


Criteria and Process for Director Nomination

The Board of Directors ensures that the nomination and selection process is transparent and clear by assigning the Nomination and Compensation Committee to consider the criteria for selecting, screening, and to select qualified people who have knowledge, expertise, and experience that are beneficial to the operation of the company, as well as a good understanding of the business, and who use the Board Skill Matrix as a component to consider and delegated to a recruiting firm to select qualified practitioners in Thailand and abroad based on the qualifications established by the Nomination and Compensation Committee, who will be carefully interviewed and chosen to ensure that the qualified person is knowledgeable, has expertise and experience that is beneficial to the company's operations, also qualified in accordance with the requirements of the applicable laws and shall not possess with prohibited characteristic as mentioned in the Public Companies Act B.E 2535 (as amended) and the Securities and Exchange Act B.E 2535 (as amended) then submits an opinion to the Board of Directors for consideration and scrutiny each candidate in order to propose the nomination that meet all qualifications and suitable with the Company's business, and then proposes an opinion to the shareholders for appointment as a director with enough information about the nominated director to make a decision.

In the case of appointing an independent director, the Nomination and Compensation Committee shall take into consideration the Company's qualifications of an independent director, which is based upon the qualifications as set by the Stock Exchange of Thailand (SET), the Office of the Securities and Exchange Commission (SEC), the Capital Market Supervisory Board and related competent authority.

Each director must be approved by more than half of the shareholders in attendance and be eligible to vote. Please note that during 2 October 2023 to 2 January 2024, the Board of Directors granted minority shareholders the right to nominate persons to be elected as directors at the Annual General Meeting of Shareholders No. 31. However, no nomination for directorship by minority shareholders was made.

Information of the Directors for Re-elections

Name	Ms. Nopporn Tirawattanagool	
Age	70 years	
Type of Director	Director	
Current Positions	Director	
Education	Bachelor's Degree: Bachelor of Business Administration (in Accounting), Thammasat University Master's Degree: Master of Accounting, Thammasat University	
Years of directorship	12 year (Since 23 April 2012)	
Attending Board Meeting	Board Meetings: 7/7 Strategy Meetings: 1/1	
Shareholding in the Company (%)	None (0% of total issued shares)	
Family relationship with Directors and Executives	None	
Position in company under same competition	None	
Position in company with conflict of interest	None	

Listed Company (4 other Thai Listed Companies)

Apr 2012 – Present	Director	- Siam City Cement Public Company Limited/ Cement Producer and Construction Materials
Jul 2014 – Mar 2022	Member of Nomination and Compensation Committee	
Jul 2014 – Mar 2020	Member of Governance and Risk Committee	
Jan 2015 – Present	Member of Risk and Compliance Committee	- Bank of Ayudhya Public Company Limited/ Commercial Bank
Apr 2010 – Present	Member of Nomination and Remuneration Committee	
Apr 2010 – Present	Non-executive director	
Apr 2016 – Present	Director	- Grand Canal Land Public Company Limited/ Real Estate
Oct 2014 – Present	Director	- Srivichaivejvivat Public Company Limited/ Hospital
May 2021 – Present	Member of Corporate Governance Committee	- Allianz Ayudhya Capital Public Company Limited (formerly Sri Ayudhya Capital Public Company Limited)/ General Insurance
May 2013 – Present	Member of Nomination and Remuneration Committee	
Apr 2013 – Present	Director	

Position in Other Company (22 Companies)

Apr 2017 – Present	Director (Authorized Signatory)	- BBTV Asset Management Limited/ Advertisement and Holdings
--------------------	------------------------------------	--

