# 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: 72 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: 13 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
- Director Accreditation Program (2003), Thai Institute of Directors Association
- Audit Committee Program (2007), Thai Institute of Directors Association

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

#### In Listed Companies:

- 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 Member,
  - Thai Wah Food Products Public Company Limited
- Advisor, Loxley Public Company Limited
- Director, Asian Phytoceuticals Public Company Limited

#### In Non-Listed Companies:

- Honorary Chairman, Greater Mekong Sub-Region Business-Forum
- Chairman of the Executive Board, Rutnin Eye Hospital
- Director, SPIE Oil & Gas Services (Thailand) Limited
- o Director, Societé Commercial Lao Company Limited, Lao People's Democratic Republic
- Member of Executive Board, Thai Chamber of Commerce

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

- Expert Committee, The Education Council
- o Secretary General, Development Cooperation Foundation

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

None

# **Disclosure on Other Interests:**

Dr. Jingjai Hanchanlash

Company	Nature of Interest	No. of Shares Held
Banyan Tree Holding Limited	Shareholder	100,000 shares (0.01%)

Spouse: Khunying Chamnongsri Hanchanlash

Company	Nature of Interest	No. of Shares Held
Thai Wah Food Public Company	Shareholder	456,000 (0.48%)
Limited		

• Minor Child: None

Record of Illegal Activity: None

# Meeting Attendance in 2014:

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: 70 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: 11 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
- o 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
- Independent Director, Audit and Risk Committee Member and

Nomination and Remuneration Committee Member,

Thai Wah Food Products Public Company Limited

Independent Director, Audit Committee Member and

Nomination and Remuneration Committee Member,

L.P.N. Development Public Company Limited

#### In Non-Listed Companies:

Independent Director and Audit Committee Chairman,
 Bangkok Ranch Public Company Limited

# $\underline{\text{In Other Legal Entity that may have a Conflict of Interests with the Company:}}\\$

None

# **Disclosure of Other Interests:**

# Mr. Vudhiphol Suriyabhivadh

Company	Nature of Interest	No. of Shares Held
Banyan Tree Holding Limited	Shareholder	100,000 shares (0.01%)
L.P.N. Development Public Company Limited	Shareholder	400,000 shares (0.03%)
Bangkok Ranch Public Company Limited	Shareholder	7,461,788 shares (2.18%)

# Spouse: Ms. Tassanee Suriyabhivadh

Company	Nature of Interest	No. of Shares Held
L.P.N. Development Public Company Limited	Shareholder	700,000 (0.05%)
Four Mains International Company Limited	Director & Shareholder	19,997 (99.99%)
Thai Wah Food Products Public Company Limited	Shareholder	50,000 (0.05%)

• Minor Child: None

Record of Illegal Activity: None

# **Meeting Attendance in 2014:**

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