

## Profile of Independent Director for Shareholders' Proxies



**Name** : MR.KASEMSIT PATHOMSAK  
**Age** : 48 years  
**Nationality** : Thai  
**Education** :
 

- Master of Science in Finance from Bentley University, USA.
- Bachelor of Science in Business Administration Northeastern University, Massachusetts, USA

**Director Training :**

- **Thai Institute of Directors Association(IOD)**
  - Corporate Governance for Capital Market Intermediaries Program 12/2016
  - Audit Committee Program 32/2010
  - Monitoring the System of Internal Control and Risk Management 9/2010
  - Director Accreditation Program 48/2005
  - Director Certification Program 175/2003
- **Capital Market Academy**
  - Top Executive Program (Class 9)
- **Commerce Academy**
  - Top Executive Program in Commerce and Trade (TEPCoT)Class 7
  - Tourism Management for Executives Class 1
  - Bangkok Metropolitan Administration Executive Program Class 1

Feb 2013 - Present : Independent Director, Chairman of Audit and Corporate Governance Committee, Chairman of Nomination Committee, Chairman of Remuneration Committee, Christiani & Nielsen (Thai) Public Company Limited  
 Apr 2012 - Feb 2013 : Independent Director, Chairman of Audit Committee Christiani & Nielsen (Thai) Public Company Limited  
 2010 - Present : Director, UOB Kay Hian Securities (Thailand) Public Company Limited  
 2016 - Present : Director and Audit Committee Asia Avison Public Company Limited  
 2014 - Present : Executive Chairman, Merchant Partners Asset Management Limited  
 2005 - Present : President and CEO, Merchant Partners Securities Public Company Limited  
 2016 - Present : Director National Power Supplier Public Company Limited  
 2003 - 2004 : President of BT Securities Ltd.  
 1999 - 2003 : Country Director for Investment Banking, Credit Lyonnais Securities Asia (Thailand) Ltd.

**Occupation** President and CEO, Merchant Partners Securities Public Company Limited

**Directorship and positions held in other companies and other organizations**

Connected Companies	Nil
Non-Connected Companies	Listed Companies: 1. Director, UOB Kay Hian Securities (Thailand) Public Company Limited 2. Director and Audit Committee Asia Avison Public Company Limited
	Non-Listed Companies: 1. Executive Chairman, Merchant Partners Asset Management Limited 2. President and CEO, Merchant Partners Securities Public Company Limited 3. Director National Power Supplier Public Company Limited
Other related Companies (Subsidiaries/Associated Companies)	Nil
Other Organizations	Nil

**No. of Shares held (shares) as of year end 2018**

Description	As of 1 January 2018	Acquisition in 2018	Disposal in 2018	Increase (Decrease) in 2018	As of 31 December 2018
By himself	-	-	-	-	-
By his spouse and minor children (if any)	-	-	-	-	-

No family relationship with any of the other Directors or any of the Management Team

<b>Meeting attendance in 2018</b>	Board of Directors meeting	6/6 times
	Audit Committee meeting	5/5 times
	Nomination Committee meeting	2/2 times
	Remuneration Committee meeting	2/2 times
	AGM Meeting	1/1 time

<b>No. of shares held as of 31 December 2016</b>	Nil
<b>Family relationship with directors</b>	Nil
<b>Legal Disputes</b>	Nil
<b>Interest in any Agenda Item proposed in the Annual General Meeting of Shareholders</b>	Nil, except agenda regarding remuneration of directors
<b>Other special interests which different from other directors</b>	Nil
<b>Companies Which materially compete Directly or have any related Business with the Company (Possible conflict of interest)</b>	Nil
<b>Direct and Indirect interest in any Transaction which the Company, or its subsidiaries is a party</b> - Neither being nor having been an executive director, employee, staff, or advisor who receives salary or other kind of compensation regularly; - Neither being nor having been an professional executive such as accounting auditors, legal advisors; - Not having a business relationship such as purchasing/selling of materials/goods/ services, money borrowing or lending	Nil

