

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



1. Name - Surname	Mr. Apichart Kasemkulsiri	
Present Position	Independent Director/ President of Audit Committee/ President of Nomination and Remuneration Committee	
Age	57 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	Thai -Chinese Leadership Studies (TCL), class 4 Thai-Chinese Leadership Institute Huachiew Chalermprakiet University Curriculum in Advanced Management (Class 27),Capital Market Academy (2018) Director Certification Program – DCP Class 73/2004, Thai institute of Directors (IOD) TLCA CFO Professional Development Program (TLCA CEO CPO) 2019, 2020, 2021,2022 Thai Listed Companies Association (TLCA)	
Training Program attended in the previous year	TLCA CFO Professional Development Program (TLCA CEO CPO) 2023, Thai Listed Companies Association (TLCA) Advanced Audit Committee Program (AACP) Class 49/2023 Thai institute of Directors (IOD) Risk Management Program for Corporate Leaders (RCL 31/2023) Thai institute of Directors (IOD)	
Experience		
Listed Company	2022-Present	President of the Risk Management Committee and Independent Director Thai Eastern Group Holdings Plc.
	2021-Present	President of Nomination and Remuneration Committee, Thitikorn Plc.
	2019-Present	Independent Director and President of Audit Committee, Thitikorn Plc.
	2018-Present	Director, Executive 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	Director, Kamala Senior Living Co., Ltd.
	2020 - Present	Director, Lumpini Project Management Services Co., Ltd.
	2019 - Present	Director, Dolsiri Delvelopment Co., Ltd.

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	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.
	2020 – 2023	President of the Risk Management Committee and Independent Director Thai Eastern Group Holdings Co., Ltd.
Type of director	Independent Director/ President of Audit Committee/ President of Nomination and Remuneration Committee	
Selection methodology	The Board of Directors has examined whether the nominated independent directors have qualifications regarding relevant laws and regulations. The Company has considered, with the opinions of the Nomination and Remuneration Committee, that Mr. <u>Apichart Kasemkulsiri</u> has passed the assessment process set by the company, has qualifications regarding relevant rules, and is suitable for carrying out the business. Therefore, it is considered appropriate for him to be appointed as a director of the company.	
Shareholding	-None-	
Date of appointment	April 25, 2019	
No.years on the board	5 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	3	1) Director, Executive Director , Risk Management Committee and Chief Finance Officer, L.P.N. Development Plc. 2) Director, T.Krungthai Industries Plc. 3) President of the Risk Management Committee and Independent Director Thai Eastern Group Holdings Plc.	7	-None-

Meeting Attendance	4 of 4 Board of Directors meeting, 4 of 4 Audit Committee meeting and 2 of 2 Nomination and Remuneration Committee meeting in 2023.
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2. Name – Surname	Ms. Prathama Phornprapha	
Present Position	Director/ Managing Director/ President of the Executive Board	
Age	54 years	
Education:	M.B.A., Babson College, MA., U.S.A. B.A., Faculty of Commerce and Accountancy, Chulalongkorn University	
Training Program	TLCA Professional Delvelopment Program (TLCA CFO CPD) 2022, class 2,3,5, Thai Listed Companies Association (TLCA) TLCA Professional Delvelopment Program (TLCA CFO CPD) 2021, class 3,4,6,7 Thai Listed Companies Association (TLCA) TLCA Professional Delvelopment Program (TLCA CFO CPD) 2020, class 1,4-6 Thai Listed Companies Association (TLCA) Risk Management Program (for Advance)-COSO ERM 2017 Class 3/2019 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 13/2015, King Prajadhipok's Institute TLCA Leadership Development Program (LDP) Class 1/2013 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 Delvelopment Program (TLCA CFO CPD) 2023 class 2,5,6 Thai Listed Companies Association (TLCA) Director Accreditation Program (DAP) class 205/2023, Thai institute of Directors (IOD)	
Experience:		
Listed Company	2018-Present	Chief Financial Officer (CFO), Thitikorn Plc.
	2003-Present	Director, Managing Director, Thitikorn Plc.
	2003-Present	President of the Executive Board, Thitikorn Plc.
Non-Listed Company		