May 2015 – Present	Director (Authorized Signatory)	- CKS Holding Company Limited/ Holding
May 2015 – Present	Director (Authorized Signatory)	- Super Assets Company Limited/ Real Estate
May 2015 – Present	Director (Authorized Signatory)	- C.K.R Company Limited/ Holding
May 2015 – Present	Director (Authorized Signatory)	- The Bangkok Lighters Company Limited/ Asset Management
May 2015 – Present	Director (Authorized Signatory)	- The Thai Tapioca Flour Produce Company Limited/ Real Estate
May 2015 – Present	Director (Authorized Signatory)	- Cyber Venture Company Limited/ Holding
Apr 2015 – Present	Director (Authorized Signatory)	- Khao Kheow Country Club Company Limited/ Golf Course
Apr 2015 – Present	Director (Authorized Signatory)	- Siam Purimongkol Company Limited/ Real Estate
Dec 2014 – Present	Director (Authorized Signatory)	- Grand Fortune Company Limited/ Real Estate
Apr 2014 – Present	Director	- Bangkok Broadcasting & TV Company Limited/ Television Broadcasting
Apr 2014 – Present	Director (Authorized Signatory)	- BBTB Satelvision Company Limited/ Advertisement
Apr 2014 – Present	Director (Authorized Signatory)	- GL Asset Company Limited/ Advertisement
Apr 2014 – Present	Director (Authorized Signatory)	- Mahakij Holding Company Limited/ Advertisement and Holding
Apr 2014 – Present	Director (Authorized Signatory)	- BBTB Production Company Limited/ Advertisement
Jan 2014 – Present	Director (Authorized Signatory)	- BBTB Alliance Limited/ Holding Company
Jan 2014 – Present	Director (Authorized Signatory)	- BBTB Bond Street Building Limited/ Real Estate Investment
Aug 2012 – Present	Director (Authorized Signatory)	- ITBC Business Consultant Group Company Limited/ IT Consultant
Apr 2011 – Present	Director (Authorized Signatory)	- Exclusive Senior Care International Company Limited/ Development of Facilities for Elderly Health Rehabilitation
Sep 2010 – Present	Director (Authorized Signatory)	- BBTB International Holdings Company Limited/ Holding
Sep 2010 – Present	Director (Authorized Signatory)	- Sunrise Equity Company Limited/ Holding
Sep 2010 – Present	Director (Authorized Signatory)	- BBTB Equity Company Limited/ Office Building Rental


Name	Dr. Sunee Sornchaitanasuk	
Age	62 years	
Type of Director	Independent Director	
Current Positions	Independent Director Chairperson of Audit Committee	
Education	Bachelor's Degree: Bachelor of Accounting, Thammasat University Master's Degree: Master of Industrial Business, King Mongkut's University of Technology North Bangkok PhD.: Doctor of Management Communication Management Program, Suan Dusit Rajabhat University Certificate: Higher Diploma in Auditing, Thammasat University CPA, Institute of Certified Accounting & Audit of Thailand Certified Public Accountant No. 3733	
Years of directorship	9 years (Since 10 June 2015)	
Attending Board Meeting	Board Meetings: 7/7 Strategy Meetings: 1/1	
Attending Board Committee Meeting	Audit Committee's Meeting: 11/11	
Shareholding in the Company (%)	None (0% of total issued shares)	
Family relationship with Directors and Executives	None	
Position in company under same competition	None	
Position in company with conflict of interest	None	

Listed Company (Including 3 other Thai Listed Companies)

Jun 2015 – Present	Chairperson of Audit Committee and Independent Director	- Siam City Cement Public Company Limited/ Cement Producer and Construction Materials
2022 – Present	Director	- Areeya Property Public Company Limited/ Real estate
Apr 2018 – Present	Member of Audit Committee and Independent Director	- B.Grimm Power Public Company Limited/ Resources, Energy, and Utility
2016 – Present	Chairperson of Audit Committee and Independent Director	- Namyong Terminal Public Company Limited/ Terminal Service, Storage Services and Other Services

Position in Other Company (1 Company)

2022 – Present	Director	- Bellugg Group Company Limited/ Baggage services
----------------	----------	---

Name	Mr. Charin Satchayan	
Age	58 years	
Type of Director	Independent Director	
Current Positions	Independent Director Chairman of Governance Committee Member of Audit Committee	
Education	Bachelor's Degree: Bachelor of Law (Honours), Ramkhamhaeng University Master Degree: Executive Master of Business Administration, Sasin Graduate Institute of Business, Administration of Chulalongkorn University Master of Law (LL.M.), (Under patronage of Fulbright Scholarship), Cornell University, U.S.A. Certificate: Post Graduate Diploma in Business Law, Thammasat University	
Years of directorship	8 years (Since 7 April 2016)	
Attending Board Meeting	Board Meetings: 7/7 Strategy Meetings: 1/1	
Attending Board Committee Meeting	Governance Committee's Meeting: 2/2 Audit Committee's Meetings: 11/11	
Shareholding in the Company (%)	None (0% of total issued shares)	
Family relationship with Directors and Executives	None	
Position in company under same competition	None	
Position in company with conflict of interest	None	

Listed Company (No Other Thai Listed Company)

Mar 2021 – Present	Chairperson of the Governance Committee	- Siam City Cement Public Company Limited/ Cement Producer and Construction Materials
Apr 2020 – Present	Member of the Governance Committee	
Apr 2016 – Present	Member of the Audit Committee and Independent Director	
May 2017 – May 2018	Member of the Governance and Risk Committee	

Position in Other Company (5 Companies)

2023 – Present	Managing partner	- Charin & Partners Limited / Legal Consultancy
2020 – Present	Director	- Tee Hang Nee Company Limited / Property
2020 – Present	Director	- Craftbrandship Company Limited / Branding
2019 – Present	Director	- Heart and Home Company Limited / Asset and Property
2011 – Present	Managing Partner	- Charin & Associates Limited/ Legal Consultancy