

**Profiles of nominated directors to be elected to succeed those who will be retiring by rotation**

**Name** Mr. Kamolsut Dabbaransi

**Proposed Position** Director

**Nationality** Thai

**Age** 46 years

**Number of shares held in the Company (as of 31 December 2023)** Own: none  
Spouse: 5.4798 percent



**Date of first appointment** 27 April 2016 (8 years)

**No. of years being the Company's Director (as of the 2024 e-AGM plus 3 years if being re-elected)** 11 years (8 plus 3 years)

**Education / Trainings**

- Master of Science in Actuarial Science, Boston University, USA
- Bachelor of Science in Industrial Engineering and Operation Research, University of Massachusetts, USA
- Cybersecurity Awareness Session, CloudSec Asia Co., Ltd, 2023
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022
- Director Certification Program (DCP), Thai Institute of Directors Association (IOD), 2009
- Pacific Basin Economic Council Thailand (PBEC) – Director General 2002 – 2004

**Working experience (past 5 years)**

- **Positions in listed companies in SET (presently 2 companies)**

- 2021 – Present : Chairman of Sustainable Development Committee, Thoresen Thai Agencies Public Company Limited
- 2020 – Present : Director and Member of the Nomination and Remuneration Committee, Thai Future Incorporation Public Company Limited
- 2016 – Present : Executive Director and Senior Executive Vice President, Head of Food & Beverage, Thoresen Thai Agencies Public Company Limited

- **Positions in listed companies in other countries (None)**

– None –

- **Positions in non-listed companies/organizations (presently 14 companies)**

- 2023 – Present : Director, PMT Property Co., Ltd.
- 2021 – Present : Director, PH Capital Company Limited
- 2021 – Present : Director, Siam Taco Company Limited
- 2016 – Present : Director, V Ventures Technologies Co., Ltd.
- 2016 – Present : Director, Laser Game Asia Ltd.
- 2016 – Present : Director, P80 Go Co., Ltd.
- 2014 – Present : Director, PH Macaron (Thailand) Co., Ltd.
- 2013 – Present : Director, PM Quality Food and Beverage Co., Ltd.
- 2013 – Present : Director, Four One One FUN Co., Ltd.
- 2013 – Present : Chief Business Development Officer, PM Group Co., Ltd.
- 2010 – Present : Director and Chief Executive Officer and Founder, Mugendai Co., Ltd.

Present : Director, The Nest Home Co., Ltd.  
Present : Director, Four One One Ecommerce Co., Ltd.  
Present : Director, Mugendai Penthouse Co., Ltd.  
2016 – 2020 : Director, PMT Property Co., Ltd.  
2016 – 2019 : Director, The Royal Ceramic Industry Public Company Limited

**Meeting attendance for year 2023**

- Board of Directors Meeting 8/8
- Sustainable Development Committee Meeting 3/3

**Record of Illegal Activity**

– None –

**This nominated person does not hold any position as director or management in other businesses, which might have a conflict of interest with the Company.**

**Name** Mr. Somboonkiat Kasemsuwan

**Proposed Position** Independent Director

**Nationality** Thai

**Age** 78 years

**Number of shares held in the Company (as of 31 December 2023)** Own: none  
Spouse: none



**Date of first appointment** 14 November 2016 (7 years 5 months)

**No. of years being the Company's Director (as of the 2024 e-AGM plus 3 years if being re-elected)** 10 years 5 months (7 years 5 months plus 3 years)

#### **Education / Trainings**

- Professional Degree in Electrical Engineering, North Carolina State University, USA, 1976
- B.S. Degree in Electrical Engineering, North Carolina State University, USA, 1964
- Cybersecurity Awareness Session, CloudSec Asia Co., Ltd, 2023
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022
- "Necessary Accounting Knowledge for AC EP.2", The Securities and Exchange Commission, Thailand, 2022
- Capital Market Academy Leadership Program, Capital Market Academy (CMA), 2008
- Director Certification Program (DCP), Thai Institute of Directors Association (IOD), 2007
- Diploma, National Defense College (NDC), 1994

#### **Working experience (past 5 years)**

- **Positions in listed companies in SET (presently 1 company)**

2016 – Present : Independent Director and Chairman of the Audit Committee,  
Thoresen Thai Agencies Public Company Limited

- **Positions in listed companies in other countries (None)**

– None –

- **Positions in non-listed companies/organizations (presently 1 company)**

Present : Chairman, Independent Director and Member of the Audit Committee,  
Thai Prasert Advertising Co., Ltd.

