

Profiles of nominated directors to be elected to succeed those who will be retiring by rotation

Name	Mr. Prasert Bunsumpun		
Proposed Position	Director		
Nationality	Thai		
Age	70 years		
Number of shares held in the Company (as of 28 February 2023)	Own:	0.0100 percent	
	Spouse:	none	
Date of first appointment	31 January 2012 (11 years)		
No. of years being the Company's Director including if being re-elected	14 years (11 plus 3 years)		

**Education / Thai Institute of Directors Association (IOD) and the Company's Trainings**

- Honorary Doctoral of Arts in Social Innovation Management, Faculty of Humanities and Sciences, Suan Sunandha Rajabhat University, 2011
- Honorary Doctoral in Management, Mahasarakarm University, 2011
- Honorary Doctoral in Management Science, Petchaburi Rajabhat University, 2008
- Honorary Doctoral in Management, National Institute of Development Administration (NIDA), 2007
- Honorary Doctoral in Engineering, Chulalongkorn University, 2007
- M.B.A., Utah State University, USA, 1978
- B.Eng. in Civil Engineering, Chulalongkorn University, 1975
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022
- Role of the Chairman Program (RCP), Thai Institute of Directors Association (IOD), Class 28/2012
- Director Accreditation Program (DAP), Thai Institute of Directors Association (IOD), Class 26/2004

Working experience (past 5 years)

- **Positions in listed companies in SET (presently 6 companies)**

- 2020 - Present : Chairman of the Board of Directors and Independent Director, Clover Power Public Company Limited
- 2020 - Present : Independent Director, Major Cineplex Group Public Company Limited
- 2020 - Present : Chairman of the Board of Directors, Independent Director, AIRA Capital Public Company Limited
- 2019 - Present : Independent Director, Member of the Audit Committee, Chairman of the Nomination and Remuneration Committee, T.K.S. Technologies Public Company Limited
- 2016 - Present : Independent Director, Chairman of the Board of Directors, Chairman of the Nomination and Compensation Committee, SVI Public Company Limited
- 2012 - Present : Chairman of the Board of Directors, Non-Executive Director, Chairman of the Executive Committee, Thoresen Thai Agencies Public Company Limited
- 2015 - 2021 : Independent Director and Chairman of the Executive Committee, Thaicom Public Company Limited
- 2011 - 2021 : Independent Director, Chairman of the Nomination and Governance Committee, Member of the Leadership Development and Compensation Committee, Member of the Strategic and Organizational Review Committee, Intouch Holdings Public Company Limited

- 2018 - 2020 : Independent Director, Chairman of the Board of Director,
Chairman of the Executive Committee, Nok Airlines Public Company Limited
- 2018 - 2020 : Independent Director and Chairman of the Risk Management Committee,
PTT Global Chemical Public Company Limited
- 2011 - 2018 : Independent Director and Chairman,
PTT Global Chemical Public Company Limited
- 2013 - 2017 : Director, Member of the Enterprise Risk Management Committee,
PTT Public Company Limited
- 2011 - 2015 : Independent Director, Chairman of the Board of Executive Directors,
Krung Thai Bank Public Company Limited

- **Positions in listed companies in other countries (presently 1 company)**

- 2012 - Present : Chairman of the Board of Directors, Chairman of the Executive Committee,
Mermaid Maritime Public Company Limited

- **Positions in non-listed companies/organizations (presently 5 companies)**

- 2021 - Present : Director, Chulabhorn Royal Academy
- 2019 - Present : Chairman of the Board of Directors, AIRA Property Public Company Limited
- 2011 - Present : Chairman of the Board of Directors, Thailand Business Council for Sustainable
Development (TBCSD)
- Present : Council President, Distinguished Director, Dhurakij Pundit University
- Present : Distinguished Director, King Prajadhipok's Institute
- 2019 - 2020 : Chairman of the Board of Directors,
Yuanta Securities (Thailand) Company Limited
- 2014 - 2019 : Member of the National Legislative Assembly, Thailand
- 2014 - 2019 : First Vice-President of the Committee on Energy, the National Legislative
Assembly, Thailand

Meeting attendance for year 2022

- Board of Directors Meeting 8/8
- Executive Committee Meeting 9/9

Record of Illegal Activity

– None –

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

Name Dr. Jean Paul Thevenin

Proposed Position Director

Nationality French

Age 82 years

Number of shares held in the Company (as of 28 February 2023) Own: none
Spouse: none



Date of first appointment 30 January 2014 (9 years)

No. of years being the Company's Director including if being re-elected 12 years (9 plus 3 years)

Education / Thai Institute of Directors Association (IOD) and the Company's Trainings

