

Appendix for Agenda No.5 To appoint directors replacing those retired by rotation

<b>1. Name - Surname</b>	<b>Mr. Apichart Kasemkulsiri</b>		
Present Position	Independent Director/ President of Audit Committee/ President of Nomination and Remuneration Committee		
Age	54 years		
Education	Master of Business Administration Sasin Graduate Institute of Business Administration Of Chulalongkorn University Bachelor of Business Administration Department of Banking and Finance Faculty of Commerce and Accountancy Chulalongkorn University		
Directorship training program	Director Certification Program – DCP Class 73/2004, Thai institute of Directors (IOD)		
Training Program attended in the previous year	None		
Experience			
Listed Company	2021-Present	President of Nomination and Remuneration Committee, Thitikorn Plc	
	2019-Present	Independent Director and President of Audit Committee, Thitikorn Plc	
	2018-Present	Director, Risk Management Committee and Chief Financial Officer, L.P.N. DEVELOPMENT PLC.	
	2004-Present	Director, T.Krungthai Industries PLC.	
Non-Listed Company and other organization	2020 - Present	President of the Risk Management Committee and Independent Director Thai Eastern Group Holdings Co., Ltd.	
	2020 - Present	Director, Kamala Senior Living Co., Ltd.	
	2020 - Present	Director, Lumpini Project Management Services Co., Ltd.	
	2019 - Present	Director, Dolsiri Delvelopment Co., Ltd.	
	2018 - Present	Director, Lumpini Property Management Co., Ltd.	
	2018 – Present	Director, Pornsanti Co., Ltd.	
	2018 - Present	Director, LPC Social Enterprise Co., Ltd.	
	2007 - Present	Director, Sri Sam Ank Supplier Co., Ltd.	
	Past	Executive Director And Senior Executive Vice President Treasury and Banking Operations Group ICBC (Thai) PLC.	
	Past	Director, ICBC (Thai) Leasing Company Limited	
	Past	Director, ACL Securities Company Limited	
	Past	Chief Financial Officer, Samart I-Mobile PLC.	

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Type of director	Independent Director/ President of Audit Committee/ President of Nomination and Remuneration Committee
Selection methodology	The Company and Nomination and Remuneration Committee has nominated <b>Mr. Apichart Kasemkulsiri</b> , as a qualified candidate with industry knowledge and expertise, to be director of the Company.
Shareholding	-None-
Date of appointment	April 25, 2019
No.years on the board	2 years
Positions in other listed/non listed companies	

Name	Other listed companies		Positions in non-listed companies	Positions in rival companies/ related companies
	Amount	Type of director		
Mr. Apichart Kasemkulsiri	2	1) Director, Risk Management Committee and Chief Financial Officer, L.P.N. DEVELOPMENT PLC. 2) Director, T.Krungthai Industries PLC.	8	-None-

Meeting Attendance	4 of 4 Board of Directors meeting, 4 of 4 Audit Committee meeting in 2020.
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<b>2. Name – Surname</b>	<b>Ms. Prathama Phornprapha</b>	
Present Position	Director/ Managing Director/ President of the Executive Board / Chief Financial Officer (CFO)	
Age	51 years	
Education:	M.B.A., Babson College, MA., U.S.A. B.A., Faculty of Commerce and Accountancy, Chulalongkorn University	
Training Program	Risk Management Program (for Advance) –COSO ERM 2017 Class 3/2562 Federation of Accounting Professions under The Royal Patronage of His Majesty The king Strategic Financial Leadership Program (SFLP) 2018 Professional Thai Listed Companies Association (TLCA) Advanced Certificate Course in Public Economics Management for Executives Class 13/2558, King Prajadhipok's Institute TLCA Leadership Development Program (LDP) Class 1/2556 Thai Listed Companies Association (TLCA) Thailand Insurance Leadership Class 3/2013, Office of Insurance Commission Top Executive Program in Commerce and Trade (TEPCoT 5), Commerce Academy TLCA Executive Development Program (EDP3) Class 3/2009 Thai Listed Companies Association (TLCA) Capital Market Academy Leadership Program (CMA 7) Director Certification Program - DCP Class 50/2004, Thai institute of Directors (IOD)	
Training Program attended in the previous year	TLCA Professional Development Program (TLCA CFO CPD) 2020 class 1,4-6, Thai Listed Companies Association (TLCA)	
Experience:		
Listed Company	2003-Present	Director, Managing Director, Thitikorn Plc.
	2003-Present	President of the Executive Board, Thitikorn Plc.
	2018-Present	Chief Financial Officer (CFO), Thitikorn Plc.
Non-Listed Company and other organization	2017-Present	Director, Mingalaba Thitikorn Microfinance Co., Ltd
	2015-Present	Director, TK Ngern Tan Jai Co., Ltd
	2014-Present	Director, Suosdey Finance PLC
	2014-Present	Director, Sabaidee Leasing Co., Ltd
	2001-Present	Director, Managing Director, C.V.A. Co., Ltd.
	2001- Present	Director, Chayapak Co., Ltd.
	2011- Present	Director, S.P. Building Co., Ltd.