#### **Meeting attendance for year 2023:**

- Board of Directors Meeting 8/8
- Audit Committee Meeting 11/11

#### **Record of Illegal Activity**

– None –

**This nominated person does not hold any position as director or management in other businesses, which might have a conflict of interest with the Company.**

**Other Related Relationships**

<b>Relationship</b>	<b>Details</b>
Close relative to management / major shareholders / controlling persons of the Company or its subsidiaries	No
Relationship with Company / its subsidiaries / its associates / its major shareholders / its controlling persons or other legal entities that may have a conflict of interests now or have had a conflict of interests in the past 2 years	
1. as an executive director, employee, member of staff or advisor who receives a regular salary or a controlling person	No
2. as an auditor or professional service provider	No
3. in a material business relationship which may affect their independence.	None

**Name** Mr. Cherdpong Siriwit

**Proposed Position** Independent Director

**Nationality** Thai

**Age** 77 years

**Number of shares held in the Company (as of 31 December 2023)** Own: none  
Spouse: none



**Date of first appointment** 30 January 2013 (11 years 3 months)

**No. of years being the Company's Director (as of the 2024 e-AGM plus 3 years if being re-elected)** 14 years 3 months (11 years 3 months plus 3 years)

#### **Education / Trainings**

- M.A. Economics, Georgetown University, USA
- B.A. Economics (Honors), Thammasat University
- Cybersecurity Awareness Session, CloudSec Asia Co., Ltd, 2023
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022
- Audit Committee Program (ACP), Thai Institute of Directors Association (IOD), 2009
- Director Certification Program (DCP), Thai Institute of Directors Association (IOD), 2008
- Finance of Non-Finance Directors (FND), Thai Institute of Directors Association (IOD), 2004
- Role of Chairman Program (RCP), Thai Institute of Directors Association (IOD), 2004
- Director Accreditation Program (DAP), Thai Institute of Directors Association (IOD), 2004
- Diploma, The Joint State-Private Sector Course, National Defense College, Class 40
- Advanced Certificate Course in Politics and Governance in Democratic System for Executives, King Prajadhipok's Institute, Class 5
- The Civil Service Executive Development Program I, The Civil Service Training Institute, 1993
- Capital Market Academy Leadership Program, Capital Market Academy (CMA), Class 5

#### **Working experience (past 5 years)**

- **Positions in listed companies in SET (presently 2 companies)**

- 2022 – Present : Independent Director and Chairman of the Audit Committee, C.I. Group Public Company Limited
- 2013 – Present : Independent Director, Chairman of the Risk Management Committee, Member of the Audit Committee, Thoresen Thai Agencies Public Company Limited
- 2010 – 2022 : Chairman, Solartron Public Company Limited
- 2009 – 2019 : Chairman, Advance Finance Public Company Limited

- **Positions in listed companies in other countries (None)**

– None –

- **Position in other non-listed companies/organizations (presently 1 organization)**

- 2022 – Present : Member of Council of State

**Meeting attendance for year 2023**

- Board of Director Meeting 8/8
- Risk Management Committee Meeting 4/4
- Audit Committee Meeting 11/11

**Record of Illegal Activity**

– None –

**This nominated person does not hold any position as director or management in other businesses, which might have a conflict of interest with the Company.**

**Other Related Relationships**

<b>Relationship</b>	<b>Details</b>
Close relative to management / major shareholders / controlling persons of the Company or its subsidiaries	No
Relationship with Company / its subsidiaries / its associates / its major shareholders / its controlling persons or other legal entities that may have a conflict of interests now or have had a conflict of interests in the past 2 years	
1. as an executive director, employee, member of staff or advisor who receives a regular salary or a controlling person	No
2. as an auditor or professional service provider	No
3. in a material business relationship which may affect their independence.	None

**Name** Dr. Chitrapongse Kwangsukstith

**Proposed Position** Independent Director

**Nationality** Thai

**Age** 74 years

**Number of shares held in the Company (as of 31 December 2023)** Own: none  
Spouse: none



**Date of first appointment** 13 May 2015 (8 years 11 months)

**No. of years being the Company's Director (as of the 2024 e-AGM plus 3 years if being re-elected)** 11 years 11 months (8 years 11 months plus 3 years)

#### **Education / Trainings**

- Doctor of Engineering (Industrial Engineering), Lamar University, USA, 1979
- Master of Engineering (Industrial Engineering), Lamar University, USA, 1974
- Bachelor of Engineering (Mechanical Engineering), Chulalongkorn University, 1970
- Cybersecurity Awareness Session, CloudSec Asia Co., Ltd, 2023
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022
- Role of the Compensation Committee Program (RCC), Thai Institute of Directors Association (IOD), 2010
- Directors Certification Program (DCP), Thai Institute of Directors Association (IOD), 2004
- Finance for Non-Finance Director Program (FND), Thai Institute of Directors Association (IOD), 2004
- National Corporate Governance Committee (NCGC), Thai Institute of Directors Association (IOD)
- Diploma in National Defense Course for the Joint State-Private Sector, the National Defense College (NDC/4212), Class 12
- Stanford Executive Program, Stanford University, USA