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and other organization	2022-Present	Director,NBD healthcare Co., Ltd.
	2021-Present	Director, TK BROKER Co., Ltd.
	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
	2011- Present	Director, S.P. Building Co., Ltd.
	2011-Present	Director, Toyota Patumthani Toyota's Dealer Co., Ltd.
	2007-Present	Director, Lexus Bangkok Co., Ltd.
	2001-Present	Director, Managing Director, C.V.A. Co., Ltd.
	2001- Present	Director, Chayapak 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

Selection methodology The Company has considered, with the opinions of the Nomination and Remuneration Committee, that **Ms. Prathama Phornprapha** Has passed the assessment process set by the company, has qualifications regarding relevant rules, and is suitable for carrying out the business. Therefore, it is considered appropriate for him to be appointed as a 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 20 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-	-	12	-None-

Meeting Attendance 4 of 4 Board of Directors meeting in 2023.

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3. Name - Surname	Mr. Prasit Sainonsee	
Present Position	Director/ Executive Director/ Risk Management Committee	
Age	59 years	
Education	M.B.A Law., Ramkhamhaeng University	
Directorship training program	Director Accreditation Program – DAP Class 150/2018, 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)	
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	2021-Present	Director, TK BROKER Co., Ltd
	2020-Present	Director, Suosdey Finance Plc.
	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 has considered, with the opinions of the Nomination and Remuneration Committee, that <u>Mr. Prasit Sainonsee</u> Has passed the assessment process set by the company, has qualifications regarding relevant rules, and is suitable for carrying out the business. Therefore, it is considered appropriate for him to be appointed as a director of the company.	

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Shareholding 33,000 shares or 0.07% of the total number of Voting shares Date of
 Date of appointment 25 April 2018
 No.years on the board 6 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-	-	6	-None-

Meeting Attendance 4 of 4 Board of Directors meeting and
 4 of 4 Risk Management Committee meeting in 2023.

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4. Name - Surname	Mr. Taweesak Charoensakyothin	
Present Position	Director / Nomination and Remuneration Committee/ Executive Director/ President of the Risk Management Committee	
Age	54 years	
Education	M.B.A, Thammasat University B.A, Engineering, Chulalongkorn University	
Directorship training	How to Develop a Risk Management Plan (HRP 19/2018), Thai institute of Directors (IOD)	
Training Program attended in the previous year	-None-	
Experience		
Listed Company	2023-Present	Director, Thitikorn Plc.
	2023-Present	Nomination and Remuneration Committee, Thitikorn Plc.
	2023-Present	Executive Director, Thitikorn Plc.
	2023- Present	Corporate Secretary, Thitikorn Plc.
	2021-Present	President of the Risk Management Committee, Thitikorn Plc.
	2021-Present	Manager Regional Department, Thitikorn Plc.
	2018-2021	Risk Management Committee, Thitikorn Plc.
	2016-2021	Regional Manager, Thitikorn Plc.
	2014-2016	Manager of Operation 4, Thitikorn Plc.
	2012-2014	Manager of Special Operations, Thitikorn Plc.
Non-Listed Company and other organization	2023-Present	Director, TK Ngern Tan Jai Co., Ltd
	2021-Present	Director, C.V.A. Co., Ltd.
	2020-Present	Director, Suosdey Finance Plc.
	2014-2019	Director, Sabaidee Leasing Co., Ltd
Type of director	Director / Nomination and Remuneration Committee/ Executive Director /President of the Risk Management Committee	
Selection methodology	The Company has considered, with the opinions of the Nomination and Remuneration Committee, that <u>Mr.Taweesak Charoensakyothin</u> Has passed the assessment process set by the company, has qualifications regarding relevant rules, and is suitable for carrying out the business. Therefore, it is considered appropriate for him to be appointed as a director of the company.	

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Shareholding -None-
 Date of appointment 9 November 2023
 No.years on the board 5 months

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. Taweesak Charoensakyothin	-None-	-	3	-None-

Meeting Attendance 4 of 4 Risk Management Committee meeting in 2023.

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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 which 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