

**Biographies of independent directors who will be the proxy to attend the meeting
on behalf of shareholders**



Name: Prof. Piphob Veraphong
Age: (Years) 61
Education:

- LL.M., Harvard University
- LL.M., Taxation, Boston University
- Bachelor of Law (Honors), Chulalongkorn University
- Barrister - at - Law, Thai Bar Association

Training:

- Certificate of International Taxation, Harvard University
- Director Accreditation Program (DAP) 50/2006 : IOD
- Director Certification Program (DCP) 238/2017 : IOD
- Information Technology Security Awareness Training 2023 : LH Bank
- PDPA update 2023 : LH Bank
- ESG & Climate Risk Management 2023 : Deloitte

Number of Direct Holding of Shares : - None

Number of Spouse and Minor Child Holding of Shares : - None

Relationship with Executives : - None

Work Experiences in the Past 5 Years:

❖ **Current Position in 3 Listed Companies on the Stock Exchange of Thailand**

Period	Position	Organization/Company
2015 - Present	Independent Director Chairman of Nomination and Remuneration Committee Member of the Audit Committee	Land and Houses PLC
Jun. 2022 - Present	Independent Director Chairman of the Audit Committee Chairman of the Corporate Governance Committee	LH Financial Group PLC
2004 - Present	Independent Director Member of the Audit Committee	Bangkok Chain Hospital PLC

❖ **Current Position in 2 Non-Listed Companies on the Stock Exchange of Thailand**

Period	Position	Organization/Company
Jun. 2022 - Present	Independent Director Chairman of Nomination and Remuneration Committee Member of the Audit Committee Member of the Corporate Governance Committee	Land and Houses Bank PLC
2002 - Present	Partner	Law Alliance Ltd.

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- Holding the positions in other companies that may cause conflicts of interest or may have a business competition with the company
 - None
- Conflicts of interest

Having no conflicts of interest that differs from other directors in all agenda to be proposed at the 2024 Annual General Meeting of Shareholders
- Being a stakeholder with the company/parent company/subsidiaries/joint ventures or juristic persons having some conflicts in the past 2 years in the following aspects:
 1. Not being a director engaging in the management, staff, employee or advisor who receives fixed salary
 2. Not being a professional service provider such as auditor, legal advisor
 3. No significant business engagements that may cause independence in performing duties
- Term and years of directorship

Assume the directorship for 1 term or 1.6 years from 2022 to present, retired by rotation in 2026
- Attendance records of the Board of Directors and sub-committees in 2023

List of Committees	2023				
	Number of Meetings	Number of Attendance (Total)	Number of Physical Attended	Number of Attendance via Electronic Media Conference	%
Board of Directors	13	12	8	4	92.31
Audit Committee	12	11	-	11	91.67
Sustainability and Corporate Governance Committee	12	11	-	11	91.67

Note: Prof. Piphob Veraphong has been appointed the director since June 29, 2022.

**Biographies of independent directors who will be the proxy to attend the meeting
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Name: **Mr. Pradit Sawattananond**

Age: (Years) 75

Education:

- Master of Business Administration, Central State University, USA
- Bachelor of Commerce, Chulalongkorn University

Training:

- Director Certification Program (DCP) 3/2000 : IOD
- Audit Committee Program (ACP) 3/2004 : IOD
- Chief Financial Officer Certification Program 1/2004 : ICAAT
- Improving the Quality of Financial Reporting Program 4/2006 : IOD
- Monitoring the Quality of Financial Reporting Program 5/2007 : IOD
- Monitoring the Internal Audit Function Program 5/2008 : IOD
- Monitoring the System of Internal Control and Risk Management Program 2/2008 : IOD
- Role of the Compensation Committee Program (RCC) 6/2008 : IOD
- Advanced Audit Committee Program (AAP) 13/2013 : IOD
- How to Develop a Risk Management Plan (HRP) 4/2013 : IOD
- Corporate Governance for Capital Market Intermediary Program (CGI) 1/2014 : IOD
- Cyber Resilience Leadership: SMART Goal 2022 : BOT
- Director Forum I Engaging Board in ESG: IOD
- Cyber Resilience Leadership: Mission for Embracing the Future of AI & Cybersecurity : BOT
- Financial Statement Fraud, Economic Update, Direction for ESG and Co2 : EY
- Information Security Awareness Training 2023 : LH Bank
- PDPA update 2023 : LH Bank
- ESG & Climate Risk Management 2023 : Deloitte

Number of direct holding of shares

- None

Number of spouse and minor child holding of shares

- None

Relationship with executives:

- None

Work experiences in the past 5 years:

❖ **Current Position in 3 Listed Companies on the Stock Exchange of Thailand**

Period	Position	Organization/Company
Oct. 2021 - Present	Chairman of the Risk Oversight Committee Member of the Nomination and Remuneration Committee	LH Financial Group PLC
Apr. 2018 - Present	Independent Director Member of the Audit Committee Member of the Corporate Governance Committee	
Jul. 2018 - Sep. 2018	Member of the Nomination and Remuneration Committee	
2004 - Present	Independent Director Chairman of the Audit Committee	Asia Sermkij Leasing PLC
2000 - Present	Independent Director Member of the Audit Committee	KGI Securities (Thailand) PLC
2015 - Nov. 2020	Independent Director Chairman of the Audit Committee	Nusasiri PLC
2004 - Dec. 2019	Independent Director Member of the Audit Committee	Thai Film Industries PLC