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	2011-Present	Director, Toyota Patumthani Toyota's Dealer Co., Ltd.
	2007-Present	Director, Lexus Bangkok Co., Ltd.
	1997- Present	Executive Director, S.P. International Co., Ltd.
	2011- 2018	Director, TK Debt Services Co., Ltd.
Type of director	Director/ Managing Director/ President of the Executive Board / Chief Financial Officer (CFO)	
Selection methodology	Board of Directors has reviewed the proposed independence directors were considered as not having any constraint that would affect the performance of giving independent judgement and meeting the related criteria. The Company and Nomination and Remuneration Committee has nominated <b>Ms. Prathama Phornprapha</b> , as a qualified candidate with industry knowledge and expertise, to be director of the Company.	
Shareholding	30,644,267 shares or 6.13% of the total number of Voting shares Date of	
appointment	6 June 2003	
No.years on the board	18 year	

Positions in other listed/non listed companies

Name	Other listed companies		Positions in non-listed companies	Positions in rival companies/ related companies
	Amount	Type of director		
Ms. Prathama Phornprapha	-None-	-	10	-None-

Meeting Attendance 4 of 4 Board of Directors meeting in 2020.

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<b>3. Name - Surname</b>	<b>Mr. Aphichai Uemsathienporn</b>	
Present Position	Director / Nomination and Remuneration Committee/ President of the Risk Management Committee/ Executive Director / Corporate Secretary	
Age	60 years	
Education	M.B.A., Burapha University	
Directorship training program	Director Accreditation Program – DAP Class 174 / 2020, Thai institute of Directors (IOD) Company Secretary Program (CSP 91/2018), Thai institute of Directors (IOD) Risk Management program for corporate Leaders RCL 14/ 2018, Thai institute of Directors (IOD) How to Develop a Risk Management Plan (HRP 19/2018), Thai institute of Directors (IOD) Risk Management and Internal Control Program 1/2018 Thai Listed Companies Association (TLCA)	
Training Program attended in the previous year	Director Accreditation Program – DAP Class 174 / 2020, Thai institute of Directors (IOD)	
Experience		
Listed Company	2020-Present	Nomination and Remuneration Committee, Thitikorn Plc.
	2020-Present	Director, Thitikorn Plc.
	2020-Present	Executive Director, Thitikorn Plc.
	2018-Present	President of the Risk Management Committee, Thitikorn Plc.
	2018- Present	Corporate Secretary, Thitikorn Plc.
	2012-Present	Assistant Deputy Managing Director, Thitikorn Plc.
	2010-2018	Risk Management Committee, Thitikorn Plc.
	2015-2016	Manager of Hire Purchase Management 1, Thitikorn Plc.
	2014-2015	Manager of Hire Purchase Management 2, Thitikorn Plc.
	2011-2012	Manager of Hire Purchase Management 2, Thitikorn Plc.
	2005-2011	Manager of Hire Purchase Provinces 2, Thitikorn Plc.
	2004-2005	Manager of Hire Purchase 4, Thitikorn Plc.



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Non-Listed Company

and other organization

2015- Present

Director, Chayapak Co., Ltd.

2014-Present

Director, Suosdey Finance PLC

2014-Present

Director, Sabaidee Leasing Co., Ltd

Type of director

Director / Nomination and Remuneration Committee/

President of the Risk Management Committee/

Executive Director / Corporate Secretary

Selection methodology

The Company and Nomination and Remuneration Committee has nominated

**Mr. Aphichai Uemsathienporn**, as a qualified candidate with industry knowledge and expertise, to be director of the Company.

Shareholding

-None-

Date of appointment

14 May 2020

No.years on the board

1 year

Positions in other listed/non listed companies

Name	Other listed companies		Positions in non-listed companies	Positions in rival companies/ related companies
	Amount	Type of director		
Mr. Aphichai Uemsathienporn	-None-	-	3	-None-

Meeting Attendance

3 of 3 Board of Directors meeting and

1 of 1 Nomination and Remuneration Committee meeting in 2020.

