

Agenda No. 5 To consider and approve the appointment of directors to replace those who are retiring by rotation.

The Nomination Committee recommends the following qualified persons to be directors of the Company. The Board of Directors, by recommendation of the Nomination Committee who carefully considered the proposed candidates, is of an opinion that these persons are highly experienced and proficient in various business affairs. They have well-rounded work experiences, broad vision, and are capable to serve as directors in a professional manner. In addition, they have varied work experiences, which should add value in their capacity as a Company's director.

Profiles of the proposed directors to replace those who are retiring by rotation.

Name Mr. Stephen Fordham
Position Director, Nomination Committee
 Chairman, and Independent Director
Nationality British
Age 58 Years
Number of shares held in the Company (as of 30th December 2009) - None -
Address 6 Raffles Quay #10-05/06, Singapore 048580



Education /Training

- BA/MA Jurisprudence, Oxford University (Open Exhibition)
- Solicitor, England & Wales (1976)
- Solicitor, Hong Kong (1976)
- Graduate Certificate in International Arbitration (2006)
- Fellow, Singapore Institute of Arbitrators (2006)

Working Experience

Listed Company

Jan. 07 - Present	Nomination Committee Chairman and Independent Director	Thoresen Thai Agencies Plc.
Nov. 06 - Present	Independent Director	Total Access Communication Plc.

Non-Listed Company

Director in a group of shipping companies and offshore companies. None of them are considered to create conflicts of interest with the Company.

Nominated position	Nomination Committee Chairman and Independent Director
No. of years being the Company's director	3 years
Meeting attendance for year 2009	8/11 (Board Meeting), 5/5 (Nomination Committee Meeting)

This nominated person does not hold any position as director or management in other companies, which might have a conflict of interest with the Company.

Name Mrs. Pratana Mongkolkul
Position Director, Audit Committee Chairperson,
and Independent Director
Nationality Thai
Age 45 Years
**Number of shares held in the Company
(as of 30th December 2009)** 22,000 Shares
Address No. 160 Soi Sukhumvit 85, Sukhumvit
Road, Kwaeng Bangjak, Khet
Prakhanong, Bangkok 10260



Education /Training

- Master Degree in Business Administration, Thammasat University
- Director Accreditation Program (DAP) from Thai Institute of Directors Association (IOD)
- Diploma for Director Certification Program (DCP) from Thai Institute of Directors Association (IOD)
- Chief Financial Officer Certification Program 1 from the Institute of Certified Accounting and Auditors of Thailand
- Director Diploma Examination, The Australian Institute of Directors Association
- Capital Market Academy Leader Program 6/2008, Capital Market Academy

Working Experience

Listed Company

Mar. 09 – Present	Chair of Audit Committee	Thoresen Thai Agencies Plc.
Jan. 07 – Present	Independent Director/Audit Committee	Thoresen Thai Agencies Plc.
2007 – Present	Director	S&P Syndicate Plc.
1998 – Present	Chief Financial Officer and Director	Minor International Plc.

Non-Listed Company

Director in subsidiaries of Minor Group of companies. None of them are considered to create conflicts of interest with the Company.

Nominated position

Chair of the Audit Committee and Independent Director

No. of years being the Company's director

3 years

Meeting attendance for year 2009

10/11 (Board Meeting), 8/8 (Audit Committee Meeting)

This nominated person does not hold any position as director or management in other companies, which might have a conflict of interest with the Company.

Name Mrs. Joey Horn
Position Independent Director
Nationality American
Age 43 Years
Number of shares held in the (as of 30th December 2009) - None -
Address 10 Draycott Park, #24-08, Draycott 8
 Singapore 59405



Education /Training

- MBA, Yale University, New Haven, Connecticut, USA, 1991
- BA, Williams College, Williamstown Massachusetts, USA, 1987

Working Experience

Listed Company

Jan. 08 - Present	Independent Director	Thoresen Thai Agencies Plc.
Jan. 09 - Present	None Executive Director	Mermaid Maritime Plc. (Listed in Singapore)
Jan. 06 - Dec. 06	Independent Director	Petrojarl ASA (Listed in Oslo, Norway)
Jan. 05 - May 05	Independent Director	Norse Energy Corp, ASA (Listed in Oslo, Norway)

Non-Listed Company

- None -

Nominated position Independent Director

No. of years being the Company's director 2 years

Meeting attendance for year 2009 8/11 (Board Meeting)

This nominated person does not hold any position as director or management in other companies, which might have a conflict of interest with the Company.