### Profile of Independent Director for Shareholders' Proxies



**Name** : MR.KRIS THIRAKAOSAL  
**Age** : 42 years  
**Nationality** : Thai  
**Education** :
 

- Master of science in Electronic Commerce  
Claremont Graduate University
- Master of art in Economics Claremont Graduate  
University
- Bachelor of Engineering in Industrial  
Engineering Thammasat University

**Director Training** : **Thai Institute of Directors Association(IOD)**

- Directors Certification Program (DCP 168/2013)  
**Commerce Academy**
- Top Executive Program in Commerce and Trade  
: TEPCoT Class of 2012
- GRID - Executive skill
- Six sigma

#### Working Experiences

2013 - Present : Independent Director, Audit and Corporate Governance Committee Member, Nomination Committee Member, Remuneration Committee Member, Christiani & Nielsen (Thai) Public Company Limited  
 2012 - 2013 : Independent Director /Audit and Corporate Governance Committee Member, Christiani & Nielsen (Thai) Public Company Limited  
 2019 - Present : Chief Business Development Officer, BCPR Company Limited  
 2018 - Present : Independent Director, Audit, Nomination Committee Member, Remuneration Committee Member, Raimon Land Public Company Limited  
 2014 - Present : Commercial Director, NIDO Petroleum Limited  
 2007 - 2015 : Managing Director, Imail Global (Thailand)  
 2005 - 2015 : Executive Director, General outsourcing  
 2010 - 2014 : Chairman, Inova Co, Ltd.  
 2008 - 2014 : Managing Director, Thai-Australian Resources.  
 2005 - 2010 : Managing Director, Songnam Co., Ltd.  
 2004 - 2005 : Associate Director, Ness Consulting

**Occupation** Commercial Director, NIDO Petroleum Limited

#### **Directorship and positions held in other companies and other organizations**

Connected Companies	Nil
Non-Connected Companies	Listed Companies: Nil
	Non-Listed Companies: Commercial Director, NIDO Petroleum Limited
Other related Companies (Subsidiaries/Associated Companies)	Nil
Other Organizations	Nil

#### **No. of Shares held (shares) as of year end 2018**

Description	As of 1 January 2018	Acquisition in 2018	Disposal in 2018	Increase (Decrease) in 2018	As of 31 December 2018
By himself	-	-	-	-	-
By his spouse and minor children (if any)	-	-	-	-	-

No family relationship with any of the other Directors or any of the Management Team

<b>Meeting attendance in 2018</b>	Board of Directors meeting 4/6 times
	Audit Committee meeting 3/5 times
	Nomination Committee meeting 2/2 times
	Remuneration Committee meeting 2/2 times
	AGM Meeting 1/1 time
<b>No. of shares held as of 31 December 2018</b>	Nil
<b>Family relationship with directors</b>	Nil
<b>Legal Disputes</b>	Nil
<b>Interest in any Agenda Item proposed in the Annual General Meeting of Shareholders</b>	Nil, except agenda regarding remuneration of directors
<b>Other special interests which different from other directors</b>	Nil
<b>Companies Which materially compete Directly or have any related Business with the Company (Possible conflict of interest)</b>	Nil
<b>Direct and Indirect interest in any Transaction which the Company, or its subsidiaries is a party</b> - Neither being nor having been an executive director, employee, staff, or advisor who receives salary or other kind of compensation regularly; - Neither being nor having been an professional executive such as accounting auditors, legal advisors; - Not having a business relationship such as purchasing/selling of materials/goods/ services, money borrowing or lending	Nil

