

Definition of Independent Director of S P V I Public Company Limited

S P V I Public Company Limited has defined the definition of Independent Directors which are more restrictively than the minimum criteria defined by The Securities and Exchange Commission and The Stock Exchange of Thailand. The Details as follows;

The Qualifications of Independent Directors

1. Held shares not exceeding 0.5 percentage of total number of voting right of the company including the shares hold by related persons
2. Neither be nor has been the executive director who participate in managing the business, staff, employee, consultant who receive salary, authorized person of the company unless the foregoing status has ended for no less than 2 years prior to the date of appointment.
3. Not being a person related by blood or by registration under law as parent, spouse, sibling and child including the spouse of child with the executive, major shareholder, the authorized person of the company, or the person who was nominated to be an executive or authorized person of the company.
4. Neither has nor has ever had a business relationship with the company or juristic person which may have any conflict in a manner that interfere with the exercise of independent judgment unless the foregoing relationship has ended for no less than 2 years prior to the date of appointment.
5. Neither be nor having been an auditor of the company or juristic person which may have any conflict of interest, and not having been a major shareholder, director who is not an Independent Director, executive, or managing partner of Audit firm which employs auditor of the company or juristic person who may have any conflict of interest unless the foregoing status has ended for no less than 2 years prior to the date of appointment.
6. Neither be nor having been a professional advisor including legal and financial advisor who receive service fee from the company for more than 2 million baht per year or juristic person who may have any conflict of interest. In case the professional advisor is juristic person, it must include being major shareholder, director who is not an Independent Director, executive, or managing partner of the professional advisor unless the foregoing status has ended for no less than 2 years prior to the date of appointment.
7. Not being the director who is appointed to be a representative of the company, major shareholder, or shareholder who relate to the major shareholder of the company.
8. Not have any characteristic, which cause him/her to express independent opinion toward the business operation of the company.

Name List of Independent Director to Present as Proxy

01



Mr. Teera Aphaiwongse Age 73 Years

Present Position

- Independent Director
- Chairman of the Board
- Chairman of Audit Committee
- Chairman of Nomination and Remuneration Committee

Nationality

Thai

Shareholding Proportion
(as of 30 December 2019)

Ordinary shares 400,000 shares (0.10%)

Educations

- Master of Computer Science and Engineering, University of New South Wales, Australia
- Certificate from National Defence Collage of Thailand, Class 377.

Governance Training of Thai Institute of Directors (IOD)

Certificate from Director Certification Program (DCP), Class 5/2001

Work Experience for the Past 5 years

- | | | |
|----------------------|----------------|---|
| • Listed Company | 2012 - Present | Chairman of the Board, Chairman of Audit Committee, Chairman of Nomination and Remuneration Committee
S P V I Public Company Limited |
| • Non-Listed Company | 2017 - Present | Advisor to the Board
National Credit Bureau Company Limited |
| | 2017 - Present | Advisor to the Board
Electronic Transactions Development Agency,
Ministry of Information and Communication Technology |
| | 2016 - Present | Chairman
INFOMAX System Solutions and Service Company Limited |
| | 2016 - 2017 | Director
Electronic Transactions Development Agency,
Ministry of Information and Communication Technology |
| | 2014 - 2016 | Member of Financial Institutions Policy Committee,
Bank of Thailand |

Address

1213/58-59 Soi Ladprao 94, Srivara Road, Plubpla Sub-District, Wang Thong Lang District, Bangkok 10310

Illigal recorded in past 10 years

- None -

Relationship with Management

- None -

Having the following interests in the Company that may have conflicts at present or in the past 2 years

- | | |
|---|----------|
| 1. Being Director who takes part in managing business operation, employee, staff, or advisor who receives a regular salary or fee | - None - |
| 2. Being professional advisor (such as auditor, lawyer) | - None - |
| 3. Having the significant business relations that may affect the | - None - |
| Having different conflict of interest from other Directors in any agenda proposed in this meeting | - None - |

Name List of Independent Director to Present as Proxy

02



Mrs. Susama Rativanich

Age 42 Years

Present Position

- Independent Director
- Member of Audit Committee
- Member of Nomination and Remuneration Committee

Nationality

Thai

Shareholding Proportion (as of 30 December 2019)

Ordinary shares 300,000 shares (0.08%)

Educations

- Master of Science in Information Systems, American University, USA

Governance Training of Thai Institute of Directors (IOD)

Certificate from Director Accreditation Program (DAP), Special Class SET 2012

Work Experience for the Past 5 years

- | | | |
|--|-----------------------|--|
| <ul style="list-style-type: none"> • Listed Company | <p>2012 - Present</p> | <p>Independent Director, Member of Audit Committee, Member of Nomination and Remuneration Committee
S P V I Public Company Limited</p> |
| | <p>2012 - 2017</p> | <p>Assistant Vice President, General Administration Division
MCOT Public Company Limited</p> |
| <ul style="list-style-type: none"> • Non-Listed Company | <p>2017 - Present</p> | <p>Program Department Manager
Amarin Television Company Limited</p> |

Address

1213/58-59 Soi Ladprao 94, Srivara Road, Plubpla Sub-District, Wang Thong Lang District, Bangkok 10310

Illigal recorded in past 10 years

- None -

Relationship with Management

- None -

Having the following interests in the Company that may have conflicts at present or in the past 2 years

- | | |
|---|----------|
| 1. Being Director who takes part in managing business operation, employee, staff, or advisor who receives a regular salary or fee | - None - |
| 2. Being professional advisor (such as auditor, lawyer) | - None - |
| 3. Having the significant business relations that may affect the | - None - |

Having different conflict of interest from other Directors in any agenda proposed in this meeting

- None -