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<b>4. Name - Surname</b>	<b>Mr. Prasit Sainonsee</b>	
Present Position	Director/ Executive Director/ Risk Management Committee	
Age	56 years	
Education	M.B.A Law., Ramkhamhaeng University	
Directorship training program	Director Accreditation Program – DAP Class 150/2018, Thai institute of Directors (IOD) How to Develop a Risk Management Plan (HRP 19/2018), Thai institute of Directors (IOD) Risk Management Program for Corporate Leaders RCL 14/2018, Thai institute of Directors (IOD)	
Training Program attended in the previous year	-None-	
Experience		
Listed Company	2018-Present	Director, Thitikorn Plc.
	2018-Present	Executive Director, Thitikorn Plc.
	2018-Present	Risk Management Committee, Thitikorn Plc.
	2016-Present	Assistant Deputy Managing Director, Thitikorn Plc.
	2008-2016	Manager of Hire Purchase 2, Thitikorn Plc.
	2004-2008	Manager of Hire Purchase 1, Thitikorn Plc.
	2003-2004	Hire Purchase Division Manager 3, Thitikorn Plc.
	1998-2003	Marketing and Credit Division Manager, Thitikorn Co., Ltd.
Non-Listed Company and other organization	2018-Present	Director, C.V.A. Co., Ltd.
	2018-Present	Director, TK Ngern Tan Jai Co., Ltd
	2017-Present	Director, Mingalaba Thitikorn Microfinance Co., Ltd
	2015-Present	Director, Chayapak Co., Ltd
Type of director	Director/ Executive Director/ Risk Management Committee	
Selection methodology	The Company and Nomination and Remuneration Committee has nominated <b>Mr. Aphichai Uemsathienporn</b> , as a qualified candidate with industry knowledge and expertise, to be director of the Company.	
Shareholding	-None-	

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Date of appointment 25 April 2020

No.years on the board 3 years

Positions in other listed/non listed companies

Name	Other listed companies		Positions in non-listed companies	Positions in rival companies/ related companies
	Amount	Type of director		
Mr. Prasit Sainonsee	-None-	-	4	-None-

Meeting Attendance 4 of 4 Board of Directors meeting



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Qualification and Criteria for Selection of the Independent Director

1. Shall not hold more than 1% of voting shares of the Company, affiliated company, associate company or juristic person who may cause conflict of interest (including shareholding of related person).
2. Shall not take part in the in the management of the Company, not being an employee, staff member, advisor who receives a regular salary from the Company or a person with authority of the Company, affiliated company, associate company or juristic person who may cause conflict of interest at present or 2 years prior of taking Independent Directorship.
3. Shall not has blood relation or related by any certificate in accordance to laws such as parent, spouse, sibling and child including child's spouse of management, major shareholder, a person with authority or a person who will be nominated as management or a person with authority of the Company or affiliated company.
4. Shall not has business relation with the Company, affiliated company, associate company or juristic person who may cause conflict of interest that may interfere with an independent judgment and shall not be a major shareholder. Director who is not independent director, management or a person with business relation with the Company, affiliated company, associate company or juristic person who may cause conflict of interest at present or 2 years prior of taking Directorship. Business relation including trade transaction as normal business transaction, renting or letting real estate, transaction regarding assets or services or financial assistance with transaction size from 3% of net tangible assets or more than 20 million Baht whichever ever the lower amount.
5. Shall not be auditor of the Company, affiliated company, associate company or juristic person who may cause conflict of interest and shall not be major shareholder. Director who is not independent director, management or partner of auditing firm which conduct auditing of the Company, affiliated company, associate company or juristic person who may cause conflict of interest at present or 2 years prior of taking Directorship.
6. Shall not perform any services including legal advisor or financial advisor which receives fee more than 2 million Baht annually from the Company, affiliated company, associate company or juristic person who may cause conflict of interest. In case of services perform by juristic person, should included a major shareholder, director who is not independent director, management or partner of the service provider at present or 2 years prior of taking Directorship.
7. Shall not become independent director by representing the Company director, major shareholder, or shareholder who related to major shareholder of the Company.
8. Shall be able to give an independent opinion with regard to the Company operation.

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The Company has specified qualification and criteria for its independent director on par with Stock Exchange Commission or Stock Exchange of Thailand specification with regard to share holding of the Company. Independent director shall not hold more than 1 percent of voting shares of the Company, and the proposed independent director has the following relationships:

Relationship	Proposed Independent Directors
	Mr. Apichart Kasemkulsiri
The Company share - Number of shares - Percentage of voting shares	None
Relative of management/major shareholders of the Company/ affiliated company	None
Relationship with the Company/affiliated company/associate company or juristic person that may cause conflict of interest presently or over the last two years	
(1) Director with management responsible , employees or advisors with regular salary	None
(2) Provided expert advice services ( such as auditor or legal advisor)	None
(3) Business relation (such as buy or sell raw material/goods/services or lending/borrowing money) with specify amount of transaction	None