

Constitute consideration agenda 6

Brief information of persons nominated for election as new directors.

Name: Mr. Jessadawat Priapchariyawat
Age: 66 Years



Type of director to be proposed for appointment: Independent director

Education:

- Master's Degree MBA (Business Administration - Finance) New York University, USA
- Master's Degree (Engineering Administration) George Washington University, USA

Expertise: Finance, Banking and Cryptocurrencies

Director Training Course: Thai Institute of Directors Association (IOD)

- Director Accreditation Programme (DAP)/2548
- Director Certification Programme (DCP)/2552
- Audit Committee Programme (ACP)/2552
- Monitoring the System of Internal Control and Risk Management (MIR)
- Monitoring the Internal Audit Function (MIA)
- Monitoring the Quality of Financial Reporting (MFR)
- Role of the Chairman Programme (RCP)/2554
- Monitoring Fraud Risk Management (MFM)/2554
- Corporate Good Governance for the Director & Executives of Enterprise & Public Organisation V. 4/2553
- Change Management for Top Executive Programme (GRID Thailand)
- Corporate Governance for Capital Market Intermediaries (CGI)/2559

Experiences (last 5 years)

Experience in the past 5 years and/or important positions:			
•	Serving as a director/executive in other listed companies on the Stock Exchange of Thailand		Currently holding positions in 2 companies
2008	- present	<ul style="list-style-type: none"> • Vice Chairman • Independent Director • Chairman of the Audit Committee • Chairman of the Nomination and Remuneration Committee • Chairman of the Risk Management Committee 	Sansiri Public Company Limited
2010	- Feb 2023	Chairman and Independent Director	Gratitude Infinite Public Company Limited
2019	- 2021	Directors have management authority.	Xspring Capital Public Company Limited
2013	- 2021	Corporate Governance Committee	Xspring Capital Public Company Limited
Nov 2018	- February 2019	Directors do not have management authority.	Xspring Capital Public Company Limited

Experience in the past 5 years and/or important positions:			
	February - Nov 2018 2018	Audit Committee and	Xspring Capital Public Company Limited
	May 2013 - Nov 2018	Independent Director	Xspring Capital Public Company Limited
•	Serving as a director/executive in a company that is not a listed company on the Stock Exchange of Thailand		Currently holding positions in 1 companies
	Nov 2022 - current	director	Xspring Digital Company Limited
	2018 - 2020	The Chief Executive Officer and directors have authority.	SE Digital Company Limited

Holding directorship positions in the company: -None-

Meeting attendance in 2023: -None-

Shareholding in the company: -None- (representing 0% of total shares with voting rights)

Vision in performing duties as a director

1. Participate in determining policy, vision, mission, and strategic plans for the company's business operations. Push the company Stepping into being a leading company with sustainable growth It is an important part in creating economic growth in Thailand. along with social care Create a good quality of life to enable business growth with social participation.
2. Supervise and follow up on the company's performance. To be in accordance with the goals set
3. Provide useful suggestions for developing the company's business. to create additional value and long-term competitiveness for sustainable growth
4. Promote business operations based on good corporate governance. Take care of all groups of stakeholders equally and fairly

Additional qualifications for nominated independent directors (Criteria according to the announcement of the Capital Market Supervisory Board No. TorChor. 39/2016)

Nature of relationship

- No blood relationship or by legal registration as parents, spouses, siblings, and children, including children's spouses of other directors, executives, major shareholders controlling person or persons who will be nominated to be directors Executives or controlling persons of the company or subsidiary company
- Not a director appointed to represent the company's directors. Major shareholders or shareholders who are related to the major shareholders of the company

Having an interest in the company / parent company / subsidiary company / associated company / same-level subsidiary company Major shareholder or controlling person of the company in the past 2 years

- Not or have ever been a director involved in management/employee/employee/consultant who receives a regular salary or person with controlling authority. As specified in the qualifications of independent directors of the company.
- Not a professional service provider (such as an auditor or partner of an audit firm legal advisor financial advisor)
- Do not have or have ever had a business relationship. Including not being or having never been a significant shareholder. or the controlling person of the person who has a business relationship in a manner that may impede the exercise of one's independent judgment

Qualifications for being a director;

Have all qualifications as required by relevant laws/rules. Details as shown below

Relevant laws/rules as follows:

- Standard Qualifications Act for Directors and Employees of State Enterprises, 1975, Section 5 and Section 7
- Public Companies Act B.E. 2535 and its amendments, Section 68
- The Securities and Exchange Act B.E. 2535 and its amendments, Section 89/3, together with the announcement of the Securities and Exchange Commission No. KorJor. 3/2017 regarding the determination of the untrustworthy characteristics of directors and executives of companies. (SEC Office Announcement)
- Cabinet resolution on January 24, 2011 regarding the appointment of high-level civil servants or permanent persons. Director positions in state enterprises and/or juristic persons in which the state enterprise is a shareholder.
- Company regulations Principles of good corporate governance disclosed in Form 56-1 One report

Brief information of persons nominated for election as new directors.

