

## Profile of the retired by rotation Directors being proposed for re-election

### 1. Mr. Wanchai Sarathulthat

Name	:	Mr. Wanchai Sarathulthat
Director Type	:	Independent Director
Current Position	:	<ul style="list-style-type: none"> <li>• Chairman of the Board</li> <li>• Chairman of the Compensation and Nominating Committee</li> </ul>
Age	:	72 years
Nationality	:	Thai
First Appointment date	:	26 December 2012
Education	:	<ul style="list-style-type: none"> <li>• Master of Political Science, Ramkhamhaeng University</li> <li>• Bachelor of Law, Thammasat University</li> </ul>
Training with Thai Institute of Directors Association (IOD)	:	-None-
Shareholding in the Company (%), including shares held by the spouse and minor children	:	-None- / 0.00% (0 share)
Family Relationship among Directors and Executives	:	-None-
Years being as a Director	:	6 years
Years being as an Independent Director	:	6 years
Term being as a Director + Term to be in this position until mature	:	9 years

### 5-year Past Experiences

#### Position in Other Listed Companies:

-None-

#### Position in Non-Listed Companies:

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

#### Experience:

Permanent Secretary for Ministry of Transport

Chairman of the Board Thai Airways International Plc.

Chairman of the Board Port Authority of Thailand

Director State Railway of Thailand

Director Telephone Organization of Thailand

**Position in competing entity related to the Company's business that may cause conflict of interest:**

-None-

Number of attendances in past fiscal year:

Board of Director 6 times / 6 times

Compensation and Nominating Committee 2 times / 2 times

## Profile of the retired by rotation Directors being proposed for re-election

### 2. Mr. Chotiphat Bijananda

Name	:	Mr. Chotiphat Bijananda
Director Type	:	Director
Current Position	:	Director
Age	:	55 years
Nationality	:	Thai
First Appointment date	:	23 April 2013
Education	:	• Master of Business Administration, Finance and Banking, University of Missouri, USA
Training with Thai Institute of Directors Association (IOD)	:	• Director Certification Program (DCP 155/2012)
Shareholding in the Company (%), including shares held by the spouse and minor children	:	-None- / 0.00% (0 share)
Family Relationship among Directors and Executives	:	Husband of older sister of Mr. Thapana Sirivadhanabhakdi and Mr. Panot Sirivadhanabhakdi
Years being as a Director	:	5 years 8 months
Term being as a Director + Term to be in this position until mature	:	8 years 8 months

### **5-year Past Experiences**

#### **Position in Other Listed Companies:**

2008 – Present	Chairman of the Executive Committee	The South East Insurance Plc.
2008 – Present	Chairman of the Executive Committee	The South East Life Insurance Plc.
2011 – Present	2 <sup>nd</sup> Vice Chairman	Sermsuk Plc.
2017 – Present	Director	Ticon Industrial Connection Plc.

#### **Position in Non-Listed Companies:**

2007 – Present	Advisor	TCC Holding Co., Ltd.
2008 – Present	President	Southeast Group Co., Ltd.
2008 – Present	Chairman of Executive Committee	Southeast Capital Co., Ltd.
2008 – Present	Director	TCC Technology Co., Ltd.
2013 – Present	Director	Frasers Centrepont Ltd.
2013 – Present	Director	Frasers and Neave Ltd.

2016 – Present	Director	Big C Supercenter Plc.
2016 – Present	Director	Big C Services Co., Ltd.

**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

**Position in competing entity related to the Company's business that may cause conflict of interest:**

-None-

Number of attendances in past fiscal year:

Board of Director	5 times / 6 times
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### Profile of the retired by rotation Directors being proposed for re-election

