



- Translation -

### **Scope of Duties and Responsibilities of Lead Independent Director**

The scope of duties and responsibilities of the Lead Independent Director are as follows:

1. Participate with Chairman of the Board and Chief Executive Officer to set the agendas for BOD meeting.
2. Preside over the BOD meeting in case the Chairman of the Board or Vice Chairman cannot attend the meeting and lead the selection process for new Chairman of the Board when the tenure of the current Chairman ends.
3. Perform duties on behalf of the Chairman of the Board when asking for opinions from other directors, especially for the sensitive, confidential matters and may have some conflict of interest with the Chairman of the Board.
4. Represent other independent directors to discuss with the Chairman of the Board/ Chief Executive Officer/ the management in important matter as deemed appropriate.
5. Coordinate among the Board of Directors for right understanding and strengthen the relationship between the Chairman and the Chief Executive Officer to be appropriate.
6. Be the medium to coordinate between shareholder who displays the intention to discuss or inquires any matter from the Board of the Director in case the matter cannot be directly inquired from the Chairman of the Board or inappropriate to inquire through the prepared channel.
7. Summon the independent directors' meetings and set meeting agendas to discuss or seek opinions from independent directors or as deemed appropriate as well as inform the results to the Chairman of the Board/ Chief Executive Officer.

*-Prachak Tangkaravakoon-*

(Mr. Prachak Tangkaravakoon)  
Chairman of the Board of Directors

TOA Paint (Thailand) Public Company Limited