❖ **Current Position in 1 Non-Listed Company on the Stock Exchange of Thailand**

Period	Position	Organization/Company
Apr. 2020 - Present	Chairman of the Audit Committee Chairman of the Corporate Governance Committee	Land and Houses Bank PLC
Jul. 2018 - Present	Member of the Nomination and Remuneration Committee	
Mar. 2018 - Present	Independent Director	
Sep. 2018 - Oct. 2021	Member of the Risk Oversight Committee	
Mar. 2018 - Mar. 2020	Member of the Audit Committee Member of the Corporate Governance Committee	

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Having no conflicts of interest that differ from other directors in all agenda to be proposed at the 2024 Annual General Meeting of Shareholders
- Being a stakeholder with the company/parent company/subsidiaries/joint ventures or juristic persons having some conflicts in the past 2 years in the following aspects:
 1. Not being a director engaging in the management, staff, employee or advisor who receives fixed salary
 2. Not being a professional service provider such as auditor, legal advisor
 3. No significant business engagements that may cause independence in performing duties
- Term and years of directorship

Assume the directorship for 3 terms or 6 years from 2018 to present, retired by rotation in 2026
- Attendance records of the Board of Directors and sub-committees in 2023

List of Committees	2023				
	Number of Meetings	Number of Attendance (Total)	Number of Physical Attended	Number of Attendance via Electronic Media Conference	%
Board of Directors	13	13	13	-	100
Audit Committee	12	12	-	12	100
Sustainability and Corporate Governance Committee	12	12	-	12	100
Nomination and Remuneration Committee	5	5	-	5	100
Risk Oversight Committee	5	5	3	2	100

Note: Mr. Pradit Sawattananond has been appointed the director since April 24, 2018.

Definition of Independent Directors

“Independent Director” means a director who shall not engage in management roles and has no businesses or benefits related to the company, which may affect his or her independence on making decisions. The company defines the criteria of an independent director in line with those of the Securities and Exchange Commission as follows:

(1) Holding not more than 0.5% of the total number of voting shares of the company, or the parent company, subsidiaries, associated companies, major shareholders, or control person, which shall be inclusive of the shares held by any related persons of such an independent director.

(2) Neither being nor having been a director participating in management roles, or an employee, a staff, an advisor who receives regular salary, or a person having control power of the company or the parent company, subsidiaries, associated companies, a subsidiary at the same level, major shareholder, or control person, unless the foregoing status has ended at least two years prior to the date on which such an independent director has been appointed.

(3) Not being a person related by blood relationship or relationship through legal registration as a father, mother, spouse, sibling and child including a spouse of a child of other directors, management, major shareholder, control person, or the person being nominated to be a director, management or a control person of the company or its subsidiaries.

(4) Neither holding nor having held any business relationship with the company or the parent company, subsidiaries, associated companies, major shareholders, or control person in the manner in which his/her independent discretion might be affected, and is not and has not been a significant shareholder or a control person of the person that has business relationship with the company, or the parent company, subsidiaries, associated companies, major shareholders, or control person, unless the foregoing status has ended at least two years prior to the date on which such an independent director has been appointed.

A business relationship shall include any trading transaction in the ordinary course of business for any lease taken or lease out of any immovable property, any transaction relating to asset or service, or granting or accepting any financial support by way of either borrowing, lending, guaranteeing, or providing collateral including any other acts in similar manner thereto, that could result in a creation of the company's obligation or the obligation of its counterparty, to repay its debt to the other parties in an amount equal to three percent or more of the net tangible asset value of the company or Baht twenty million or more, whichever is lower. The method for calculation of the value of the connected transaction pursuant to the Notification of the Capital Market Supervisory Board concerning regulations in respect of entering into connected transactions, *mutatis mutandis*. The combination of such indebtedness shall include indebtedness taking place during the past one year prior to the date on which such business relationship with such a person exists must also be counted.

Definition of Independent Directors

(5) Neither being nor having been an auditor of the or the parent company, subsidiaries, associated companies, major shareholders, or control person and is not a significant shareholder, a control person, or a partner of any audit firm or office for which the auditor of the company, or the parent company, subsidiaries, associated companies, major shareholder, or control person is working, unless the foregoing status has ended at least two years prior to the date on which such an independent director has been appointed.

(6) Neither being nor having been any professional service provider, including legal or financial advisor who obtains fee of more than Baht two million per year from the company or the parent company, subsidiaries, associated companies, major shareholder, or control person, and not be a significant shareholder, or a control person, or a partner of any of such professional service provider unless the foregoing status has ended at least two years prior to the date on which such an independent director has been appointed.

(7) Not being a director who has been appointed as a representative of a director of the company, a representative of a major shareholder of the company, or a representative of a shareholder of the company who is a related person of a major shareholder of the company.

(8) Not undertaking any business the nature of which is the same as that of the company or the subsidiaries and which, in any material respect, is competitive with the business of the company or the company's subsidiaries, or not be a significant partner in a partnership, or a director participating in any management role, an employee, an officer, an advisor obtaining regular salary from, or a shareholder holding more than one percent of the shares with voting rights of other company engaging in any business the nature of which is the same as that of the company or the subsidiaries and which, in any material respect, is competitive with the business of the company or its subsidiaries.

(9) Not having any other characteristics that prevent the exertion of independent opinions concerning the company's business undertaking. After having been appointed, an independent director may be assigned by the Board of Directors to take part in the collective decision-making process of the company, parent company, subsidiaries, associated companies, subsidiaries in the same level of the company, or major shareholder, or a control person that has a collective decision.