#### 3. Mr. Sithichai Chaikriangkrai

Name	:	Mr. Sithichai Chaikriangkrai
Director Type	:	Authorized Director
Current Position	:	<ul style="list-style-type: none"> <li>• Director</li> <li>• Executive Director</li> </ul>
Age	:	64 years
Nationality	:	Thai
First Appointment date	:	26 December 2012
Education	:	<ul style="list-style-type: none"> <li>• Bachelor of Accountancy (Accounting) (First Class Honors), Thammasat University</li> <li>• Mini MBA of Leadership Management, Kasetsart University</li> </ul>
Training with Thai Institute of Directors Association (IOD)	:	<ul style="list-style-type: none"> <li>• Director Certification Program (DCP 26/2003)</li> <li>• DCP Refresher Course (2/2006)</li> </ul>
Shareholding in the Company (%), including shares held by the spouse and minor children	:	-None- / 0.00% (0 share)
Family Relationship among Directors and Executives	:	-None-
Years being as a Director	:	6 years
Term being as a Director + Term to be in this position until mature	:	9 years

#### **5-year Past Experiences**

##### **Position in Other Listed Companies:**

2016 – Present	Director / Executive Director	Big C Supercenter Plc.
2007 – Present	Director / Executive Director	Univentures Plc.
2007 – Present	Director / Executive Director	Siam Food Products Plc.
2001 – Present	Director / Executive Director	Berli Jucker Plc.
2006 – Present	Director / 2 <sup>nd</sup> Vice Chairman of the Executive Committee	Oishi Group Plc.
2011 – Present	Director / 2 <sup>nd</sup> Vice Chairman of Executive Committee	Sermsuk Plc.

##### **Position in Non-Listed Companies:**

2016 – Present	Director	Vadhanabhakdi Co., Ltd.
2015 – Present	Director / Executive Director	Univentures REIT Management Co., Ltd.
2013 – Present	Director	Frasers and Neave Ltd.

2013 – Present	Director	Frasers Property Ltd.
2010 – Present	Director / Senior Executive Vice President	Thai Beverage Plc.
2007 – Present	Director	Eastern Seaboard Industrial Estate (Rayong) Co., Ltd.

**Experience:**

2003 – 2010	Assistant of Senior Vice President	Thai Beverage Plc.
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**Position in competing entity related to the Company's business that may cause conflict of interest:**

-None-

Number of attendances in past fiscal year:

Board of Director	6 times / 6 times
Executive Committee	12 times / 12 times

## 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 parent company, its subsidiary companies, its associated companies, major shareholders, or controlling person of the company. This includes shares of any connected persons to such Independent Director.
2. Not having any involvement in the Company's management; nor being employees, staffs, or consultants who obtain regular salary, controlling person of the Company, its parent company, its subsidiary companies, its associated companies, any other subsidiaries of a similar rank level, major shareholders, or controlling person of the Company, 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 other directors, executives, major shareholders, person with controlling authority, or persons who will be nominated as directors, executives or will have controlling authority of the Company and its subsidiaries.
4. No business relationships with the Company, its parent company, its subsidiaries, its associated companies, major shareholders, or person with controlling authority of the Company that may impair the Independent Directors' ability to make independent judgments, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary companies, associated companies, major shareholder or controlling person of the Company, as of now and at least two years prior to the Independent Directors' term of office.
5. Not the auditor of the Company, its parent company, subsidiary companies, associated companies, major shareholder or controlling person of the Company, or a significant shareholder, controlling person of the Company, or partner of an audit firm of the company, its parent company, subsidiary companies, associated companies, major shareholder or controlling person of the Company, as of now and at least two years prior to the Independent Directors' term of office.
6. Not the professional consultants of the Company such as legal advisor, financial advisor, who provides more than Baht 2 million per year of services to the Company, its parent company, subsidiary companies, its associated companies, major shareholders, or person with controlling authority of the Company; nor a significant shareholder, controlling person of the Company, or partner of the Company's professional consultants, as of now and at least two years prior to the Independent Directors' term of office.
7. 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.
8. Not undertaking any business in the same nature and in competition to the business of the Company or its subsidiary companies or being a significant partner in the partnership, a director having any involvement in the Company's management; nor being employee, staff, advisor who receives salary

or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the Company or its subsidiary companies.

9. Not having any character which may impair the Independent Director's ability to make independent judgments.
10. The Independent Directors with the qualifications as prescribed in Clause 1-7 may be assigned by the Board of Directors to make collective decisions on the business operations of the Company, its parent company, subsidiary companies, associated companies, or any other subsidiaries of the similar rank level, or major shareholder or controlling person of the Company.

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