

Information of independent directors and the definition of independent directors for proxy

Definition of “Independent Director”


Mitsib Leasing Public Company Limited (“ the Company”) requires that independent directors have qualifications in accordance with the Company's corporate governance policy. The criteria are consistent with and equivalent to those of the Securities and Exchange Commission of Thailand as follows:


1. Holding shares not exceeding one (1) percent of the total number of shares with voting rights of the Company, parent company, subsidiary company, associated company, major shareholder or controlling person of the Company, including the shares held by related persons of such independent director as well.
2. Not being or having been an executive director, employee, staff, advisor who receives regular salary Or a controlling person of the company, parent company, subsidiary company, associated company, same-level subsidiary company major shareholder or a controlling person of the Company Unless he has retired from the aforementioned nature for not less than 2 years.
3. Not being a person related by blood or by legal registration as father, mother, spouse, sibling, and child, including spouse of child of other directors, executives, major shareholders controller or a person who will be nominated as a director Executives or controlling persons of the Company or its subsidiaries
4. Not having or having had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company in a manner that may obstruct the exercise of independent judgment Including not being or having been a significant shareholder Or a controlling person of a person having a business relationship with the company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company Unless he has retired from the aforementioned nature for not less than 2 years.
5. Not being or having been an auditor of the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company and not being a significant shareholder controller or partners of the audit firm which has auditors of the Company, parent company, subsidiaries, associated companies, major shareholders or a controlling person of the Company Unless he has retired from the aforementioned nature for not less than 2 years.
6. Not being or used to be a professional service provider this includes providing legal or financial advisory services. which receives service fees of more than 2 million baht per year from the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company and not being a significant shareholder controller or partner of that professional service provider as well Unless he has retired from the aforementioned nature for not less than 2 years.
7. Not being a director who has been appointed as a representative of the Company's directors major shareholder or shareholders who are related to major shareholders
8. Do not operate any business that has the same nature and is in significant competition with the business of the Company. or its subsidiaries or not being a significant partner in a partnership or being an executive director, employee, staff, consultant who receives regular salary or holding shares in

excess 1% of the total voting shares of other companies which operates a business that has the same nature and is in significant competition with the business of the Company or its subsidiaries

9. Does not have any other characteristics that make him unable to express independent opinions on the Company's operations.

Information of independent directors who shareholders can appoint as proxies to attend the 2024
Annual General Meeting of Shareholders

| | | |
|-------------------------------|---|---|
| Name | Mr. Pongchai Kasemthavisak |  |
| Position | Independent Director and Audit Committee | |
| Age | 69 years old. | |
| Nationality | Thai | |
| Address | 16 Soi Ramkhamhaeng 118 separate 42-4 Saphan Sung, Saphan Sung, Bangkok 10240 | |
| shareholding in the Company | -do not have- | |
| Agenda with stakeholders | Agenda 9 : To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2023 | |
| Agenda with special interests | -do not have- | |

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| ชื่อ | Dr. Singchai Boonyayoton |  |
| ตำแหน่ง | Independent Director and Audit Committee | |
| อายุ | 65 years old. | |
| สัญชาติ | Thai | |
| ที่อยู่ | 109/196 Plaibang Rd., Mahasawat, Bang Kruai, Nonthaburi 11130. | |
| การถือหุ้นในบริษัทฯ | -do not have- | |
| วาระการประชุมที่มีส่วนได้เสีย | Agenda 9 : To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2023 | |
| วาระการประชุมที่มีส่วนได้เสียพิเศษ | -do not have- | |