

Preliminary information of the retired Director being proposed for re-election

Mr. Wanchai Sarathulthath

Director Type : Independent Director

Present Position : Independent Director / Chairman of the Board
Chairman of the Compensation and Nominating Committee

Age : 69 Years

Highest Education :

- Master of Political Science
Ramkhamhaeng University

Thai Institute of Directors Association (IOD)

- - None -

GOLD Shareholding

- - None -

First Appointment date

- 26 December 2012

Year of Directorship

- 3 Years 2 Months

Working Experience during The Past 5 years

Position in Other Listed Companies

- - None -

Position in Non-Listed Companies

- **Chairman of Executive Committee / Board of Director**
2015 - Present Bang Pa - In Paper Mill Industry Co., Ltd.
- **Board of Director**
2012 – Present VNU Exhibition Asia Pacific Co., Ltd.
- **Chairman**
2011 – Present N.C.C. Management & Development Co., Ltd.
N.C.C. Image Co., Ltd.
F & B International Co., Ltd. บริษัท เอ็น.ซี.ซี. เอ็กซิบิชั่น ออกกาโนเซอร์ จำกัด
N.C.C. Exhibition Organizer Co., Ltd.
2008 – Present Thai Beverage Logistics Co., Ltd.

Position in Rival Companies / Connected Business that may cause conflict of interest

- - None -

Experience

- Permanent Secretary Ministry of Transport
- Chairman of the Board of Directors Thai Airways International Public Company Limited
- Chairman of the Board of Commissioners Port Authority of Thailand
- Director State Railway of Thailand
TOT Public Company Limited

Meeting Attendance (of the year 2015)

- The Board of Directors Meeting was 7 times / 7 times
- The Compensation and Nominating Committee was 1 time/ 1 time

Family Relations among Executives

- - None -

Legal record in the past 10 years

- - None -

Preliminary information of the retired Director being proposed for re-election

Mr. Chotiphat Bijananda

Director Type : Authorized Director

Present Position : Director

Age : 52 Years

Highest Education :

- MBA, Finance – University of Missouri, USA

Thai Institute of Directors Association (IOD)

- Directors Certification Program (DCP 155/2012)

GOLD Shareholding

- - None -

First Appointment date

- 23 April 2013

Year of Directorship

- 2 Year 10 Months

Working Experience during The Past 5 years

Position on Other Listed Companies

- **Chairman of Executive Board**
2008– Present Southeast Insurance Public Company Limited
2008– Present Southeast Life Insurance Public Company Limited
- **Vice Chairman of Board of Director**
2011 – Present Sermasuk Public Company Limited

Position in Non-Listed Companies

- **Advisor**
2007 - Present TCC Holding Co., Ltd.
- **President**
2008 – Present Southeast Group Company Limited
- **Chairman of Executive Board**
2008–Present Southeast Capital Co., Ltd.
- **Director**
2008–Present TCC Technology Company Limited
2013 –Present Frasers Centrepoint Ltd.

Position in Rival Companies / Connected Business that may cause conflict of interest

- - None -

Experience

- 2000 - 2007 Head of Investment Banking, Deutsche Bank, Bangkok
- 1995 - 2000 Head of Corporate Banking Local Corporate Team, JP Morgan Chase, Bangkok/Hong Kong
- 1990 - 1995 Relationship Manager, Local Corporate Team, Bank of America, Bangkok
- 1988 - 1990 Relationship Manager, TISCO Securities Co., Ltd., Thailand

Meeting Attendance (of the year 2015)

- The Board of Directors Meeting was 5 times / 7 times

Family Relations among Executives

- - None -

Legal record in the past 10 years

- - None -

Preliminary information of the retired Director being proposed for re-election

Mr. Sithichai Chaikriangkrai

Director Type : Authorized Director
Present Position : Director
 Executive Committee

Age : 61 Years

Highest Education

- Mini MBA, Leadership Management
Kasetsart University

Thai Institute of Directors Association (IOD)

- Directors Certification Program (DCP 26/2003)
- DCP Refresher Course (2/2006)

