

### Details of Nominated Persons for Election to Replace Directors Retiring by Rotation

<b>Name-Surname</b>	:	<b>Mr. Somchai Roekwibunsi</b>
<b>Age</b>	:	50 years old
<b>Type of Nominated Position</b>	:	Director
<b>Educational Background</b>	:	Bachelor Degree, Science Program in Statistics Chulalongkorn University
<b>Director Training Program</b>	:	Director Accreditation Program (DAP 107/2014)
<b>Position in the Company</b>	:	
26 April 2013 - present		Director and Executive Director (Year of Directorship :1 Year)
2011 - present		Chief Administrative Officer
<b>Position in other listed companies</b>	:	None
<b>Position in other non-listed companies</b>	:	None
<b>Other Legal Entity that may have a conflict of interests with the Company</b>	:	None
<b>Working Experience</b>	:	
2005 - 2011		Manager responsible for major clients in financial and banking sector, Hewlett-Packard (Thailand) Co., Ltd.
<b>Meeting Attendance in 2013</b>	:	Board of Directors Meeting 3 / 3 times
<b>Shareholding in the Company</b>	:	2,000,000 shares or 0.49% of total shares entitled to votes
(as of August 28, 2013)		
<b>Family Relation of other Directors</b>	:	a brother of Mr.Sompon Roekwibunsi, Chief Executive Director, Chairman of the Executive Committee and Director

### Details of Nominated Persons for Election to Replace Directors Retiring by Rotation

**Name-Surname** : Mr. Supakrit Mekpanuwat

**Age** : 53 years old

**Type of Nominated Position** : Independent Director

**Educational Background** : - Master Degree, Business Administration (Finance)  
National Institute of Development Administration  
- Bachelor Degree, Business Administration (Accounting)  
Chiangmai University

**Director Training Program** : Director Certificate Program (DAP 90/2011)

**Position in the Company** :  
28 February 2011 - Present Independent Director, Member of Audit Committee  
(Year of Directorship : 3 Years)

**Position in other listed companies** : None

**Position in other non-listed companies** : 2  
2010 - Present Director, Alpha Absolute Co., Ltd.,  
2010 - Present Director, Vibharam-Pakkred Hospital Co., Ltd

**Other Legal Entity that may have a conflict of interests with the Company** : None

**Working Experience** :  
2009 - 2010 Managing Director  
Equities Group, SCB Securities Co., Ltd.  
2008 - 2009 Managing Director  
Investment Banking Group, SCB Securities Co., Ltd.  
2004 - 2008 Deputy Managing Director  
Investment Department, Phatra Securites PLC.

**Meeting Attendance in 2013** : Board of Directors Meeting : 5 / 5 times  
Audit Committee Meeting : 5 / 5 times

**Shareholding in the Company** : 4,020,000 shares or 0.99% of total shares entitled to votes  
(as of August 28, 2013)

**Family Relation of other Directors** : No

**Stakeholder with the Company, parent company, subsidiaries, affiliates or any legal entities with conflict of interests at present or in the past 2 year** :

- Not being Director participating in management, staff, employee or consultant who get regular salary
- Not being professional service provider (such as auditor, legal consultant)
- Not having significant business relationship that may affect the ability to perform independently

### **Definition of Independent Directors**

(Definition of Independent Directors of the Company is equal to the minimal requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.)

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1. Holding not more than 1 percent of the total number of shares with the voting rights of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company. In this case, for the purpose of calculation, the number of shares held by the related person of each member of the Audit Committee shall also be included.
2. Neither being a director who takes part or used to take part in management, nor being or used to be an employee, staff, an advisor who receives regular salary, nor the controlling person of the Company, parent company, subsidiaries, associated companies, major shareholders or the controlling person of the Company, unless such director has resigned from such position for at least two years.
3. Not being a blood-related person nor legally related as father, mother, spouse, brother, sister and children, including being the spouse of the children of the executives, major shareholders, controlling persons or the persons who will be nominated as the executive or controlling person of the Company or subsidiaries.
4. Neither having, nor used to have any business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company in the manner that may obstruct the exercise of independent judgment as a member of the Audit Committee. Moreover, a member of the Audit Committee must neither being, nor used to be a key shareholder or controlling person of the entities having business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or the controlling persons of the Company, unless such director has resigned from such position for at least two years.
5. Neither being, nor used to be the auditor of the Company, parent company, subsidiaries, associated companies, major shareholders, controlling persons of the Company, nor being a key shareholder, controlling person or partner of the audit office having the auditor providing auditing service to the Company, parent company, subsidiaries, associated companies, major shareholders, or the controlling persons of the Company, as a member, unless such director has resigned from such position for at least two years.
6. Neither being, nor used to be a provider of any professional services including the legal advisory or financial advisory services that received fees in the amount of more than Baht 2 million per year from the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company, nor being shareholder, the controlling person, or partner of such professional services provider, unless such director has resigned from such position for at least two years.
7. Not being a director who has been appointed as a representative of the Company, major shareholders or shareholders relating to major shareholders.
8. Neither operating the business having the same nature which significantly competes with the business of Company or its subsidiaries, nor being a significant partner or a director who involves in the management, nor being an employee, staff, a member, and a consultant who receives regular salary, or holds more than 1 percent of the total number of shares with the voting rights of a company that operates the business having the same nature and significantly competes with the businesses of the Company or its subsidiaries.
9. Having no other conditions that may obstruct the independent expression of comment on the Company's operation.