Profile of person nominated to be appointed as a director replacing directors who retire by rotation

Name Asst. Prof. Dr. Saranyapong Thiangtam

(Nominated to be reappointed for another term)

Type of directors to be appointed Independent Director, the Audit Committee, the

Nomination and Remuneration Committee and Chairman of the Risk Management Committee

Duration of being a director of

the Company

8 years from the first appointment on 8 November 2017.

Current Position in the Company Independent Director, Member of the Audit Committee,

Member of the Nomination and Remuneration Committee

and Chairman of the Risk Management Committee

Age 56 year-old

**Educational background** Ph.D. in Technopreneurship and Innovation

Management, Chulalongkorn University

M.S. in Business Administration, Marketing, Kasetsart

University

B.S. in Economics, Chiang Mai University

Training relating to role and duties of director

Thai Institute of Directors Association (IOD)

Director Accreditation Program (DAP), Class 142/2017

 Board Nomination and Compensation Program (BNCP), Class 9/2020

Advanced Audit Committee (AACP), Class 50/2023

• Risk Management Program for Corporate Leaders

(RCL), Class 33/2023

• Detection of Accounting Irregularities in Fast Growing

Business: The Role of Audit Committee, 2023

• Engaging Board in ESG: The Path to Effective

Sustainability, 2023

**Shareholding in the Company** 0.125 per cent (as of 31 December 2024)

Taking a position as a director/ executive in any other listed company 1 Company

2023-Present: Independent Director and Chairman

of the Audit Committee,

2021-2022: Independent Director and Member of

the Audit Committee,

Kuang Pei San Food Products PLC.

Taking a position as a director/ executive in any other non-listed company -None-

Taking a position as a director/ -Noneexecutive in any other company which may give rise to a conflict of interest

Relationship with other Directors -Noneand executives

Attendance at the Directors' Meetings in the year 2024

Board of Directors 4/4 meetings (100%) Audit Committee 4/4 meetings (100%)

Nomination and Remuneration Committee 1/1 meetings (100%) Risk Management Committee 2/2 meetings (100%)

The Board of Directors (by the advice of the nomination and remuneration committees) considers that Asst. Prof. Dr. Saranyapong Thiangtam has full qualifications to be an independent director. In accordance with the relevant rules of the Securities and Exchange Commission and has no conflict of interest with the Company. He can express opinion freely and in accordance with the relevant guidelines.

Profile of person nominated to be appointed as a director replacing directors who retire by rotation

Name Mr. Prachaya Kulvanichpisit

(Nominated to be reappointed for another term)

Type of directors to be appointed Independent Director

Duration of being a director of

the Company

2 years from the first appointment on 26 April 2023.

**Current Position in the Company** Independent Director

60 year-old Age

**Educational background** Master's Degree in Business Services Program Sasin

Graduate Institute of Business Administration,

Chulalongkorn University

B.S. in Science, University of San Francisco, USA

Training relating to role and duties of director

Thai Institute of Directors Association (IOD)

• Director Accreditation Program (DAP), Class 67/2007

• Certificate of Director Certificate Program (DCP), Class

190/2014

• Engaging Board in ESG: The Path to Effective

Sustainability 2023

**Shareholding in the Company** -None- (as of 31 December 2024)

Taking a position as a director/ executive in any other listed

company

-None-

Taking a position as a director/ executive in any other non-listed

company

-None-

Taking a position as a director/ executive in any other company which may give rise to a conflict of interest

-None-

Relationship with other Directors -Noneand executives

**Attendance at the Directors'** Meetings in the year 2024

Board of Directors 4/4 meetings (100%)

The Board of Directors (by the advice of the nomination and remuneration committees) considers that Mr. Prachaya Kulvanichpisit has full qualifications to be an independent director. In accordance with the relevant rules of the Securities and Exchange Commission and has no conflict of interest with the Company. He can express opinion freely and in accordance with the relevant guidelines.

Profile of person nominated to be appointed as a director replacing directors who retire by rotation

Name Mrs. Hathairat Rangkagoonnuwat

(Nominated to be reappointed for another term)

Type of directors to be appointed Director and the Risk Management Committee

Duration of being a director of the Company

10 years from the first appointment on 12 March 2015.

**Current Position in the Company** Director, Member of the Risk Management Committee, Deputy Chief Executive Officer and Chief Sales Officer

45 year-old Age

**Educational background** M.S. in Business Administration, Mahasarakham University

B.S. in Accountant, University of the Thai Chamber of

Commerce

Training relating to role and

duties of director

Thai Institute of Directors Association (IOD)

Director Accreditation Program (DAP), Class 142/2017

**Shareholding in the Company** 

2.50 per cent (as of 31 December 2024)

Taking a position as a director/ executive in any other listed company

-None-

Taking a position as a director/

executive in any other non-listed

company

2 Companies

2020-Present: Deputy Director, Autoclik by ACG Co., Ltd.