#### **Working experience (past 5 years)**

- **Positions in listed companies in SET (presently 2 companies)**

2019 – Present : Independent Director, Member of the Audit Committee and Chairman of the Nomination and Remuneration Committee, Premier Tank Corporation Public Company Limited

2015 – Present : Independent Director, Thoresen Thai Agencies Public Company Limited

2014 – 2019 : Director, Member and Alternate Chairman of Board Risk Committee, CIMB Thai Bank Public Company Limited

- **Present positions in listed companies in other countries (None)**

– None –

- **Present positions in other non-listed companies/organizations (None)**

– None –

**Meeting attendance for year 2023**

- Board of Director Meeting 8/8

**Record of Illegal Activity**

– None –

**This nominated person does not hold any position as director or management in other businesses, which might have a conflict of interest with the Company.**

**Other Related Relationships**

<b>Relationship</b>	<b>Details</b>
Close relative to management / major shareholders / controlling persons of the Company or its subsidiaries	No
Relationship with Company / its subsidiaries / its associates / its major shareholders / its controlling persons or other legal entities that may have a conflict of interests now or have had a conflict of interests in the past 2 years	
1. as an executive director, employee, member of staff or advisor who receives a regular salary or a controlling person	No
2. as an auditor or professional service provider	No
3. in a material business relationship which may affect their independence.	None

## **Definition of the Company's Independent Director**

An independent director is a director who does not manage the Company or any of its subsidiaries, is independent from management and major shareholders, and has no business dealings with the Company, which may compromise our interests and/or the shareholders' interests.

The main qualifications of an independent director include:

1. Holding no exceeding 0.5 percent of the total voting shares of the Company, parent company, subsidiaries, associated companies, major shareholders or controlling persons of the Company, including the shares held by connected persons of such independent director;
2. Not being or having been executive director, employee, staff or an adviser who receives a regular salary; or a controlling person of the Company, parent company, subsidiaries, associated companies, same-level subsidiaries, major shareholders or controlling persons unless the foregoing status has ended no less than 2 years prior to the date of appointment. Such prohibited characteristics shall exclude the case where an independent director used to be a government official or advisor of a governmental agency, which is a major shareholder or controlling person of the Company;
3. Not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children, executives, directors, major shareholders, controlling persons, or persons to be nominated as executives, directors, or controlling persons of the Company or its subsidiaries;
4. Not having or having had a business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders or controlling persons in a manner that may interfere with independent discretion, which includes not being or having been a significant shareholder or controlling person of any person having a business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders or controlling persons, unless the foregoing status has ended for at least 2 years prior to the date of appointment;

The aforementioned business relationship under the first paragraph shall include normal business transactions, rental or lease of real estate, transactions related to assets or services or granting or receipt of financial assistance through receiving or extending loan, guarantee, providing assets as collateral, and any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in an amount starting from 3 percent of the net tangible assets of the Company or from Baht 20 million or more, whichever amount is lower. The calculation of such indebtedness shall be in accordance with the method for calculating the value of connected transactions under the Notification of the Capital Market Supervisory Board Re: Rules on Connected Transactions, mutatis mutandis. The consideration of such indebtedness shall include the indebtedness incurred during the period of one year prior to the date of establishing the business relationship with such related person;

5. Not being or having been an auditor of the Company, its parent company, subsidiaries, associate companies, major shareholders or controlling persons, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiaries, associate companies, major shareholders or controlling persons, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment;

6. Not being or having been a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding Baht 2 million per year from the Company, its parent company, subsidiaries, associate companies, major shareholders or controlling persons, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment;
7. Not being a director who has been appointed as a representative of the Company's director, major shareholder or shareholder who is a connected person of the Company's major shareholder;
8. Not undertaking any business in the same nature and in significant competition to the business of the Company or subsidiaries or not being a partner in a significant partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 percent of the voting shares of another company which undertakes business in the same nature and in significant competition to the business of the Company or subsidiaries;
9. Not having any characteristic which makes him/her incapable of expressing independent opinions with regard to the Company's business affairs.

After having been appointed as an independent director with qualifications complying with the criteria under items 1 to 9 above, the independent director may be assigned by the Board of Directors to take part in the business decision of the Company, its parent company, subsidiaries, associated companies, same-level subsidiaries, major shareholders or controlling persons, providing that such decision shall be in the form of collective decision.