


## Enclosure 3

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Profiles of the nominated candidates for election as directors in replacement of those retiring by rotation and definition of the Company's independent director

**Profiles of the nominated candidates for election as directors in replacement of those retiring by rotation**

<b>Name</b>	: Mrs. Kanoklada Rerkasem	
<b>Nationality</b>	: Thai	
<b>Age</b>	: 63 years old	
<b>Type of director to be appointed</b>	: Independent Director	
<b>Shareholding in the Company</b>	: <ul style="list-style-type: none"> <li>• Own holding: 150,000 shares (0.002% of total shares issued)</li> <li>• Relationship Persons*: None</li> </ul>	
	<p><u>Remarks:</u></p> <p>Relationship Persons means</p> <ol style="list-style-type: none"> <li>1. spouse or cohabiting couple;</li> <li>2. minor child; and</li> <li>3. juristic person wherein directors, executives and the persons in (1) and (2) hold shares at an aggregate amount exceeding thirty percent of the total voting shares of such juristic person and such aggregate shareholding is the largest proportion thereof.</li> </ol>	
<b>Education</b>	: <ul style="list-style-type: none"> <li>• Master of Economics, Northern Illinois University</li> <li>• Bachelor of Commerce and Accountancy, Chulalongkorn University</li> </ul>	
<b>Training programs with Thai Institute of Directors Association (IOD) and other institutions</b>	: <ul style="list-style-type: none"> <li>• Directors Certification Program (DCP) by the Thai Institute of Directors Association (IOD), Class 98/2008</li> <li>• Board Matters and Trends (BMT) by the Thai Institute of Directors Association (IOD), Class 3/2017</li> <li>• Advanced Audit Committee Program (AACP) by the Thai Institute of Directors Association (IOD), Class 48/2023</li> <li>• ESG in the Boardroom by the Thai Institute of Directors Association (IOD), Class 3/2024</li> </ul>	
<b>Work experiences</b>	: 2023 – Present	<p>Independent Director / Chairman of the Audit and Risk Management Committee / Member of the Corporate Governance and Sustainability Committee</p> <p>MR. D.I.Y. Holding (Thailand) Public Company Limited</p>

Position in other listed companies in the Stock Exchange of Thailand:

- None -

Position in other companies or organizations: 9 Companies

2023 – Present	Advisor S.Napa (Thailand) Co., Ltd.
2023 – Present	Director Primal Research Company Limited
2022 – Present	Special Project Adviser Siam Piwat Company Limited
2022 – Present	Chairman of the Board Siam Piwat Entertainment Company Limited
2020 – Present	Director Magna Estate Co., Ltd.
2019 – Present	Director Lat Krabang Residence Co., Ltd.
2019 – Present	Director Siam Gourmet Holding Co., Ltd.
2019 – Present	Director Siam Rivea Co., Ltd.
2015 – Present	Director SNG Solutions Company Limited

Working Experiences in the Last 5 Years

2019 – 2024	Director Circular of Lux Co., Ltd. (Formerly named Siam JI Co., Ltd.)
2019 – 2024	Director Intermart (Thailand) Co., Ltd.

	2023 – 2023	Independent Director / Chairman of the Audit and Risk Management Committee / Member of the Corporate Governance and Sustainability Committee MR. D.I.Y. Holding (Thailand) Co., Ltd.
	2018 – 2023	Director Siamalliance Management Co., Ltd.
	2018 – 2023	Director Siam Piwat Retail Holding Co., Ltd.
	2018 – 2022	Chief Executive Officer of the Business Development and Financial Management Siam Piwat Co., Ltd.
Date of first appointment as director	:	28 November 2023
Number of years as the Company's director	:	2 years 5 months from the first appointment as Director
Current positions in the Company	:	Independent Director / Chairman of the Audit and Risk Management Committee / Member of the Corporate Governance and Sustainability Committee
Position in other companies that compete with / relate to Company that may cause conflict of interest	:	None
Illegal Record in Past 10 years	:	None
Family relationship between director and executive	:	None
Meeting attendance in 2025	:	<ul style="list-style-type: none"> <li>• Board of Directors: 7 / 7 meetings</li> <li>• Audit and Risk Management Committee: 5 / 5 meetings</li> <li>• Corporate Governance and Sustainability Committee: 2 / 2 meetings</li> </ul>

