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Name and profile of the independent directors which the Company proposes to be appointed as proxy and definition of independent director of the Company

<u>Name and profile of independent directors which the Company proposes to be appointed as proxy (1st director)</u>			
Name - Surname	Air Chief Marshal Anon Jarayapant		
Nationality	Thai		
Age	70 years		
Address	77/870 Soi Phaholyothin 54/1 Intersection 4-45 (Chollada Village) Sai Mai Subdistrict Sai Mai District, Bangkok		
Current position	Director/ Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee		
Shareholding percentage (as of March 25, 2024)	None		
Family relation with executives	None		
Highest educational degree	Bachelor of Science, Royal Thai Air Force Academy		
Thai Institute of Directors (IOD) training and other trainings	<ul style="list-style-type: none"> - Advanced Certificate Course in Promotion of Peaceful Society, Class 2, King Prajadhipok's Institute - Director Accreditation Program (DAP) Class 124/2016 from Thai Institute of Directors (IOD) 		
Work experience (during the last 5 years)	2015 – Present	Director/ Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee	Chayo Group Public Company Limited
	2014 - 2019	Member of the National Legislative Assembly	National Legislative Assembly
	2014 - 2018	Director	Metropolitan Electricity Authority (MEA)
Current directorship / executive positions in other organizations / institutions	Other listed Companies	None	
	Other non-listed companies	None	
	Other companies potentially having	None	



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	conflict of interest with the Company	
Number of years in the office	10 years	
Forbidden qualifications	1. Never dishonestly committed an offence against property. 2. Never entered into any transactions which may cause conflict of interest with the company during the past fiscal year.	
Criminal offense record during the past 10 years	None	
Having interests in the Company / parent company / subsidiaries / affiliates / other legal entities which may have conflicts at present or during the past 2 years	None	
Interest to the meeting agendas	None	

<u>Name and profile of the independent directors which the Company proposes to be appointed as proxy (2nd director)</u>			
Name - Surname	Mr. Teeranut Thangsatapornpong		
Nationality	Thai		
Age	52 years		
Address	212/14 Ratchapruek Road, Bangchak Subdistrict, Phasicharoen District, Bangkok		
Current position	Director/ Independent Director/ Audit Committee / Chairman of the Risk Management Committee/ Chairman of the Corporate Governance Committee/ Member of Nomination and Remuneration Committee		
Shareholding percentage (as of March 14, 2023)	None		
Family relation with executives	None		
Highest educational degree	Master's Degree of Arts (Economics), Thammasat University		
Thai Institute of Directors (IOD) training and other trainings	Director Certification Program (DCP), Class of 161/2012 from Thai Institute of Directors (IOD)		
Work experience (during the last 5 years)	2019 – Present	Director	Hinsitsu Precision (Thailand) Company Limited
	2018 – Present	Director	Simat Technologies Public Company Limited
	2018 – Present	Director / Chairman of the Risk Management Committee / Member of	Hinsitsu (Thailand) Company Limited

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		the Executive Committee / Chief Financial Officer	
	2018 – Present	Director	Simat Label Company Limited
	2017 – Present	Independent Director / Member of the Audit Committee	Filter-vision Public Company Limited
	2015 – Present	Director/ Independent Director/ Audit Committee/ Chairman of the Risk Management Committee/ Chairman of the Corporate Governance Committee/ Member of Nomination and Remuneration Committee	Chayo Group Public Company Limited
Current directorship / executive positions in other organizations / institutions	Other listed 2 companies	Independent Director : Filter Vision Public Company Limited	
		Director : Simat Technologies Public Company Limited	
	Other non-listed 3 companies	Director : Simat Label Company Limited,	
		Director : Hinsitsu Precision (Thailand) Company Limited	
	Other companies potentially having conflict of interest with the Company	Director : Hinsitsu (Thailand) Company Limited	
		None	
Number of years in the office	10 years		
Prohibited qualifications	<ol style="list-style-type: none"> 1. Never dishonestly committed an offence relating to property. 2. Never entered into any transactions which may cause conflict of interest with the Company during the past fiscal year. 		
Criminal offense record during the past 10 years	None		
Having interests in the Company / parent company / subsidiaries / affiliates / other legal entities which may have conflicts at present or during the past 2 years	None		
Interest to the meeting agendas	None		

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Definition of independent director of Chayo Group Public Company Limited

Chayo Group Public Company Limited (the “**Company**”) defines the definition of its independent director as per the minimum requirement of the Capital Market Supervisory Board and the Notification of the Stock Exchange of Thailand, detailed as follows:

