

Details of Independent Directors Nominated by Company to Shareholders for Appointment of Proxy

Qualifications of the Independent Director

The Company defined the qualifications of the Independent Director in a way that is more than stringent the criteria of the Securities Exchange Commission;

1. Not holding more than 0.5 percent of total shares which are entitled to vote of the company, subsidiary company, affiliated company or juristic persons with conflict of interests, which shall be inclusive of the shares held by his/her related persons.
2. Not being a director or having been a director with participation in the management, not being a staff member, employee or advisor receiving regular salary from the company, not having the controlling powers of the company, subsidiary company, associated company or juristic persons with conflict of interests at present or during the period of two years before being appointed.
3. Not having blood ties or by way of legal registration in the manner of father, mother, spouse, sibling, or offspring including spouse of offspring of an executive, major shareholder, those who have controlling powers or those who are to be nominated as executives or those who have controlling power of the company, subsidiary company and associated company.
4. Not having or used to have a business relationship with the Company, subsidiary company, associated company, major shareholders of the Company or authorized person of the Company in the manner that may obstruct the independent exercise of discretion and not being or has been a significant shareholder or authorized person of the person with business relation with the Company, subsidiary company, associated company, major shareholders of the Company or authorized person of the Company, except relieved from such characteristics at not less than two years.

The term 'business relationship' in the preceding paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantees, providing assets as collateral, and any other similar actions, which result in the applicant or his/her counterparty being subject to indebtedness payable to the other party in the amount of 3% or more of the net tangible assets of the applicant or 20 million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions *mutatis mutandis*. The consideration of such indebtedness shall include indebtedness incurred during the period of 1 year prior to the date on which the business relationship with the person commences.

5. Not being or used to be auditor of the Company, subsidiary company, associated company, major shareholders or authorized person of the Company and shall not be significant shareholder, authorized person or partner of auditing office with the auditor of the Company, subsidiary company, associated company, major shareholders or authorized person of the Company in attachment, except relieved from such characteristics at not less than two years.
6. Shall not be nor have ever been a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding 2 million baht per year from the Company, subsidiary company, associate company, major shareholder or controlling person, and not be a significant shareholder, controlling person or partner of the provider of professional services, except relieved from such characteristics at not less than two years.
7. Shall not be a director appointed as representative of the Board of Directors, major shareholder or shareholder who is related to a major shareholder of the Company.
8. Shall not undertake any business in the same nature and in competition with the business of the Company or subsidiary company, nor be a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of the total number of shares with voting rights of another company which undertakes business in the same nature and in competition with the business of the Company or subsidiary company.
9. Shall be able to attend the Board of Directors' Meeting of the Company and make independent judgment.
10. Not having any other characteristics that limit his/her ability to express independent opinions regarding the Company's operations.
11. Shall be able to look after the interests of all shareholders equally.
12. Shall be able to prevent conflict of interest.
13. Shall not have been convicted of violating securities and stock exchange laws, financial institution laws, life insurance laws, general insurance laws, anti-money laundering laws or any other financial law of a similar nature, whether Thai or foreign, by an agency with authority under that certain law. Such wrongful acts include those involved with unfair trading in shares or perpetration of deception, fraud or corruption.
14. If qualified according to all items 1-13 specified above, the independent director may be assigned by the Board of Directors to make decisions relating to business operations or the Company, subsidiary company, associated company, same-tier subsidiary or any juristic person with a conflict of interest on the basis of collective decision, whereby such actions of the independent director are not deemed partaking of management.

Profile of Independent Directors Proposed as Proxies

<p>Name</p> <p>Age</p> <p>Position</p> <p>Education</p> <p>Training</p> <p>Other Current Positions</p> <p>Shareholding in the Company</p> <p>Conflict of Interest in the Proposed Agenda</p> <p>Special conflict of interest in the proposed agenda of the 2020 Annual General Meeting of Shareholders</p>	<p>Mr. Vudhiphol Suriyabhivadh</p> <p>75 years</p> <p>Vice Chairman of the Board of Directors, Chairman of Audit Committee and Independent Director</p> <ul style="list-style-type: none"> - Bachelor of Commerce (Accountancy), University of New South Wales, Australia - LL.B., Sukhothai Thammathirat University - Diploma, Management Course, IMD, Lausanne, Switzerland <ul style="list-style-type: none"> - Director Certification Program (DCP 36/2003), Audit Committee Program (ACP 7/2005) and Director Certification Program Update (DCPU 3/2015) from the Thai Institute of Directors <ul style="list-style-type: none"> - Chairman of Audit Committee, Nomination and Remuneration Committee Member and Independent Director, Thai Wah Food Products Public Co., Ltd. - Chairman of Audit and Risk Management Committee, Nomination and Remuneration Committee Member and Independent Director, Laguna Resort and Hotel Public Co., Ltd. - Chairman of Audit Committee, Nomination and Remuneration Committee Member and Independent Director, Bangkok Ranch Public Co., Ltd <ul style="list-style-type: none"> - 1,447,000 shares (including the spouse's) or 0.10% of the total issued shares (Information as of 21st January 2020) <ul style="list-style-type: none"> - <u>No conflict of interest in Agenda 5</u> To elect the directors to replace those who are to retire on rotation - <u>Conflict of interest in Agenda 6</u> To consider the remuneration for directors and subcommittees <p>-None-</p>
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Profile of Independent Directors Proposed as Proxies

