

The Definition of Independent Director and profiles of Independent Directors acting as shareholder proxies

Definition and qualifications of Independent Director of the Company

Independent Directors are directors who have independence to express their opinions, and must have the qualifications comply with the guidelines of the Company, Securities and Exchange Commission, and Stock Exchange of Thailand as follows:

- Do not hold more than 1% of the total voting share of the Company, subsidiaries, associates, or any companies that may have conflict of interest and also including the shares held by related persons of such Independent Director.
- Is not nor used to be a director that takes part in the management, employees, advisors who receive regular salary from or controlling entity of the Company, subsidiaries, associates, or any companies that may have conflict of interest, except in the case that he or she remains free from the abovementioned characteristics for a period not less than 2 years prior to the appointment.
- Not be a person related by blood or legal registration as father, mother, spouse, sibling, or child, including spouse of child of other directors, of an executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiary.
- Do not have nor used to have business relationship with the Company, subsidiaries, associates or any companies that may have conflict of interest in such a way which could potentially interfere with his or her discretion. Is not and have never been a significant shareholder or the controlling person of any entities who has a business relationship with the Company, subsidiaries, associates or any companies that may have conflict of interest, except in the case that he or she remains free from the abovementioned characteristics for a period not less than 2 years prior to the date of appointment.
- Is not nor used to be an auditor of the Company, subsidiaries, associates or any companies that may have conflict of interest and is not a major shareholder, a director, the controlling person or partner to such audit firm to which the auditor of the Company, subsidiaries, associates or any companies that may have conflict of interest belongs to except in the case that he or she remains free from the abovementioned characteristics for a period of not less than 2 years prior to the appointment.
- Have not been nor used to provide professional service which includes legal or financial advisory service for compensation value over Baht 2 million a year to the Company, subsidiaries, associates or any companies that may have conflict of interest and is not a major shareholder, the controlling person or partner to such service providers, except in the case that he or she remains free from the abovementioned characteristics for a period not less than 2 years prior to the date of appointment.
- Shall not be a director appointed as representatives of the Board of Directors, a major shareholder or shareholder who is related to a major shareholder of the Company.
- Shall not conduct any business in the same nature and in competition with the business of the Company or its subsidiary, nor be a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of the total number of shares with voting rights of another company which conducts business in the same nature and in competition with the business of the Company or its subsidiary.
- Shall not have any other characteristic that limits his or her ability to express independent opinions regarding the Company's operations.

Information of the Independent Directors to present as proxy.



Name/Surname : **Mr. Kampanart Lohacharoenvanich**
Position : Chairman of the Board/ Independent Director/
 Member of Audit Committee/
 Chairman of Sustainability Committee
Age : 73 Years old
Address : Infraset Public Company Limited
 165/37-39 Ram Intra Road, Anusawari,
 Bang Khen, Bangkok, 10220

Conflict of Interest:

- **Agenda 5** : To consider the election of directors in replacement of those retiring by rotation
- **Agenda 7** : To consider the remunerations of the Company's directors for the year 2024



Name/Surname : **Mr. Saran Supaksaran**
Position : Chairman of Audit Committee /
 Independent Director/ Member of Nomination
 and Remuneration Committee
Age : 50 Years old
Address : Infraset Public Company Limited
 165/37-39 Ram Intra Road, Anusawari,
 Bang Khen, Bangkok, 10220

Conflict of Interest:

- **Agenda 7** : To consider the remunerations of the Company's directors for the year 2024



Name/Surname : **Miss Lalita Hongratanawong**
Position : Chairman of Nomination and
 Remuneration Committee/ Independent
 Director/ Member of Audit Committee/
 Member of Sustainability Committee
Age : 46 Years old
Address : Infraset Public Company Limited
 165/37-39 Ram Intra Road, Anusawari,
 Bang Khen, Bangkok, 10220

Conflict of Interest:

- **Agenda 7** : To consider the remunerations of the Company's directors for the year 2024.

During the past 10 years, all independent directors of the Company as mentioned above have not committed any offenses and have no following relationship which might have a conflict of interest:

- Having a kind relationship among the Company's management/ majority shareholders of the Company and its subsidiary.
- Taking part in the management and/or being an employee, staff member, advisor who receives a regular salary.
- Being professional services provider, e.g., auditor, legal advisor.
- Having special interest differing from those of others independent directors.
- Having significant business relations that could obstruct independent judgement.