### Profile of Independent Director for Shareholders' Proxies



<b>Name</b>	:	<b>MR.SUPHON TUBTIMCHAROON</b>
<b>Age</b>	:	68 years
<b>Nationality</b>	:	Thai
<b>Education</b>	:	<ul style="list-style-type: none"> <li>• BS.CE Mapua Institute of Technology, Philippines</li> <li>• Diploma in Highway Engineering, KMIT</li> <li>• Certificate of Gas Engineering, Scholarship under Colombo Plan</li> <li>• Advanced Management Program (AMP), Harvard Business University</li> <li>• Certificate of Professional Engineer (Civil Engineer)</li> </ul>
<b>Director Training</b>	:	<p><b>Thai Institute of Directors Association (IOD)</b></p> <ul style="list-style-type: none"> <li>• Director Certification Program (DCP) Class.61</li> </ul> <p><b>Capital Market Academy (CMA)</b></p> <ul style="list-style-type: none"> <li>• Capital Market Academy Executive Leadership Program Class.9</li> </ul>

#### Working Experiences

Dec. 2015 – Present	:	Independent Director Christiani & Nielsen (Thai) Public Company Limited
2011 – 2014	:	Director, International Chamber of Commerce – ICC
2011 – 2013	:	Director, Thai Paraxylene Company Limited
2012 – 2013	:	Director, Bangchak Petroleum Public Company Limited
2009 – 2012	:	Director, Independent Power Thailand Company Limited
2011 – 2012	:	Director, Thairoil Power Company Limited Director, Thairoil Energy Solutions Company Limited
2009 – 2011	:	Director, Thai Paraxylene Company Limited Executive Vice President, Petrochemicals & Refining Business Unit, PTT Public Company Limited
2006 – 2009	:	Executive Vice President, Petrochemicals & Refining Business Unit, PTT Public Company Limited Executive Vice President, Organization Division, IRPC Public Company Limited Managing Director, IRPC A&L Public Company Limited Director, PTT Polymer Marketing Company Limited
	:	Executive Vice President, Petrochemicals & Refining Business Unit, PTT Public Company Limited Senior Executive Vice President, Commercial Division, PTT Chemical Public Company Limited Director, PTT Polyethylene Company Limited Director, PTT Phenol Company Limited Director, PTT Utility Company Limited Senior Executive Vice President, Development and Support organization, National Petrochemical PCL.
2003 – 2005	:	Executive Vice President, Petrochemicals & Refining Business Unit, PTT Public Company Limited

<b>Occupation</b>		Independent Director Christiani & Nielsen (Thai) Public Company Limited
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Number of year the re-nominated directors have served in Company 3 years

**Directorship and positions held in other companies and other organizations**

Connected Companies	Nil
Non-Connected Companies	Nil
Other related Companies (Subsidiaries/Associated Companies)	Nil
Other Organizations	Nil

**No. of Shares held (shares) as of year end 2018**

Description	As of 1 January 2018	Acquisition in 2018	Disposal in 2018	Increase (Decrease) in 2018	As of 31 December 2018
By himself	-	-	-	-	-
By his spouse and minor children (if any)	-	-	-	-	-

No family relationship with any of the other Directors or any of the Management Team

<b>Meeting attendance in 2018</b>	Board of Directors meeting 6/6 times
	AGM Meeting 1 time

<b>No. of shares held as of 31 December 2018</b>	Nil
<b>Legal Disputes</b>	Nil
<b>Interest in any Agenda Item proposed in the Annual General Meeting of Shareholders</b>	Nil, except agenda regarding remuneration of directors
<b>Other special interests which different from other directors</b>	Nil
<b>Companies Which materially compete Directly or have any related Business with the Company (Possible conflict of interest)</b>	Nil
<b>Direct and Indirect interest in any Transaction which the Company, or its subsidiaries is a party</b> - Neither being nor having been an executive director, employee, staff, or advisor who receives salary or other kind of compensation regularly; - Neither being nor having been an professional executive such as accounting auditors, legal advisors; - Not having a business relationship such as purchasing/selling of materials/goods/ services, money borrowing or lending	Nil