Name: Mr. Sawin Laosethakul
Age: 55 years



Type of director to be proposed for appointment: Director

Education:

- MBA (Business Administration - Finance), Indiana University, South Bend, USA.
- Bachelor of Science degree Thammasat University

Expertise:

- More than 10 years of working experience in the field of large business customers and business customers from Kasikorn Bank Public Company Limited, KBC Bank. Thailand representative office Fortis Bank (Belgium) and Bank of Nova Scotia, Bangkok Branch (Canada).
More than 10 years working in Corporate & Client Banking for The Kasikornbank Public Company Limited, KBC Bank N.V., Fortis Bank from Belgium, and the Bank of Nova Scotia, Canada;
- 2005: Chief Financial Officer of Bliss-Tel Public Company Limited and was part of the executive committee that pushed the company to enter the Stock Exchange of Thailand.
CFO & Executive Director for Bliss-Tel Public Company Limited, part of the Company management team to bring the Company into the Stock Exchange of Thailand ("SET") in 2005;
- 2011 – present: Recommending the issuance of convertible bonds to Thai public companies listed on the stock exchange, issued by the Advance Opportunities Fund.
Introduce CD issuance in Thailand, in 2011, for Thai listed companies, fully subscribed by Advance Opportunities Fund, during 2011 – Present
- 2015 : Executive Director of ACAP Advisory Public Company Limited and
2016 – 2017 : Executive Director, Venture Incorporation Public Company Limited.
Executive Director of ACAP Advisory Public Company Limited in 2015 and Executive Director of Venture Incorporation Public Company Limited in 2016-2017;
- More than 16 years of experience as a business consultant in fundraising for more than 35 Thai public companies, totaling 18,000 million baht.
Business Advisory for 16 years with experience with fund raise more than Thai Baht 18 billion.

Director Training Course: Thai Institute of Directors Association (IOD)

- Director Accreditation Program (DAP) No.29/2004

Experiences (last 5 years)

Experience in the past 5 years and/or important positions:			
Serving as a director/executive in other listed companies on the Stock Exchange of Thailand			-None-
•	Serving as a director/executive in a company that is not a listed company on the Stock Exchange of Thailand		Currently holding positions in 4 companies
2005	- current	Co-Founder and Managing Director	S1win Consultant Company Limited
2008	- current	Co-Founder and Managing Director	Star Asia Capital Holding Company Limited
2022	- current	director	Thanamit Infrastructure Company Limited
2023	- current	director	Bangkok Tailing Company Limited

Holding directorship positions in the company: -None-

Meeting attendance in 2023: -None-

Shareholding in the company: -None- (representing 0% of total shares with voting rights)

Vision in performing duties as a director;

1. Participate in determining financial policy to be consistent with business conditions and current and future cash inflows and outflows of the company. Along with setting up a reserve account to be used for working capital in the company to pay employee salaries, bonuses, and money to repay creditors when payments are due, and others.
2. Participate in discussions in determining guidelines for the use of cash in the company obtained from the company's operations. External loans and profits from investments to create maximum benefit to the company and its shareholders.
3. Sourcing and contacting Ready to negotiate Sources of reserve funds of the Company and its subsidiaries from domestic and foreign sources.
4. Set accounting, financial and internal auditing policies. of the company to ensure transparency and increase efficiency in the company's business operations for the benefit of the company and its shareholders

Qualifications for being a director;

Have all qualifications as required by relevant laws/rules. Details as shown below

Relevant laws/rules as follows:

- Standard Qualifications Act for Directors and Employees of State Enterprises, 1975, Section 5 and Section 7
- Public Companies Act B.E. 2535 and its amendments, Section 68
- The Securities and Exchange Act B.E. 2535 and its amendments, Section 89/3, together with the announcement of the Securities and Exchange Commission No. KorJor. 3/2017 regarding the determination of the untrustworthy characteristics of directors and executives of companies. (SEC Office Announcement)
- Cabinet resolution on January 24, 2011 regarding the appointment of high-level civil servants or permanent persons. Director positions in state enterprises and/or juristic persons in which the state enterprise is a shareholder.
- Company regulations Principles of good corporate governance disclosed in Form 56-1 One report.

