

**Information about directors who are retired by rotation and proposed to be re-elected**

<b>Name</b>	: Mr. Teeradej Jarutangtrong	
<b>Age</b>	: 65	
<b>Nationality</b>	: Thai	
<b>Proposed Position</b>	: Director	
<b>Position</b>	: Director/ Chairman of Risk Management Committee	
<b>Appointment as Director date</b>	: September 12, 2007	
<b>No. of years The Board</b>	: 10 years 3 months (as December 31, 2017)	
<b>Number of Shares Held (As December 31, 2017)</b>	: 1,250,000 shares (equal to 0.62% of total issue shares)	
<b>Family relationship among Director and Executive</b>	: None	
<b>Educational Background</b>	: - Bachelor of Engineering, Chulalongkorn University	
<b>Training</b>	: Thai Institute of Directors (IOD) - Seminar "The Current Issue Seminar 1/2017: Legal Update: Criminal Liabilities of Directors" (Mar 2017) - How to Develop a Risk Management Plan (HRP) class 10/2016 - Anti-Corruption for Executive Program class 14/2015 - Director Accreditation Program (DAP) class 68/2008	
<b>Position at present</b>	: 2014 - Present    Chairman of Risk Management Committee, Phol Dhanya Plc. 2007 - Present    Director, Phol Dhanya Plc. 2013 - Present    Chairman of the Board, Phol Palladium Co., Ltd	
<b>Work Experiences</b>	: 2013                Vice Chairman of Executive Committee, Phol Dhanya Plc. 2012 - 2013        Chairman of Sub-Risk Management Committee, Phol Dhanya Plc. 2007 - 2012        Managing Director, Phol Dhanya Plc. 2004 - 2008        Director, PDC Supply Co., Ltd. 2003 - 2008        Director, PDA Supply Co., Ltd / PDR Supply Co., Ltd 2001 - 2008        Director, Palladium Intertrade Co., Ltd 1993 - 2008        Director, PD Progress Co., Ltd	

1988 - 2008 Director, Personal Safety Co., Ltd

**Other directorship position / Other position at present**

- Subsidiaries company** : 1 place  
- Chairman of the Board, Phol Palladium Co., Ltd
- Other listed company** : None
- Non-listed company** : 3 places  
- Director, Aegle Safety Equipment (Shanghai) Co.,Ltd  
- Director, Guzz Media Co., Ltd  
- Director, Aegle Alliance Pte. Ltd.

**Meeting Attendance 2017**

	No. of Meeting Attendance	Equal
The Board of Director	11/12	91.67%
Risk Management Committee	5/5	100%

**Have a conflict of interest in any matter to be consider at the Agenda of the 2018 Shareholders' Meeting:**

- Agenda 5: The Board of Director who retired by due term its regards as a conflict of interest in the re-election of directors to replace those who are due to retire by rotation
- Agenda 6: Consider the Director's Compensation

**Performance in 2017:**

1. Participating Policy Vision, Mission and strategic plan implementation to ensure the performance achieves goals.
2. Oversight, monitoring and promoted the operation business base on Good Corporate Governance.
3. Being Chairman of Risk Management Committee, established corporate risk management strategy in line with corporate strategy, monitoring risk management in accordance with plan.
4. Presented useful guidance to the management, enhance business development in creating added value and competitive for sustainable growth.

<b>Information about directors who are retired by rotation and proposed to be re-elected</b>
--

<b>Name</b>	: Assoc. Prof. Dr. Ekachidd Chungcharoen	
<b>Age</b>	: 55	
<b>Nationality</b>	: Thai	
<b>Proposed Position</b>	: Independent Director	
<b>Position</b>	: Chairman of the Board/Independent Director/ Chairman of Nomination and Compensation Committee	
<b>Appointment as Director date</b>	: September 12, 2007	
<b>No. of years The Board</b>	: 10 years 3 months (as December 31, 2017)	
<b>Number of Shares Held (As December 31, 2017)</b>	: 30,000 shares (equal to 0.01% of total issue shares)	
<b>Family relationship among Director and Executive</b>	: None	
<b>Educational Background</b>	: - Ph.D. (Management Science) Faculty of Engineering, University of Waterloo - Master of Management Science, Faculty of Engineering, University of Waterloo - Master of Engineering Program in Electrical Engineering of Youngstown State University, USA - Bachelor of Engineering Program in Electrical Engineering (Major in Computer), King Mongkut's Institute of Technology Ladkrabang	
<b>Training</b>	: Thai Institute of Directors (IOD) - Role of the Compensation Committee (RCC) class 18/2014 - Director Accreditation Program (DAP) class 68/2008 - Audit Committee Program (ACP) class 23/2008	
<b>Position at present</b>	: 2017 - Present Chairman of the Board, Phol Dhanya Plc. 2011 - Present Nomination and Compensation Committee, Phol Dhanya Plc. 2013 - Present Independent Director /Audit Committee, BJC Heavy Industries Plc. 2007 - Present Independent Director, Phol Dhanya Plc. 2005 - Present Associate Professor, Thammasat University	