Relationship with the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years

1. Being a director that take part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee	-No-
2. Being a professional service provider (i.e., auditor, lawyer)	-No-
3. Having the significant business relations that may affect the ability to perform independently	-None-

**Nomination criteria, process, and procedures:**

The Board of Directors has delegated to the Nomination and Remuneration Committee (“NRC”) the responsibility to determine the qualifications of directors to be aligned with laws, regulations and/or the Company’s business strategy. The NRC also considers additional qualifications, including knowledge, expertise, a diverse range of skills, and work experience beneficial to the Company’s business operations, and determines criteria and procedures for nominating individuals to serve as directors

In proposing suitable candidates for appointment as directors to the Board and/or shareholders meeting (as the case may be), the NRC shall take into consideration the following matters:

- (a) the candidates’ skills, qualifications, knowledge, expertise, experience, professionalism and integrity;
- (b) in the case of candidates for the position of independent directors, the independence and qualifications in accordance with the criteria and conditions of the notifications issued by the Office of Securities and Exchange Commission (the “SEC”) and the Stock Exchange of Thailand (the “SET”) as well as the ability to discharge such responsibilities/functions as expected from independent directors; and
- (c) the Board’s diversity in terms of age and gender.

In nominating directors to replace those retiring by rotation for the year 2026, the Company provided shareholders with an opportunity to propose qualified candidates for election as Directors during the period from 14 November to 31 December 2025 and disclosed the relevant criteria and procedures on the Company’s website. However, no minority shareholders nominated any candidates for election as Directors.


The NRC has considered the Board composition in terms of ratio, diversity, and structure, as well as the suitability of candidates with respect to skills, qualifications, knowledge, expertise, experience, professionalism and integrity. The candidates must also be able to devote sufficient time to fully perform their duties as directors. In addition, the candidates must possess all qualifications and must not have any prohibited characteristics under the Public Company Act, must not possess any characteristics indicating a lack of appropriateness in respect to trustworthiness in managing business with shares held by public shareholders under the securities and exchange laws, and fully satisfies the Company’s definition of an independent director, which equivalent to the definition prescribed under the Notification of the Capital Market Supervisory Board. Accordingly, the NRC recommended that

the Board of Directors propose **Mrs. Kanoklada Rerkasem** to the 2026 Annual General Meeting of Shareholders for consideration and approval of her re-election as an Independent Director of the Company for another term.

The Board of Directors, excluding directors with conflicts of interest, considered and deemed it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the re-election of **Mrs. Kanoklada Rerkasem** to continue serving as an Independent Director of the Company for another term, as recommended by the NRC. In addition, the Board of Directors considered and was of the opinion that **Mrs. Kanoklada Rerkasem**, who has been nominated as an Independent Director, possesses the qualifications required under applicable laws and regulations governing independent directors and meets the Company's definition of an independent director.

In addition, Mrs. Kanoklada Rerkasem has served as an independent director of the Company for a continuous period of not more than 9 years from the date of her first appointment (including the term proposed for election at this Meeting).

**Profiles of the nominated candidates for election as directors in replacement of  
those retiring by rotation**

<b>Name</b>	:	Mr. Chin Guangui	
<b>Nationality</b>	:	Malaysian	
<b>Age</b>	:	36 Years old	
<b>Type of director to be appointed</b>	:	Director	
<b>Shareholding in the Company</b>	:	<ul style="list-style-type: none"> <li>• Own holding: 1,607,000 shares (0.027% of total shares issued)</li> <li>• Relationship Persons*: None</li> </ul>	
		<p><u>Remarks:</u></p> <p>Relationship Persons means</p> <ol style="list-style-type: none"> <li>1. spouse or cohabiting couple;</li> <li>2. minor child; and</li> <li>3. juristic person wherein directors, executives and the persons in (1) and (2) hold shares at an aggregate amount exceeding thirty percent of the total voting shares of such juristic person and such aggregate shareholding is the largest proportion thereof.</li> </ol>	
<b>Education</b>	:	<ul style="list-style-type: none"> <li>• Master of Business Administration (MBA), Asia School of Business in Collaboration with MIT Sloan</li> <li>• Bachelor of B.A.(HONS) Business with Business Communication, University of Portsmouth, UK</li> </ul>	
<b>Training programs with Thai Institute of Directors Association (IOD) training programs and other institutions</b>	:	<ul style="list-style-type: none"> <li>• Directors Certification Program (DCP) by the Thai Institute of Directors Association (IOD), Class 326/2022</li> <li>• Director Accreditation Program (DAP) by the Thai Institute of Directors Association (IOD), Class 203/2023</li> <li>• The Board's Role in Mergers and Acquisitions (BMA) by the Thai Institute of Directors Association (IOD), Class 10/2024</li> </ul>	
<b>Work experiences</b>	:	<p>2023 – Present      Director / Member of Corporate Governance and Sustainability / Chief Executive Officer MR. D.I.Y. Holding (Thailand) Public Company Limited</p>	
		<p><u>Position in other listed companies on the Stock Exchange of Thailand:</u></p> <p>-None-</p>	