- Ph.D. in Metallurgy, Orsay University, France
- Honorary Ph.D., King Mongkut's University of Technology Thonburi
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022
- Director Accreditation Program (DAP), Thai Institute of Directors Association (IOD), Class 74/2008

Working experience (past 5 years)

• **Positions in listed companies in SET (presently 2 companies)**

- 2021 – Present : Member of the Corporate Governance Committee, Thoresen Thai Agencies Public Company Limited
- 2019 – Present : Director, PM Thoresen Asia Holdings Public Company Limited
- 2017 – Present : Member of the Risk Management Committee, Thoresen Thai Agencies Public Company Limited
- 2015 – Present : Member of the Investment Committee, Thoresen Thai Agencies Public Company Limited
- 2014 – Present : Non-Executive Director and Member of the Executive Committee, Thoresen Thai Agencies Public Company Limited

• **Positions in listed companies in other countries (presently 1 company)**

- 2013 – Present : Non-Executive Director, Member of the Executive Committee, Member of the Audit Committee, Member of the Nomination Committee, Member of the Remuneration Committee, Chairman of the Risk Management Committee, Mermaid Maritime Public Company Limited

• **Positions in non-listed companies/organizations (presently 17 companies)**

- 2022 - Present : Director, Strom (Thailand) Co., Ltd.
- 2022 - Present : Director, Petrolift (Thailand) Co., Ltd.
- 2022 - Present : Director, P80 Go Co., Ltd.
- 2022 - Present : Director, P80 Air Ltd.
- 2021 - Present : Director, Thoresen Shipping (Thailand) Co., Ltd.
- 2021 - Present : Director, Mermaid Decom Co., Ltd.
- 2021 – Present : Director, Baconco Co., Ltd.
- 2019 – Present : Director, Thoresen Klong Padung Krungkasem Joint Venture (Thailand)
- 2018 – Present : Director, Asia Infrastructure Management (Thailand) Co., Ltd.
- 2018 – Present : Director, PTGC Co., Ltd.

2017 – Present : Director, Petrolift Inc.
2016 – Present : Director, TTA Mariner Co., Ltd.
2016 – Present : Director, Thoresen & Company (Bangkok) Limited
2015 – Present : Director, Thoresen Shipping Singapore Pte. Ltd.
2015 – Present : Director, Mermaid Offshore Services Pte. Ltd.
2015 – Present : Director, Mermaid Subsea Services (Thailand) Ltd.
2014 – Present : Director, Mermaid Drilling Ltd.
2014 – 2022 : Director, MTR-2 Ltd.
2016 – 2019 : Director, PMT Property Co., Ltd.

Meeting attendance for year 2022:

- Board of Directors Meeting 8/8
- Executive Committee Meeting 9/9
- Corporate Governance Committee Meeting 2/2
- Risk Management Committee Meeting 4/4

Record of Illegal Activity

– None –

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

Name Mr. Mohammed Rashed Ahmed M. Alnasri

Proposed Position Independent Director

Nationality Emirati

Age 52 years

Number of shares held in the Company (as of 28 February 2023) Own: none
Spouse: none



Date of first appointment 30 January 2013 (10 years)

No. of years being the Company's Director including if being re-elected 13 years (10 plus 3 years)

Education / Thai Institute of Directors Association (IOD) and the Company's Trainings

- License of Law, Emirates University
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022

Working experience (past 5 years)

• **Positions in listed companies in SET (presently 1 company)**

2013 – Present : Independent Director/Member of the Nomination and Remuneration Committee, Thoresen Thai Agencies Public Company Limited

• **Positions in listed companies in other countries (None)**

– None –

• **Position in other non-listed companies/organizations (presently 6 organizations)**

Present : Chairman of Gulf Islamic Investment LLC, UAE
Present : Board's Member of Alwifaq Finance Company, UAE
Present : General Director of Pvt. & Official office of H.H Sheikh Mohammed Bin Khalifa Bin Zayed Al Nahyan, UAE
Present : Assistant-Undersecretary in the Financial Department of Abu Dhabi, UAE
Present : General Manager of Al Ain Equestrian, Shooting & Golf Club, UAE
Present : Member of the National Consultative Council, UAE
2013 - 2021 : Vice President of Youth Hostel Society, UAE
2013 - 2021 : Board's Member of The Emirates Insurance Company, UAE
2013 - 2021 : Board's Member of The National Investor Company, UAE

Meeting attendance for year 2022

- Board of Director Meeting 6/8
- Nomination and Remuneration Committee Meeting 2/2

Record of Illegal Activity

– None –

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

Other Related Relationships

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

Name Mr. Somchai Chaisuparakul

Proposed Position Director

Nationality Thai

Age 73 years

Number of shares held in the Company (as of 28 February 2023) Own: none
Spouse: none