Independent director is the person who has knowledge, abilities, expertise and versatile talents which are beneficial to the Company and has a good understanding on the duties and responsibilities of director and nature of the business of the Company. The independent director shall be independent on providing his/her opinions to any business decisions by taking into account the utmost benefit of the Company and fair treatment of shareholders or stakeholders. The independent director shall allocate sufficient time to perform his/her duty as the director of the Company and has no business relationship with the Company which may affect his/her independent decisions and shall have following qualifications:

1. An independent director must hold no more than 1 percent of all shares having voting rights of the Company, its parent company, subsidiary, associated company, juristic person which may have conflict of interest, e.g. a major shareholder or controlling person of the Company. For the purpose of calculation, this is inclusive of shares held by a related person of such independent director;
2. An independent director is a director who does not involve in the management, and is not an employee, staff, consultant who receives a monthly salary or a controlling person of the Company, its parent company, subsidiary, associated company, subsidiary of the same level or juristic person which may have conflict of interest (either at the present or during the period of 2 years prior to his/her appointment);
3. An independent director has no relation by blood or legal registration as father, mother, spouse, sibling, child as well as spouse of child of an executive, major shareholder, controlling person or the person who is nominated for election as the executive or controlling person of the Company or its subsidiary;
4. An independent director must not have or have had business relationship with the Company, its parent company, subsidiary, associated company, major shareholder or controlling person of the Company or juristic person which may have conflict of interest in a manner that may obstruct his/her exercise of independent discretion and must not be a major shareholder, controlling person, director who is not an independent director or executive of the any entities having business relationship with the Company, its parent company, subsidiary, associated company, or juristic person which may have conflict of interest unless such status has ceased for at least 2 years prior to his/her appointment;

the term business relationship in the first paragraph shall include conducting ordinary business transaction for offering or taking on leases of any immovable properties, conducting transaction involving assets or services, or granting or accepting any financial support through means of offering or taking loan, guarantee, use of asset as collateral against debt, and other similar actions which result in the Company or the counterparty being indebted to another party for the amount from 3 percent of net tangible assets of the Company or from 20 million baht, whichever is lower. This amount is determined by the calculation of related transaction value as per the announcement of the Securities and Exchange Commission. However, the consideration of such indebtedness shall include the indebtedness taking place during a period of one year prior to the commencement date of the business relationship with such person;

5. An independent director must not be or have been an auditor of the Company, its parent company, subsidiary, associated company, juristic person which is major shareholder or controlling person

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of the Company and must not be major shareholder, controlling person or partner of the audit office with which the auditors of the Company, its parent company, subsidiary, associated company, juristic person which is a major shareholder or controlling person of the Company associated;

6. An independent director is not a person rendering any professional service including a legal or financial advisor who is paid more than two million baht in service fee per year by the Company, its parent company, subsidiary, associated company, or juristic person which may have conflict of interest, and must not be a major shareholder, director who is not an independent director, executive or partner to the professional service provider unless such status has ceased for at least 2 years prior to his/her appointment;
7. An independent director is not a director who is appointed to be a nominee of a director of the Company, major shareholder or shareholder who is related to a major shareholder of the Company;
8. An independent director must not engage in a business of the same nature as and which is significantly competitive to that of the Company or its subsidiary, and must not be a key partner to a partnership or executive director, employee, staff, consultant who receives monthly salary, or holds more than 1 percent of all shares with voting rights of another company which is engaged in a business of the same nature as and which is significantly competitive to that of the Company or its subsidiary;
9. An independent director must not be authorized by the board of directors of the Company to take part in making business decision of the Company, its parent company, subsidiary, associated company, subsidiary of the same level or juristic person which may have conflict of interest and must not be a director of the listed company which is its parent company, subsidiary, associated company or subsidiary of the same level; and
10. An independent director does not have any other characteristics that may obstruct his/her independent decisions on the operation of the Company.

After being appointed as independent directors as prescribed in section 1. to 10. above, the independent director may be assigned by the board of directors to make decisions on the business operation of the Company, its parent company, subsidiary, associated company, subsidiary of the same level, major shareholder or controlling person of the Company, provided that such decision shall be a collective decision.

The Company may appoint a person who have or have had business relationship with the Company or provide professional service with the exceeding fee as prescribed in section 4. or 6. above if the board of director of the Company carefully consider and deem that the appointment of such person will not obstruct his/her independent practice and opinion. In such case, it is required to disclose following information in the invitation letter on the independent director election agenda:

- (a) To declare the business relationship or professional service type which cause such person to be unable to comply with determined qualifications;
- (b) To provide necessary rational on the appointment of such person as an independent director; and
- (c) To provide opinion why the board of directors propose to appoint such person as an independent director.