2009-Present: Deputy Director and Chief Sales Officer

Honda Maliwan Co., Ltd.

Taking a position as a director/ executive in any other company which may give rise to a conflict of interest

-None-

Relationship with other Directors Spouse of Mr. Phanumast Rungkakulnuwat

and executives

Attendance at the Directors' Meetings in the year 2024

Board of Directors 4/4 meetings (100%)

Risk Management Committee 2/2 meetings (100%)

Profile of person nominated to be appointed as a director replacing directors who retire by rotation

Name Miss Phakthinun Sophonthitivei

(Nominated to be reappointed for another term)

Type of directors to be appointed Director and the Risk Management Committee

Duration of being a director of

the Company

8 years from the first appointment on 8 November 2017.

**Current Position in the Company** Director, Member of the Risk Management Committee and

Chief Financial Officer

Age 35 year-old

**Educational background** B.S. in Accountant, Khon Kaen University

Training relating to role and duties of director

Thai Institute of Directors Association (IOD)

• Director Accreditation Program (DAP), Class 143/2017

• Corruption Risk and Control Workshop (CRC), Class

15/2022

• Engaging Board in ESG: The Path to Effective

Sustainability 2023

**Shareholding in the Company** 

0.01 per cent (as of 31 December 2024)

Taking a position as a director/ executive in any other listed

company

-None-

Taking a position as a director/ executive in any other non-listed

company

2 Companies

2020-Present: Chief Financial Officer, Autoclik by ACG Co., Ltd

2018-Present: Director of Honda Maliwan Co., Ltd.

2016-Present: Chief Financial Officer,

Honda Maliwan Co., Ltd.

Taking a position as a director/ executive in any other company which may give rise to a conflict of interest

-None-

Relationship with other Directors -None-

and executives

Attendance at the Directors' Meetings in the year 2024

Board of Directors 4/4 meetings (100%)

Risk Management Committee 2/2 meetings (100%)

# **Qualifications of Independent Directors**

- 1. Must not hold more than 0.5% of the total voting shares of the company, parent company, subsidiary, affiliate, or any entity that may have a conflict of interest. This includes shares held by the related persons of that independent director.
- 2. Must not be or have ever been a director involved in management, employee, salaried consultant, or a person with control authority of the company, parent company, subsidiary, affiliate, same-level subsidiary, major shareholder, or controlling person of the company, unless such role has ceased for at least 2 years prior to being appointed as a director.
- 3. No person related by blood or by legal registration in terms of parents, spouse, sibling, offspring and children, including the spouse of a child, to an executive, major shareholder, controlling person, or a person nominated to become an executive or controlling person of the company or its subsidiaries.
- 4. No business relationship with the company, parent company, subsidiary, affiliate, major shareholder, or controlling person of the company in a manner that may impede independent judgment. Additionally, must not be, or have ever been, a significant shareholder or controlling person of an entity having a business relationship with the company, parent company, subsidiary, affiliate, major shareholder, or controlling person of the company, unless having ceased such roles for at least 2 years prior to being appointed as a director.
- 5. Must not be or have ever been an auditor of the company, parent company, subsidiary, affiliate, major shareholder, or controlling person of the company. Additionally, must not be a significant shareholder, controlling person, or partner of the audit firm that employs the auditor of the company, parent company, subsidiary, affiliate, major shareholder, or controlling person of the company, unless having ceased such roles for at least 2 years prior to being appointed as a director.
- 6. Must not be or have ever been a provider of any professional services, including legal or financial advisory services, receiving fees exceeding Baht 2 million per year from the company, parent company, subsidiary, affiliate, major shareholder, or controlling person of the company. Additionally, must not be a significant shareholder, controlling person, or partner of such professional service provider, unless having ceased such roles for at least 2 years prior to being appointed as a director.
- 7. Must not be a director appointed as a representative of the company's director, major shareholder, or any shareholder related to the company's major shareholder.
- 8. Must not engage in business activities that are similar and materially competitive with the business of the company or its subsidiaries, nor be a partner in a partnership or a director involved in salaried management, employee, consultant, or hold more than 1.0% of the total voting shares of another company that engages in business activities that are similar and materially competitive with the business of the company or its subsidiaries.
- 9. Must not have any other characteristics that would impair the ability to provide an independent opinion on the company's operations.

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