# PROFILES OF INDEPENDENT DIRECTORS WHO ARE APPOINTED AS PROXIES FOR SHAREHOLDERS WHO ARE UNABLE TO ATTEND THE MEETING



Name: Dr. Jingjai Hanchanlash

Position: Independent Director,

**Audit and Risk Committee Member and** 

**Nomination and Remuneration Committee Chairman** 

Age: 74 years

Nationality: Thai

Address: Polo Park Condominium No.19/22 Soi Polo, Wireless Road, Lumpini, Pathumwan,

Bangkok 10330

Date of First Appointment as Director: 15 May 2001

No. of Years of Directorship in the Company: 15 years 11 months

Number of Company Shares Held: None (No movement during the year)

#### **Highest Educational Background / Director Certificate Program:**

- Doctorate, University de Caen (Mention droit), France
- Certificate in Project Analysis Training, University of Connecticut, USA
- Certificate in Mid Career Management Training, University of Western Ontario, Canada
- Director Accreditation Program (2003), Thai Institute of Directors Association
- Audit Committee Program (2007), Thai Institute of Directors Association

#### **Work Experience - Present:**

#### In Listed Companies:

- o Independent Director, Audit and Risk Committee Member and
  - Nomination and Remuneration Committee Chairman,
  - Laguna Resorts & Hotels Public Company Limited
- Independent Director, Audit and Risk Committee Member and
  - Nomination and Remuneration Committee Chairman,
  - Thai Wah Public Company Limited
- o Vice Chairman, Muang Thai Insurance Public Company Limited
- Director, Loxley Public Company Limited
- o Director, Asian Phytoceuticals Public Company Limited

# In Non-Listed Companies:

- Honorary Chairman, Greater Mekong Sub-Region Business-Forum
- Chairman of the Executive Board, Rutnin-Gimbel Excimer Laser Eye Centre
- Vice Chairman, Thai Chamber of Commerce

#### In Non-Listed Companies: (con't)

- Director, SPIE Oil & Gas Services (Thailand) Limited
- Director, Hamilcar Company Limited
- o Board Member, King Prajadhipok's Institute

# In Other Legal Entity that may have a Conflict of Interests with the Company:

None

#### Record of Illegal Activity: None

## **Meeting Attendance in 2016:**

Board of Directors: 4 out of 4
Audit and Risk Committee: 4 out of 4
Nomination and Remuneration Committee: 2 out of 2
Shareholders' Meeting: 1 out of 1

## Conflict of Interest in Agenda Item: None

## **Other Related Relationships**

| Relationship   | Details |
|--|---------|
| Close relative to management / major shareholder of the Company or a subsidiary  | No      |
| Relationship with Company / its parent company / its subsidiary / its associates or other legal entities that may have a conflict of interests now or have had a conflict of interests in the past 2 years |         |
| as an executive director, employee, member of staff or advisor who receives a regular salary   | No      |
| 2. as a professional service provider  | No      |
| 3. in a material business relationship which may affect their independence   | None    |

# PROFILES OF INDEPENDENT DIRECTORS WHO ARE APPOINTED AS PROXIES FOR SHAREHOLDERS WHO ARE UNABLE TO ATTEND THE MEETING



Name: Mr. Vudhiphol Suriyabhivadh

Position: Independent Director,

**Audit and Risk Committee Chairman and** 

**Nomination and Remuneration Committee Member** 

Age: 72 years

Nationality: Thai

Address: 1 Soi Judsunt Timruengved 1, Sukhumvit 62 Road, Bangchak, Phrakanong,

Bangkok 10260

Date of First Appointment as Director: 7 May 2003

No. of Years of Directorship in the Company: 13 years 11 months

Number of Company Shares Held: None (No movement during the year)

#### **Highest Educational Background / Director Certificate Program:**

- Bachelor of Commerce (Accountancy), University of New South Wales, Australia
- Bachelor of Law, Sukhothai Thammathirat University
- Director Certification Program (2003), Thai Institute of Directors Association
- Audit Committee Program (2005), Thai Institute of Directors Association
- Executive Course, IMD, Lausanne, Switzerland

## **Work Experience - Present:**

#### In Listed Companies:

- Independent Director, Audit and Risk Committee Chairman and
  - Nomination and Remuneration Committee Member,
  - Laguna Resorts & Hotels Public Company Limited
- o Independent Director, Audit and Risk Committee Chairman and
  - Nomination and Remuneration Committee Member.
  - Thai Wah Public Company Limited
- Independent Director, Audit Committee Chairman and
  - Nomination, Remuneration and Good Corporate Governance Committee Chairman,
  - L.P.N. Development Public Company Limited
- Independent Director and Audit Committee Chairman,
  - Bangkok Ranch Public Company Limited

#### In Non-Listed Companies:

None

## In Other Legal Entity that may have a Conflict of Interests with the Company:

None

Record of Illegal Activity: None

## **Meeting Attendance in 2016:**

Board of Directors: 4 out of 4
Audit and Risk Committee: 4 out of 4
Nomination and Remuneration Committee: 2 out of 2
Shareholders' Meeting: 1 out of 1

## Conflict of Interest in Agenda Item:

Mr. Vudhiphol Suriyabhivadh is one of 4 retiring directors proposed to be reappointed for another term of directorships in Agenda Item 5.1

#### **Other Related Relationships**

| Relationship   | Details |
|--|---------|
| Close relative to management / major shareholder of the Company or a subsidiary  | No      |
| Relationship with Company / its parent company / its subsidiary / its associates or other legal entities that may have a conflict of interests now or have had a conflict of interests in the past 2 years |         |
| as an executive director, employee, member of staff or advisor who receives a regular salary   | No      |
| 2. as a professional service provider  | No      |
| 3. in a material business relationship which may affect their independence   | None    |