

Information of the Independent Directors who will serve as Proxy for Shareholders and the Definition of Independent Director



Name :	Mr. Yongyoot Luangrattanamart	Dr. Songtam Suksawang	Police Lieutenant General Sorakrai Poonperm
Age :	54	63	61
Position :	Independent Director, Chairman of the Audit Committee and Director of the Corporate Governance and Sustainable	Independent Director and Chairman of the Corporate Governance and Sustainable	Independent Director and Director of the Risk Management Committee
Address :	325/6-9 Lanluang Road, Sriyakmahanak Sub-District, Dusit District, Bangkok 10300	325/6-9 Lanluang Road, Sriyakmahanak Sub-District, Dusit District, Bangkok 10300	325/6-9 Lanluang Road, Sriyakmahanak Sub-District, Dusit District, Bangkok 10300
Conflict of interest in item Nos. 1-8 :	None	None	None

Definition of Independent Director
Srinanaporn Marketing Public Company Limited

Definition of Independent Director of Srinanaporn Marketing Public Company Limited

Independent Directors shall have all the qualifications as stipulated under the laws of Security and Exchange, regulations issued by the Securities and Exchange Commission, regulations issued by the Capital Market Supervisory Board, regulations issued by Security Exchange Committee and other relevant regulations. Such independent Directors shall be able to look after the benefits of all shareholders equally and not cause conflicts of interest. In addition, they shall be able to attend the Board of Directors' Meeting and express their opinions independently.

Independent Directors shall have the following qualifications

1. Holding shares not exceeding 1% of the total number of shares with voting rights of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent Director;
2. Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the Company, its parent company, subsidiary company, major shareholder or controlling person of the Company, unless the foregoing status has ended not less than 2 years prior to the date of being appointed. Such prohibited characteristics shall not include the case where the independent Director used to be a government official or advisor of a government unit, which is a major shareholder or controlling person of the Company;
3. Not being a person related by blood or legal registration as father, mother, spouse, sibling and child, including spouse of the children of another Director, executive, major Shareholders, controlling person, or persons to be nominated as Director, executive or controlling person of the Company or subsidiaries company;
4. Neither having nor used to have a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person of the Company, in the manner which may interfere with his independent judgement, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment.

Such business relationship shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, and any other similar actions, which result in the Company or his counterparty being subject to indebtedness payable to the other party in the amount of 3% or more of the net tangible assets of the Company or 20 million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of one year prior to the date on which the business relationship with the person commences;

5. Neither being nor used to be an auditor of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person of the Company, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person of the Company, unless the foregoing relationship has ended not less than 2 years prior to the date of being appointed;
6. Neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than 2 years prior to the date of being appointed;
7. Not being a Director appointed as representative of Directors of the Company, major shareholder or shareholder who is related to major shareholder;
8. Not undertaking any business in the same nature and in competition to the business of the Company or subsidiary company or not being a significant partner in partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one percent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the Company or subsidiary company;
9. Not having any other characteristics, which cause the inability to express independent opinions with regard to the Company business operations.

After appointments as Independent Directors with qualifications comply with the criteria under clause 1 to 9, the Independent Director may be assigned by the Board of Directors to make decisions relating to the business operation of the Company, its parent company, subsidiary company, a major Shareholder or controlling person by deciding in the form of a collective decision.

The Company may appoint a person who has or has ever been a business relationship or provides a professional services exceeding the value specified under clause 4 or 6 to be an Independent Director, if the Company's Board of Directors make decisions with careful consideration and if that appointment of such person does not affect performing of duties and the giving of independent opinions, and that the relevant information shall be disclosed in the notice of shareholders' meeting under the agenda considering the appointment of an independent Director.

- a. The business relationship or professional service providing which cause such person being unqualified;
- b. Reasons and necessity to insist on the appointment of such person as the independent Director;
- c. The opinion of the board of Directors of the Company to propose such person to be the independent Director.