

Definition of Independent Director of Begistics Public Company Limited

An Independent Director means a person who possesses the qualifications and independence as determined by the Board of Directors under the Company's Corporate Governance Policy, which are consistent with and more stringent than the requirements of the Stock Exchange of Thailand (SET) and the Office of the Securities and Exchange Commission (SEC), as follows:

1. Holding shares not exceeding 0.5 percent of the total voting shares of the Company, its parent company, subsidiaries, associated companies, or juristic persons that may have conflicts of interest with the Company. The shareholding of related persons of such Independent Director shall also be included.

2. Not being or having been a director involved in management, employee, staff member, advisor receiving a regular salary, or controlling person of the Company, its parent company, subsidiaries, associated companies, fellow subsidiaries, or juristic persons that may have conflicts of interest with the Company.

For audit committee members appointed on or after 1 July 2010, such persons must have been free from the aforementioned characteristics for at least two years prior to the appointment.

3. Not having or having had any business relationship with the Company, its parent company, subsidiaries, associated companies, or juristic persons that may have conflicts of interest in a manner that may obstruct the exercise of independent judgment. This includes not being or having been a significant shareholder or controlling person of an entity having a business relationship with the Company. Such business relationships include normal trade transactions, lease or rental of real estate, transactions relating to assets or services, or providing or receiving financial assistance through loans, guarantees, provision of assets as collateral, or similar arrangements. Such transactions shall be deemed material if the value is 3 percent or more of the Company's net tangible assets or THB 20 million, whichever is lower. The calculation shall be in accordance with the rules on connected transactions prescribed by the Capital Market Supervisory Board.

Transactions occurring within one year prior to the date of such relationship with the same person shall also be included.

4. Not being a person related by blood or legal registration as parent, spouse, sibling, or child, including the spouse of a child, of executives, major shareholders, controlling persons, or persons nominated to be executives or controlling persons of the Company or its subsidiaries.

5. Not being a director appointed to represent directors of the Company, major shareholders, or shareholders related to major shareholders.

6. Not being or having been the auditor of the Company, its parent company, subsidiaries, associated companies, or juristic persons that may have conflicts of interest, and not being a significant shareholder, controlling person, or partner of an audit firm whose auditors audit the Company.

For audit committee members appointed on or after 1 July 2010, such persons must have been free from the aforementioned characteristics for at least two years prior to the appointment.

7. Not being or having been a professional advisor, including legal or financial advisors, receiving service fees exceeding THB 2 million per year from the Company, its parent company, subsidiaries, associated companies, or juristic persons that may have conflicts of interest, and not being a significant shareholder, controlling person, or partner of such professional service provider.

For audit committee members appointed on or after 1 July 2010, such persons must have been free from the aforementioned characteristics for at least two years prior to the appointment.

8. Not operating a business of the same nature and in material competition with the business of the Company or its subsidiaries, or not being a significant partner in a partnership, or a director involved in management, employee, staff member, advisor receiving a regular salary, or holding more than 1 percent of the total voting shares of another company operating a business of the same nature and in material competition with the Company or its subsidiaries.
9. Not having any other characteristics that may prevent the person from expressing independent opinions regarding the Company's operations.

After being appointed as an Independent Director with qualifications in accordance with Items 1 to 8 above, the Independent Director may be assigned by the Board of Directors to participate in decision making relating to the business operations of the Company, its parent company, subsidiaries, associated companies, fellow subsidiaries, major shareholders, or controlling persons of the Company. Such participation shall be conducted on a collective decision making basis.

The Company may appoint a person who has or had a business relationship or professional service relationship exceeding the thresholds specified in Items 3 or 7 above as an Independent Director, provided that the Board of Directors has carefully considered and determined that such appointment will not affect the performance of duties and the ability to express independent opinions. In such case, the Company shall disclose the following information in the Notice of the Shareholders' Meeting under the agenda for the appointment of an Independent Director:

- (a) The nature of the business relationship or professional service that causes such person not to meet the prescribed criteria;
- (b) The reasons and necessity for retaining or appointing such person as an Independent Director; and
- (c) The opinion of the Board of Directors in proposing the appointment of such person as an Independent Director.

Details of Independent Directors for Proxy Appointment by Shareholders

Name Miss Chayasinee Tientong
Age 47 years old
Address 89/141 Soi Ratchaphruek 5, Bangchak Subdistrict, Phasi Charoen District,
Bangkok 10160



Number of shares held in company None (as of 28 February 2026)
Date of first appointment September, 9 2022
Tenure 4 years 5 months
Position Independent Director / Audit Committee

Relationship with the Management: None

Special Interest in the Agenda Items: None. The director has no special interest different from other directors in all agenda items proposed at this Annual General Meeting of Shareholders.

Education

- Master of Economics Department of Business Economics
Faculty of Economics, Thammasat University
- Bachelor of Business Administration (B.B.A.) in Marketing
Faculty of Commerce and Accountancy, Chulalongkorn University

Director Training

- Director Accreditation Program (DAP) 200/2023
- Audit Committee Program (ACP) 51/2024

Working Experiences

September 2565 - present Independent Director and Audit Committee, Begistics Public Company Limited
2015 - May 2022 Director, Sakarn Holding (2010) Co., Ltd.
June 2000 - February 2020 Assistant Marketing Manager, Modular Compound Co., Ltd.

Current Positions in other listed companies - None -

Current Positions in other non-listed companies - None -

Special Interest in the Agenda Items for the 2026 Annual General Meeting of Shareholders (AGM)

- None -

Relationship of the Independent Director

Invitation to the Annual General Meeting of Shareholders for the Year 2026 (Electronic Meeting)

1. Family Relationship with Executives / Major Shareholders of the Company / Subsidiaries: None
2. Relationship with the Company / Subsidiaries or Juristic Persons that May Have Conflicts of Interest during the Past 1 Year:
 - Being a director involved in management, employee, staff member, or advisor receiving a regular salary: None
 - Being a professional service provider: None
 - Having a significant business relationship: None

Prohibited Qualifications

- No criminal record relating to offenses against property committed dishonestly.
- No record of transactions that may give rise to a conflict of interest with the Company during the past year.