Name Mr. Terje Schau
Position Independent Director
Nationality Norwegian
Age 60 Years
Number of shares held in the (as of 30th December 2009) - None -
Address #60-03, 7 Holt Road, Singapore 249445
Education /Training
- Diploma in Shipping & Finance, London School of Foreign Trade
Working Experience
Listed Company



Mar. 09 - Present Independent Director Thoresen Thai Agencies Plc.

Non-Listed Company

Director in private companies. None of them are considered to create conflicts of interest with the Company.

Nominated position Independent Director
No. of years being the Company's director 9 months
Meeting attendance for year 2009 4/4 (Board Meeting)
This nominated person does not hold any position as director or management in other companies, which might have a conflict of interest with the Company.

Remark : Mr. Terje Schau was first appointed by the Company's Board of Directors in March 2009 to replace Mr. Bjorn Ostrom, who resigned in 2009, to serve for the remainder of Mr. Ostrom's term.

Definition of An Independent Director

An independent director is a director who does not manage TTA or any of its subsidiaries, is independent from management and major shareholders, and has no business dealings with TTA, which may compromise our interests and/or the shareholders' interests.

The main qualifications of an independent director include:

1. They must not hold more than 1 percent, of the issued shares of TTA, its subsidiary, affiliate, or related company. To act as a member of the Audit Committee, the ownership restriction must not exceed 0.5 percent.
2. They must not be or have previously been directors who take part in management of TTA, an employee, a staff, a major shareholder of TTA, member or advisor who receives a regular salary, or a controlling person of TTA, its subsidiary, affiliate, related company, or same-level subsidiary unless they have not been involved in such positions for at least two years prior to the date of appointment. Such business relationship shall not be inclusive of the independent director who has previously been an officer or a consultant in a government sector who is a major shareholder or a controlling person of TTA.

3. They must be free of any direct or indirect, financial or other interests in the management and business of TTA, its subsidiary, affiliate, related company, a major shareholder, or a controlling person in a way that might interfere with their independent opinions, and neither being nor having been a significant shareholder, or a controlling person having business relationship with TTA, its subsidiary, affiliate, related company, or a major shareholder of TTA, unless they have not been involved in such positions for at least two years prior to the date of appointment.
4. They must not be related to any executive director, executive officer, controlling person, or major shareholder no matter by blood or registration under laws such as parents, spouse, siblings, and children, including the spouse of the children, executives, major shareholder, controlling person, or persons to be nominated as executive or controlling person of TTA or its subsidiary.
5. They must not be a director who has been appointed as a representative of TTA's director, major shareholder, or shareholders who are related to TTA's major shareholder.
6. They must not be or have previously been an auditor of TTA, its subsidiary, affiliate, related company, a major shareholder, a controlling person of TTA, and not being a significant shareholder, a controlling person or a partner of an audit firm which employs auditors of TTA, its subsidiary, affiliate, related company, a major shareholder, or a controlling person having business relationship with TTA, unless they have not been involved in such positions for at least two years prior to the date of appointment.
7. They must not be or have previously been persons who provided any professional advice and services, such as legal adviser or financial consultant, who receives service fees more than Baht 2 million per annum from TTA, its subsidiary, affiliate, related company, a major shareholder, or a controlling person of TTA, unless they have not been involved in such positions for at least two years prior to the date of appointment.
8. They must not operate any business which has the same nature as and is in competition with the business of TTA or its subsidiary, or not being a significant partner in any partnership, or not being an executive director, employee, staff, or an advisor who receives regular salary; or holding shares exceeding one per cent of the total number of voting rights of any other company operating business which has the same nature as and is in significant competition with the business of TTA and its subsidiary.
9. They must not have any other characteristics or qualifications which might interfere with their independent opinions on TTA's business operations.

The shareholding restrictions of an independent director follow the minimum requirements of the Securities and Exchange Commission or the Stock Exchange of Thailand, in which an independent director must hold no more than 1.0 percent of the total voting shares of the company. The following table confirms that all proposed individuals meet the qualifications of an independent director.

Type of Relationship	Names of Proposed Independent Directors			
	Mr. Stephen Fordham	Mrs. Pratana Mongkolkul	Mrs. Joey Horn	Mr. Terje Schau
Shareholdings in the Company - Number of shares	None	22,000 Shares	None	None
- Percentage of shareholding in the Company	None	0.003%	None	None
Being a relative of management/major shareholders of the Company/subsidiary company	None	None	None	None
Type of relationship with the Company, parent company, subsidiaries, associated companies, or juristic persons that may result in a conflict of interest at present or in the past two years. (1) being director who is involved in management, staff, employee, or consultant who receives monthly salary (2) being professional service provider (3) having business relationship	None None None	None None None	None None None	None None None