Brief information of persons nominated for election as new directors.

Name: Fong Pin Jan

Age: 49 years

Type of director to be proposed for appointment: Director

Education:

- Professional Qualification of Bachelor of Accountancy at Nanyang Technological University (2nd Upper Division)
- Professional Affiliation of CA (Singapore), The Institute of Singapore Chartered Accountants
- Country of Work Experience of Singapore, the PRC and Thailand

**Expertise:**

With almost 30 years of experience in business development, consultancy and accountancy profession, I have gained extensive knowledge and experience in business development, audit, advisory and consultancy, finance and accounting related works from my servicing of companies from a wide range of industries including trading and retail, manufacturing, construction and real estate, agriculture, oil and gas, food & beverages, information technology, fast moving consumer goods and entertainment, and hospitality and services. My clients are typically companies whom are seeking a listing on the Singapore or Hong Kong Stock Exchange.

I have also gained practical knowledge in starting and operating my own consultancy business, True Corporate Advisory and was a co-founder in a Singapore based art gallery, The Art Fellas Pte Ltd. I sold my shares in the art gallery to my business partner after I migrated to Thailand following the birth of my child in Thailand and True Corporate became dormant as a result of my current appointment as Merger & Acquisition and Business Development Director in Asian Seafood.

Key Related Skills and Experiences

- Strong in financial technical knowledge and accounting standards
- Strong in internal control compliance and corporate governance matters
- Experience in review of annual reports of listed companies/annual financial statements of companies to be in compliance with statutory and listing requirements
- Experience in analytical review of group annual budgets and cash flows forecasting
- Involved in due diligence report for propose takeover of businesses
- Involved in statement of affairs for purpose of management buyout
- Involved in valuation reports of companies
- Involved in report for propose group restructuring
- Involved in special purpose audit/review of financial statements and internal control reviews
- Familiar with tax advisory and compliance and corporate secretarial matters
- Prepared business plans, execution plans and financial projections in respect of new business
- Vast China knowledge and experience including live-in working experience in the PRC
- Listed over 15 companies during my period in Ernst & Young
- Advised on successful listing of 5 companies (4 in Singapore and 1 in Hong Kong), two dual listings and various other potential listings that did not make it to the market for various reasons while at True Corporate Advisors Pte Ltd

Director Training Course: Thai Institute of Directors Association (IOD) –None-

Experiences (last 5 years)

Experience in the past 5 years and/or important positions:			
Serving as a director/executive in other listed companies on the Stock Exchange of Thailand			-None-
•	Serving as a director/executive in a company that is not a listed company on the Stock Exchange of Thailand		Currently holding positions in 1 companies
	Jan 2020 - Current	Assistant Managing Director	S1Win Consultant Company Limited
	Feb 2018 - Jan 2020	Director	M&A and Business Development, Asian Seafoods Coldstorage Public Company Limited (now known as "Asian Sea Corporation Public Company Limited")
	Feb 2017 - Jul 2018	Independent Director	Dapai International Holdings Co Ltd
	Apr 2016 - Feb 2017	NED	Dapai International Holdings Co

Holding directorship positions in the company: -None-

Meeting attendance in 2023: -None-

Shareholding in the company: -None-

Vision in performing duties as a director;

1. To improve compliance with internal controls and increase operational effectiveness at the same time.
2. Develop new business opportunities and diversity the revenue streams for the Group.

Qualifications for being a director;

Have all qualifications as required by relevant laws/rules. Details as shown below

Relevant laws/rules as follows:

- Standard Qualifications Act for Directors and Employees of State Enterprises, 1975, Section 5 and Section 7
- Public Companies Act B.E. 2535 and its amendments, Section 68
- The Securities and Exchange Act B.E. 2535 and its amendments, Section 89/3, together with the announcement of the Securities and Exchange Commission No. KorJor. 3/2017 regarding the determination of the untrustworthy characteristics of directors and executives of companies. (SEC Office Announcement)
- Cabinet resolution on January 24, 2011 regarding the appointment of high-level civil servants or permanent persons. Director positions in state enterprises and/or juristic persons in which the state enterprise is a shareholder.
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