GOLD Shareholding

- - None -

First Appointment date

- 26 December 2012

Year of Directorship

- 3 Year 2 Months

Working Experience during The Past 5 years

Position on Other Listed Companies

- Director / Executive Director
2007 – Present Univentures Public Company Limited
2007 – Present Siam Food Products Public Company Limited
2001 – Present Berli Jucker Public Company Limited
- Director / 2nd Vice Chairman of the Executive Committee
2006 – Present Oishi Group Public Company Limited
- Director / Vice Chairman of Executive Committee No. 2
2011 – Present Sermsuk Public Company Limited

Position in Non-Listed Companies

- Director
2013 – Present Fraser and Neave, Limited
Fraser Centrepoint Limited
- Director and Executive Vice President
2010 – Present Thai Beverage Public Company Limited
- Director
2007 – Present Eastern Seaboard Industrial Estate (Rayong) Company Limited

Position in Rival Companies / Connected Business that may cause conflict of interest

- - None -

Experience

- Director and Senior Vice President
2003 – 2010 Thai Beverage Public Company Limited

Meeting Attendance (of the year 2015)

- The Board of Directors Meeting was 6 times / 7 times
- The Executive Committee Meeting was 11 times / 11 times

Family Relations among Executives

- - None -

Legal record in the past 10 years

- - None -

Independent Directors' Qualifications

- Independent director refers to a director whose qualifications are in line with the requirements of the Office of the Securities and Exchange Commission and the Stocks Exchange of Thailand, whereby he or she must possess the qualifications and must not have the prohibited descriptions which equivalent to the regulation of SEC. and SET as follows:
 1. Not owning more than 1% of the total numbers of shares with the voting rights issued by the Company, its subsidiary companies, affiliates; or not being individuals who might have any conflict. This includes shares of any connected persons to such Independent Directors.
 2. Not having any involvement in the Company's management; nor being employees, staffs, or consultants who obtain regular salary from the Company; nor being an individual with controlling authority of the Company, its parent, its subsidiaries, its affiliates, or any other subsidiaries of a similar rank level, or any juristic persons which might have conflicts, as of now and at least two years prior to the Independent Directors' term of office.
 3. No direct or indirect blood relationships or any legal relationships (in the manner of parent, spouse, sibling, son or daughter and their spouse) with executives, major shareholders, person with controlling authority, or persons who will be nominated as executives or will have controlling authority of the Company and its subsidiaries.
 4. No business relationships with the Company, its parent, its subsidiaries, its affiliates, or any other subsidiaries of the similar rank level, or any juristic persons which might have conflicts that may impair the Independent Directors' ability to make independent judgments, as of now or at least two years prior to the current service term as an Independent Directors, as of now and at least two years prior to the Independent Directors' term of office.
 - 4.1 Not the Company's auditor, or a major shareholder, executive director, management, or managing partner of the Company's auditor.
 - 4.2 Not the Company's professional consultants (such as legal advisor, financial advisor, assets appraiser etc.) who provides more than Baht 2 million per year of services to the Company, its parent, its subsidiaries, its affiliates, or any juristic persons which might have conflicts; nor a major shareholder, executive director, management, or managing partner of the Company's professional consultants.
 - 4.3 Have no direct or indirect benefits from or interests in any commercial or business transactions (such as those related to the ordinary course of business, lease or asset lease, assets or services, or financial assistances) with the Company, its parent, its subsidiaries, its affiliates, for a value of more than Baht 20 million or for the amount equivalent to, or more than 3% of the tangible assets of such companies, whichever is the lower amount. The value of such transactions shall be the cumulated one year before the date of such business relationships. The prohibited relationships also include being a major shareholder, executive director, management, or managing partner of any entity that may have such business relationships
 5. Not appointed as a representative of the Company's directors, its major shareholders, or the shareholders who is a related party to the Company's major shareholders.
 6. Not having any character which may impair the Independent Directors' ability to make independent judgments.
 7. The Independent Directors with the qualifications as prescribed in Clause 1-6 may be assigned by the Board of Directors to make collective decisions on the business operations of the Company, its parent, its subsidiaries, its affiliates, or any other subsidiaries of the similar rank level, or any juristic persons which might have conflicts.

The previous directorial records as an independent director to be brought up for consideration shall comply with the above criteria, except under exemption by the Office of the Securities and Exchange Commission, in accordance with the Notification of the Capital Market Supervisory Board