Position in other companies or organizations: 9 Companies

2024 – Present	Director KKV Supply Chain Company Limited
2024 – Present	Director KKV Business Management Company Limited
2023 – Present	Director Speedy Holding Co., Ltd.
2023 – Present	Director Velocity Holding Co., Ltd.
2023 – Present	Chief Executive Officer Strategic Logistic Co., Ltd.
2022 – Present	Director / Chief Executive Officer MR. D.I.Y. Trading (Thailand) Co., Ltd.
2022 – Present	Director / Chief Executive Officer MR. D.I.Y. (Bangkok) Co., Ltd.
2022 – Present	Director Strategic Logistic Co., Ltd.
2022 – Present	Director Mr D.I.Y. (Cambodia) Co., Ltd.

Working Experiences in the Last 5 Years

2023 – 2023	Member of Corporate Governance and Sustainability MR. D.I.Y. Holding (Thailand) Co., Ltd.
2022 – 2023	Director MR. D.I.Y. Holding (Thailand) Co., Ltd.

<b>Date of first appointment as director</b>	: 28 November 2023
<b>Number of years as the Company's director</b>	: 2 years 5 months from the first appointment as Director
<b>Current positions in the Company</b>	: Director / Chief Executive Officer / Member of Corporate Governance and Sustainability

- Position in other companies that compete with / relate to Company that may cause conflict of interest : None
- Illegal Record in Past 10 years : None
- Family relationship between director and executive : None
- Attending the meeting in 2025 :
  - Board of Directors: 7 / 7 meetings
  - Corporate Governance and Sustainability Committee: 2 / 2 meetings

**Nomination criteria, process, and procedures:**

The Board of Directors has delegated to the NRC the responsibility to determine the qualifications of directors to be aligned with laws, regulations and/or the Company's business strategy. The NRC also considers additional qualifications, including knowledge, expertise, a diverse range of skills, and work experience beneficial to the Company's business operations, and determines criteria and procedures for nominating individuals to serve as directors

In proposing suitable candidates for appointment as directors to the Board and/or shareholders meeting (as the case may be), the NRC shall take into consideration the following matters:

- (a) the candidates' skills, qualifications, knowledge, expertise, experience, professionalism and integrity;
- (b) in the case of candidates for the position of independent directors, the independence and qualifications in accordance with the criteria and conditions of the notifications issued by the SEC and the SET as well as the ability to discharge such responsibilities/functions as expected from independent directors; and
- (c) the Board's diversity in terms of age and gender.

In nominating directors to replace those retiring by rotation for the year 2026, the Company provided shareholders with an opportunity to propose qualified candidates for election as Directors during the period from 14 November to 31 December 2025 and disclosed the relevant criteria and procedures on the Company's website. However, no minority shareholders nominated any candidates for election as Directors.

The NRC has considered the Board composition in terms of ratio, diversity, and structure, as well as the suitability of candidates with respect to skills, qualifications, knowledge, expertise, experience, professionalism and integrity. The candidates must also be able to devote sufficient time to fully perform their duties as directors. In addition, the candidates must possess all qualifications and must not have any prohibited characteristics under the Public Company Act, and must not possess any characteristics indicating a lack of appropriateness in respect to trustworthiness in managing business with shares held by public shareholders under the securities and exchange laws. Accordingly, the NRC recommended that the Board of Directors propose **Mr. Chin Guangui** to the 2026 Annual

General Meeting of Shareholders for consideration and approval of her re-election as an independent director of the Company for another term.

The Board of Directors, excluding directors with conflicts of interest, considered and deemed it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the re-election of **Mr. Chin Guangui** to continue serving as an Director for another term, as recommended by the NRC.

