

Definition and Profile of Independent Directors to Present as Proxy

An Independent Director is a qualified individual and possesses independence according to the Company's Corporate Governance Policy established by the Board, the criteria established by the Stock Exchange of Thailand, and the criteria established by the Securities and Exchange Commission of Thailand. An Independent Director shall:

1. Holding no more than 1 % of total voting shares including the shareholding of persons related to the independent directors
2. Not currently be or never been the company's executive director, worker, employee, salaried consultant, or controlling parties. Exception: It has been at least two years after the person has held the position.
3. Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary.
4. Not currently having or never had any relations with the company in the way that such relation may impede the person from having independent views. Also, the person should not currently be or never be a significant shareholder or controlling person for persons having business relations with the company. Exception: It has been at least two years after the person has held the position.
5. Not currently being or never been the company's auditor. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current auditor's auditing firm. Exception: It has been at least two years after the person has held the position.
6. Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the company with a fee more than THB 2 million per year. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current partner services providers. Exception: It has been at least two years after the person has held the position.
7. Not currently a director appointed to represent the company's directors, major shareholders, or the shareholder related to major shareholders.
8. Not currently be operating under similar business nature and significant competition to the company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the company and subsidiary.
9. Not under any conditions that may impede the person from having independent views towards the company's operations. Including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company

Definition and Profile of Independent Directors to Present as Proxy



- 1. Mr. Prasert Bunsumpun**
Independent Director / Chairman / Chairman of the Corporate Governance and Sustainable Development Committee
Age: 65 Years Old
Address: Clover Power Public Company Limited
No. 159 Soi Rama IX 57/1 (Wisetsuk 2), Phatthanakan, Suanluang, Suanluang, Bangkok 10250 Thailand
Conflict of Interest: None



- 2. Mrs. Tipsuda Thavaramara**
Independent Director / Member of the Audit Committee
Age: 63 Years Old
Address: Clover Power Public Company Limited
No. 159 Soi Rama IX 57/1 (Wisetsuk 2), Phatthanakan, Suanluang, Suanluang, Bangkok 10250 Thailand
Conflict of Interest: None



- 3. Asst. Prof. Dr. Phaophak Sirisuk**
Independent Director / Member of the Nomination and Remuneration Committee
Age: 39 Years Old
Address: Clover Power Public Company Limited
No. 159 Soi Rama IX 57/1 (Wisetsuk 2), Phatthanakan, Suanluang, Suanluang, Bangkok 10250 Thailand
Conflict of Interest: None