Name	Mr. Khantachai Vichakkhana
Age	71 years
Position	Director, Audit Committee Member, Chairman of Nomination, Remuneration and Good Corporate Governance Committee and Independent Director
Education	<ul style="list-style-type: none"> - Master of Political Science (Public Administration), Thammasat University - LL.B, Thammasat University
Training	<ul style="list-style-type: none"> - Curriculum in Politics and Administration in the Democratic Retime for High - Level Executives, Class 8, King Prachadipok's Institute - Curriculum in Chief Information Officer - Curriculum in management capacity testing, Office of the Civil Service Commission - Curriculum in Computer for Government Officers, Kasetsart University, in accordance with the resolution of the cabinet - Curriculum in the design of examination to recruit personnel of the Department of Lands, Class 2, Training Division, Department of Lands - Curriculum in Land Relationship Building, Office of Permanent Secretary, Ministry of Interior - Curriculum in Advance Management, Class 30, Institute of Administration Development, Department of Provincial Administration - Curriculum in High-level Land Administrator, Class 3, Department of Lands - Curriculum in Internal Security Operations Command, Royal Thai Army - Curriculum in Speaker of Department of Lands, Class 2, Department of Lands - Curriculum in Public Disaster Relief, Fire Police Division, Royal Thai Police - Curriculum in Forensic Science, Class 9, Forensic Science Association of Thailand - Director Accreditation Program (DAP 112/2014), Role of Compensation Committee (RCC 19/2014) and Director Certification Program (CDP 119/2015) from Thai Institute of Directors
Other Current Positions	<ul style="list-style-type: none"> - Director and Independent Director, TPI Polene Power Public Co., Ltd. - Chairman of the Board of Director and Independent Director, TPI Polene Public Co., Ltd. - Vice Chairman of the Board of Director and Director of Tong Hua Holding Public Co., Ltd.
Shareholding in the Company	-None- (Information as of 21 st January 2020)
Conflict of Interest in the Proposed Agenda	<ul style="list-style-type: none"> - <u>No conflict of interest in Agenda 5</u> To elect the directors to replace those who are to retire on rotation - <u>Conflict of interest in Agenda 6</u> To consider the remuneration for directors and subcommittees
Special conflict of interest in the proposed agenda of the 2020 Annual General Meeting of Shareholders	-None-

Profile of Independent Directors Proposed as Proxies

<p>Name</p> <p>Age</p> <p>Position</p> <p>Education</p> <p>Training</p> <p>Other Current Positions</p> <p>Shareholding in the Company</p> <p>Conflict of Interest in the Proposed Agenda</p> <p>Special conflict of interest in the proposed agenda of the 2020 Annual General Meeting of Shareholders</p>	<p>Mr. Krirk Vanikkul</p> <p>66 years</p> <p>Director, Audit Committee Member, Nomination, Remuneration and Good Corporate Governance Committee Member and Independent Director</p> <ul style="list-style-type: none"> - B.A. In Jurisprudence (Hons. Oxon), University of Oxford - Barrister-at-Law, Middle Temple - Barrister-at-Law, Institute of Legal Education of the Thai Bar - LL.B. (Second Class Honors), Faculty of Law, Chulalongkorn University <ul style="list-style-type: none"> - Advanced Management Program (AMP), Harvard Business School - Chartered Director Course, Thai Institute of Directors - Curriculum in Advanced Management (Class 7), Capital Market Academy - Director Certification Program (DCP 42/2004) and Improving the Quality of Financial Reporting (QFR 3/2006) from the Thai Institute of Directors <ul style="list-style-type: none"> - Independent Director and Audit Committee Member, Osotspa Public Co., Ltd. - Independent Director, Siam Commercial Bank Public Co., Ltd. <ul style="list-style-type: none"> - 579,100 shares (including the spouse's) (Information as of 21st January 2020) <ul style="list-style-type: none"> - <u>No conflict of interest in Agenda 5</u> To elect the directors to replace those who are to retire on rotation - <u>Conflict of interest in Agenda 6</u> To consider the remuneration for directors and subcommittees <p>-None-</p>
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Profile of Independent Directors Proposed as Proxies

Name	Mr. Weerasak Wahawisal
Age	64 years
Position	Director, Audit Committee Member, Nomination, Remuneration and Good Corporate Governance Committee Member and Independent Director
Education	<ul style="list-style-type: none"> - Master of Accounting Sciences, University of Illinois, U.S.A. - Master of Business Administration, Ohio University, U.S.A. - Bachelor of Business Administration (Honors), Thammasat University
Training	<ul style="list-style-type: none"> - Director Accreditation Program (DAP 63/2007), Director Certification Program (DCP 91/2007), Role of Compensation Committee (RCC 15/2012), Audit Committee Program (ACP 45/2013), Director Certification Program Update (DCPU 1/2014), Chartered Director Class (CDC 8/2014) and Advance Audit committee program (AACP 20/2015) from the Thai Institute of Directors
Other Current Positions	<ul style="list-style-type: none"> - Corporate Admin Director, Bangkok Ranch Public Co., Ltd.
Shareholding in the Company	<p>-None-</p> <p>(Information as of 21st January 2020)</p>
Conflict of Interest in the Proposed Agenda	<ul style="list-style-type: none"> - <u>No conflict of interest in Agenda 5</u> To elect the directors to replace those who are to retire on rotation - <u>Conflict of interest in Agenda 6</u> To consider the remuneration for directors and subcommittees
Special conflict of interest in the proposed agenda of the 2020 Annual General Meeting of Shareholders	<p>-None-</p>