

สิ่งที่ส่งมาด้วย 4 Information on Independent Directors and Definitions of Independent Directors

Information on Independent Directors and Definitions of Independent Directors

The appointment of independent directors shall be based on the same rules as the process of appointment of directors, consisting of at least one-third of the total number of independent directors. The definition of an independent director is equal to the minimum requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand, which is in accordance with the criteria announced by the Capital Market Supervisory Board No. Torjor 28/2008. Regarding the application for permission and authorization to offer newly issued shares (codified version) according to the qualifications of the Company's independent directors are as follows:

Qualifications of the independent director

1. Hold no more than 1% of the total number of shares with voting rights of the Company. Associated companies or juristic persons that may have conflicts This shall include the shareholding of related persons of such independent directors.
2. Not be or have been a director who participates in the management of the business. Employees, employees, consultants with fixed salaries or controlling persons of the Company. Subsidiaries Associated companies, subsidiaries of the same order Major shareholders or controlling persons of the Company, unless they have been out of such nature for at least 2 years. Everything. Such prohibited characteristics do not include cases where independent directors are former government officials or consultants of government agencies who are major shareholders or controlling persons of the Company.
3. Not be a person who is related by blood or by legal registration in the manner of parents, spouse. Brothers and sisters of executives, major shareholders, controlling persons or persons who will be nominated as executives or controllers of the Company or its subsidiaries.
4. Do not have or have ever had a business relationship with the company, parent company, joint company, major shareholder. Including not being or having never been a significant shareholder. or controlling person of people having business relationships with the company, parent company, subsidiaries, associated companies, major shareholders or the controlling person of the company unless the aforementioned characteristics have passed for not less than 2 years
5. Not be or have been an auditor of the Company, parent company, subsidiary. Associated company, major shareholder or controlling person of the Company and not a significant shareholder. Controlling person or partner of the audit firm which has auditors of the company, parent company, subsidiary. An associated company, major shareholder or controlling person of the company is subordinated, unless the aforementioned characteristics have been vacated for at least 2 years.
6. Not be or have been a professional service provider, including providing legal advisory services or financial advisory, which has received service fees exceeding 2 million baht per year from the Company, its parent company, subsidiary. Associated company, major shareholder or controlling person of the Company and not a significant shareholder. Unless such characteristics have passed for at least 2 years.

7. Not be a director appointed to represent the Company's directors. Major shareholders or shareholders who are related to major shareholders
8. Not operate a business that has the same condition and is competitive with the business of the Company or its subsidiaries, or is not a significant partner in a partnership or is a director who participates in the management. Employees, employees, consultants who receive regular salaries or hold more than one percent of the total voting shares of other companies which operate in the same manner and which are in significant competition with the business of the Company or its subsidiaries.
9. Do not have any other characteristics that prevent him from giving independent opinions regarding the Company's operations.