

Qualifications of Independent Directors

Thai Poly Acrylic Public Company Limited

The Company has established the qualifications of Independent Directors in order to clearly define their composition, qualifications, roles, duties, and responsibilities in a transparent and concrete manner, in alignment with the principles of good corporate governance and the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). This is to enhance confidence and credibility among shareholders, investors, and all relevant stakeholders.

Independent Directors must comprise not less than one-third of the total number of directors of the Company and must possess the following qualifications:

1. Holding shares of not more than one percent (1%) of the total voting shares of the Company, including shares held by related persons of such Independent Director.
2. Not being, nor having been, an executive director, employee, staff, salaried consultant, or controlling person of the Company, its subsidiaries, associated companies, or related companies, unless at least two (2) years have elapsed since ceasing to have such characteristics. This prohibited characteristic shall not include the case where the Independent Director was formerly a government official or advisor to a government agency that is a major shareholder or controlling person of the Company.
3. Not being a person related by consanguinity or legal registration as a father, mother, spouse, sibling, or child, including the spouse of a child, of another director, executive, major shareholder, controlling person, or any person nominated to become a director, executive, or controlling person of the Company or its subsidiaries.
4. Not having, nor having had, a business relationship with the Company, its subsidiaries, associated companies, or any person who may have a conflict of interest, in a manner that may interfere with the exercise of independent judgment, and not being, nor having been, a significant shareholder or controlling person of a person having a business relationship with the Company, unless at least two (2) years have elapsed since ceasing to have such characteristics.

Such business relationships include normal commercial transactions, leases or rental of real property, transactions relating to assets or services, or the provision or receipt of financial assistance, loans, guarantees, collateral, or similar arrangements, with a transaction value of three percent (3%) or more of the Company's net tangible assets or twenty million baht (THB 20 million), whichever is lower. The calculation shall be in accordance with the related party transaction rules of the relevant regulatory authorities, applied mutatis mutandis, and shall include transactions occurring within one (1) year prior to the date of consideration.

5. Not being, nor having been, the auditor of the Company, and not being a significant shareholder, controlling person, or partner of the audit firm to which the Company's auditor belongs, unless at least two (2) years have elapsed since ceasing to have such characteristics.
6. Not being, nor having been, a professional service provider, such as a legal advisor, financial advisor, or other independent advisor, receiving service fees exceeding two million baht (THB 2 million) per year from the Company, and not being a significant shareholder, controlling person, or partner of such service provider, unless at least two (2) years have elapsed since ceasing to have such characteristics.
7. Not being a director appointed to represent a director of the Company, a major shareholder, or a shareholder related to a major shareholder.
8. Not conducting any business of the same nature and in significant competition with the Company or its subsidiaries, and not being a significant partner, executive director, employee, staff, salaried consultant, or holding more than one percent (1%) of shares in a business competing with the Company or its subsidiaries.
9. Not having any other characteristics that would prevent the provision of independent opinions regarding the Company's operations.
10. Be a person of integrity with a record of ethical business conduct, and have no disqualifications or adverse history that may impact suitability to serve as a director of a listed company.

11. Be able to devote sufficient time and capability to perform the duties of a director, regularly attend meetings, and carry out assigned responsibilities.

12. The Board of Directors shall consider and review the independence qualifications of each Independent Director at least once per year to ensure continued compliance with the established criteria.

Approved by the Board of Directors' Meeting No. 1/2026 held on 26 February 2026.