenda item 6: “To consider and approve the fixing of director’s remuneration for the year 2022”, therefore, those independent directors who are granted proxies shall refrain from voting in such agenda item (unless shareholders clearly define their votes in the proxy B or C.)

Qualifications of the Independent Director

(Qualifications of the Independent director of the Company which meets the requirements of the Securities and Exchange Commission and SET.)

- (1) Holding not more than one percent of all shares with voting rights of the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company, including the shares held by related persons of the particular independent director.
- (2) Not a current or past director participating in the management of the Company, or an employee, staff member or advisor who receives a regular salary or a controlling person of the Company, parent companies, subsidiary companies, associated companies, same-level subsidiaries, major shareholders or controlling persons of the Company, except having been out of the above position for at least two years prior to the appointment.
- (3) Not a person related by blood or by law as a parent, spouse, sibling and child including spouse of the child of any management member, major shareholder, controlling person or the person whom has been proposed to become the management member or controlling person of the Company or any subsidiary companies
- (4) Not having or used to have business relationship with the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company in a way which might obstruct the use of his/her independent judgment, as well as not being or used to be the key shareholder or controlling person of the person having business relation with the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company, except having been out of the above position for at least two years prior to the appointment.
- (5) Not being or used to be the auditor of the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company and not being a key shareholder, controlling person or partner of the audit office which employs the auditor of the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company, except having been out of the above position for at least two years prior to the appointment.
- (6) Not being or used to be the service provider in any professions including legal advisor or financial advisor receiving the service fee exceeding Baht 2 million baht per year from the Company, parent companies, subsidiary companies, associated companies, major shareholders or controlling persons of the Company and not being a key shareholder, controlling person or partner of such professional service provider, except having been out of the above position for at least two years prior to the appointment.
- (7) Not being a director who has been appointed as the representative of the Company, major shareholder or shareholder whom is related to the major shareholders of the Company.
- (8) Not being an entrepreneur in any business similar to or material competing with the Company or its subsidiary company or not being the material partner in partnership, executive director, employee, staff, advisor who receives salary or holds for more than 1 percent of the total number of shares with voting right of the company similar to or material competing with the Company or its subsidiary company.
- (9) Having no other characteristics which may prevent from giving independent opinions concerning the business operation of the Company.