Date of first appointment 1 January 2022 (1 years)

No. of years being the Company's Director including if being re-elected 4 years (1 plus 3 years)

Education / Thai Institute of Directors Association (IOD) and the Company's Trainings

- Master of Business Administration, University of Leicester, United Kingdom
- Personal Data Protection Act, Ragnar Corporation Company Limited, 2022
- Hot Issue for Directors - What Directors Need to Know About Digital Assets?, Thai Institute of Directors Association (IOD), Class 4/2022
- Corporate Governance Program for Insurance Companies (CIC), Thai Institute of Directors Association (IOD), Class 2/2022
- Corporate Governance for Capital Market Intermediaries (CGI), Thai Institute of Directors Association (IOD), Year 2014
- Director Accreditation Program (DAP), Thai Institute of Directors Association (IOD), Year 2004

Working experience (past 5 years)

• **Positions in listed companies in SET (presently 1 company)**

- 2022 – Present : Non-Executive Director, Thoresen Thai Agencies Public Company Limited
- 2009 – 2020 : Independent Director, MDX Public Company Limited
- 1995 – 2019 : Managing Director, White Group Public Company Limited
- 1995 – 2017 : Managing Director, Osotspa Company Limited

• **Present positions in listed companies in other countries (None)**

– None –

• **Present positions in other non-listed companies/organizations (presently 6 companies)**

- 2022 – Present : Director, P80 Air Ltd.
- 2021 – Present : Director, PM 80 Company Limited
- 2020 – Present : Chairman, Kingsford Securities Public Company Limited
- 2020 – Present : Chairman, Kingsford Holdings Public Company Limited
- 2018 – Present : Director, TPAC Packaging (Bangna) Co., Ltd.
- 2014 – Present : Director, Tune Insurance Public Company Limited
- 2008 – 2019 : Independent Director, IV Global Securities Public Company Limited

Meeting attendance for year 2022

- Board of Director Meeting 8/8

Record of Illegal Activity

– None –

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

Definition of the Company's Independent Director

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

The main qualifications of an independent director include:

1. Holding no exceeding 0.5 percent of the total voting shares of the Company, parent company, subsidiaries, associated companies, major shareholders or controlling persons of the Company, including the shares held by connected persons of such independent director;
2. Not being or having been executive director, employee, staff or an adviser who receives a regular salary; or a controlling person of the Company, parent company, subsidiaries, associated companies, same-level subsidiaries, major shareholder or controlling person unless the foregoing status has ended no less than two years prior to the date of appointment. Such prohibited characteristics shall exclude the case where an independent director used to be a government official or advisor of a governmental agency, which is a major shareholder or the controlling person of the Company;
3. Not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children, executives, directors, major shareholders, controlling persons, or persons to be nominated as executives, directors, or controlling persons of the Company or its subsidiaries;
4. Not having or having had a business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders or controlling persons in a manner that may interfere with independent discretion, which includes not being or having been a significant shareholder or controlling person of any person having a business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders or controlling person, unless the foregoing status has ended for at least two years prior to the date of appointment;

The aforementioned business relationship under the first paragraph shall include normal business transactions, rental or lease of real estate, transactions related to assets or services or granting or receipt of financial assistance through receiving or extending loan, guarantee, providing assets as collateral, and any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in an amount starting from three percent of the net tangible assets of the Company or from Baht twenty million or more, whichever amount is lower. The calculation of such indebtedness shall be in accordance with the method for calculating the value of related party transactions under the Notification of the Capital Market Supervisory Board Re: Rules on Execution of Related Party Transactions, *mutatis mutandis*. The consideration of such indebtedness shall include the indebtedness incurred during the period of one year prior to the date of establishing the business relationship with such related person;

5. Not being or having been an auditor of the Company, its parent company, subsidiaries, associate companies, major shareholders or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiaries, associate companies, major shareholders or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of appointment;

6. Not being or having been a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding Baht two million per year from the Company, its parent company, subsidiaries, associate companies, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years prior to the date of appointment;
7. Not being a director who has been appointed as a representative of the Company's director, major shareholder or shareholder who is a connected person of the Company's major shareholder;
8. Not undertaking any business in the same nature and in significant competition to the business of the Company or subsidiaries or not being a partner in a significant partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 percent of the voting shares of other company which undertakes business in the same nature and in significant competition to the business of the Company or subsidiaries;
9. Not having any characteristic which make him/her incapable of expressing independent opinions with regard to the Company's business affairs.

After having been appointed as independent director with qualifications complying with the criteria under item 1 to 9 above, the independent director may be assigned by the Board of Directors to take part in the business decision of the Company, its parent company, subsidiary, associated company, same-level subsidiary, major shareholder or controlling person, providing that such decision shall be in the form of collective decision.