## Definition of the Company's Independent Director

1. An Independent Director shall hold shares of not exceeding one (1) percent of the total voting rights of the Company, parent company, subsidiaries, associated companies, major shareholder or control person of the Company, including shareholding of related persons of the said Independent Director.
2. An Independent Director neither is nor was an executive director, nor employee, staff, salaried adviser, nor person with control over the Company, parent company, subsidiaries, associated companies, same-level subsidiaries, major shareholder or control person of the Company, unless the status of being the said person or entity was ceased for not less than two (2) years prior to the date of becoming a Director. In this regard, such forbidden characteristics exclude the case of the Independent Director serving as a government official or a government adviser, of the government entity who is a major shareholder or control person of the Company.
3. An Independent Director is not related by blood or by law in a paternal, maternal, matrimonial, sibling, descendent (or spouse thereof) relationship with other Directors, executives, major shareholder, control person or persons to be nominated as Director, executive or control person of the Company or subsidiaries.
4. An Independent Director neither has nor had business relationship with the Company, parent company, subsidiaries, associated companies, major shareholder, or control person of the Company in a manner that may interfere with independent exercise of his/her discretion; and neither is nor was a significant shareholder nor control person of the person in business relationship with the Company, parent company, subsidiaries, associated companies, major shareholder or control person of the Company, unless the status of being the said person or entity was ceased not less than two (2) years prior to the date of becoming a Director.

The term "business relationship" as mentioned above includes trading transactions carried out in the ordinary course of business, renting or letting of properties, transactions related to assets or services, or provision or acceptance of financial assistance by means of lending or borrowing or guarantee or asset collateralisation, including other similar acts resulting in liabilities to be settled to or from the Company or counterparty to the agreement and *vice versa*, at the rate of three (3) percent or more of the net tangible asset of the Company or THB 20,000,000 (Twenty Million Baht), whichever is lower. In this regard, calculation of such liabilities shall comply with the calculation method for related transactions as per the notification of the Capital Market Supervisory Board RE: Rules on Execution of Related Party Transactions, *mutatis mutandis*. However, such calculation shall include liabilities incurred during one (1) year prior to the commencing date of such business relationship with the same person.

5. An Independent Director neither is nor was the auditor of the Company, parent company, subsidiaries, associated companies, major shareholder, or control person of the Company, nor significant shareholder, control person, or partner of the audit firm whose employees are auditors of the Company, parent company, subsidiaries, associates, major shareholder, or control person of the Company, unless the status of being the said person or entity was ceased not less than two (2) years prior to the date of becoming a Director.

6. An Independent Director neither is nor was professional service provider, including legal or financial adviser, receiving service fee of more than THB 2,000,000 (Two Million Baht) per year from the Company, parent company, subsidiaries, associated companies, major shareholder or control person of the Company, nor significant shareholder, control person or partner of such professional service provision firm, unless the status of being the said person or entity was ceased not less than two (2) years prior to the date of becoming a Director.
7. An Independent Director is not the Director appointed to represent any of the Directors of the Company, major shareholder or shareholders related to major shareholder.
8. An Independent Director neither engages in similar business, which substantially competes against the Company or subsidiaries, nor is a significant partner in a partnership or an executive director, employees, staff, salaried adviser, nor holds more than one (1) percent share of the total voting shares of companies engaging in similar business, which substantially compete against the Company or subsidiaries.
9. An Independent Director does not carry other traits which impede him/her from independent view about the business operations of the Company.

After being appointed as an Independent Director with the qualifications stipulated in accordance with paragraphs 1 - 9, the Independent Director may be assigned by the Board to make a decision on the business operation of the Company, its parent company, subsidiary, associated companies, same-level subsidiaries, major shareholder or control person of the Company in the form of collective decision.

The Company may appoint a person who has (or used to have) a business relationship or provides (or used to provide) professional services at a value exceeding the specified amount described in paragraphs 4 or 6 as an Independent Director provided that the Board carefully considers and is of the opinion that appointment of such person does not affect the performance of duties and the giving of independent opinions or views. Following information must be disclosed in the notice calling the shareholders' meeting under the agenda for the appointment of Independent Director:

- (a) the nature of the business relationship or professional service that prevents the nominated person from being an Independent Director in accordance with the requirements;
- (b) the reason and necessity for keeping or appointing such person as an Independent Director; and
- (c) the Board's opinion on proposing the appointment of such person as an Independent Director.