**Work Experiences**

:	2014 - 2017	Committee of the Doctoral Program in Business Administration Program, Thammasat University
	2010 - 2017	Director of Master of Business Administration Program, Thammasat University
	2007 - 2017	Audit Committee, Phol Dhanya Plc.
	2011 - 2013	Independent Director /Audit Committee, BJC Heavy Industries Co., Ltd.
	2001 - 2007	Director of Bachelor of Business Administration (BBA) International Program, Thammasat University

**Other directorship position / Other position at present**

**Subsidiaries company** : None

**Other listed company** : 1 place  
- Independent Director /Audit Committee, BJC Heavy Industries Co., Ltd.

**Non-listed company** : 1 place  
- Thammasat University

**Meeting Attendance 2017**

	No. of Meeting Attendance	Equal
<b>The Board of Director</b>	12/12	100%
<b>Audit Committee</b>	4/4	100%
<b>Nomination and Compensation Committee</b>	2/2	100%

**Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years**

Relation	Qualification	
1. Being a director that take part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Being a professional service provider (i.e., auditor, lawyer)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Having the significant business relations that may affect the ability to perform independently	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None

Criminal offense record during the past ten years	Qualification	
1. Have judged to be a criminal act or criminal prosecution	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None
2. Have not been found adjudged bankrupt or a receiver is appointed	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None
3. As the management or control of companies and partnerships that are judged to be bankrupt or insolvent.	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None

**Have a conflict of interest in any matter to be consider at the Agenda of the 2018 Shareholders' Meeting:**

- Agenda 5: The Board of Director who retired by due term its regards as a conflict of interest in the re-election of directors to replace those who are due to retire by rotation
- Agenda 6: Consider the Director's Compensation

**Performance in 2017:**

1. Participating Policy Vision, Mission and strategic plan implementation to ensure the performance achieves goals.
2. Oversight, monitoring and promoted the operation business base on Good Corporate Governance.
3. Being Chairman of Audit Committee, supervision and review internal control and risk management, financial report, selection the company's auditors and compensation, consider the conflict of interest of the company. To review the Company's compliance be sure effectively and effectively.
4. Being the Chairman of Nomination and Compensation Committee, consider guidelines and procedure Nomination Procedures Director's remuneration to comply with relevant regulations.
5. Presented useful guidance to the management, enhance business development in creating added value and competitive for sustainable growth.

**Information about directors who are retired by rotation and proposed to be re-elected**

<b>Name</b>	:	Dr. Pallapa Ruangrong	
<b>Age</b>	:	64	
<b>Nationality</b>	:	Thai	
<b>Proposed Position</b>	:	Independent Director	
<b>Position</b>	:	Independent Director/ Audit Committee	
<b>Appointment as Director date</b>	:	September 19, 2017	
<b>No. of years The Board</b>	:	3 months (as December 31, 2017)	
<b>Number of Shares Held (As December 31, 2017)</b>	:	None	
<b>Family relationship among Director and Executive</b>	:	None	
<b>Educational Background</b>	:	<ul style="list-style-type: none"> <li>- Doctor of Philosophy (Energy Management &amp; Policy), University of Pennsylvania, USA</li> <li>- Master of Science (Energy Management &amp; Policy), University of Pennsylvania, USA</li> <li>- Master of Science (Economic Development), National Institute of Development Administration (NIDA)</li> <li>- Bachelor of Arts (Economics), Chiang Mai University, Thailand</li> </ul>	
<b>Training</b>	:	<ul style="list-style-type: none"> <li>Thai Institute of Directors (IOD)</li> <li>- Director Certification Program (DCP) class 17/2002</li> </ul>	
<b>Position at present</b>	:	<ul style="list-style-type: none"> <li>2017 – Present Independent Director /Audit Committee, Phol Dhanya Plc.</li> <li>2017 – Present Member of Transportation State-owned Enterprise Problem Remedy Working Group</li> <li>2016 – Present Member of State-owned Enterprise Performance Appraisal Committee</li> <li>2016 – Present Chairperson of Transportation State-owned Enterprise Memorandum of Understanding on Performance Appraisal Sub-committee</li> </ul>	
<b>Work Experiences</b>	:	<ul style="list-style-type: none"> <li>2013 - 2016 Transportation State-owned Enterprise Memorandum of Understanding on Performance Appraisal Sub-committee</li> <li>2008 - 2014 Commissioner – Economics/Energy Management Energy Regulatory Commission</li> </ul>	

2006 - 2008      Director, State Enterprise Development Division  
 State Enterprise Policy Office, Ministry of Finance

**Other directorship position / Other position at present**

**Subsidiaries company** : None  
**Other listed company** : None  
**Non listed company** : 1 place  
 - Transportation State-owned Enterprise

**Meeting Attendance 2017**

	No. of Meeting Attendance	Equal
<b>The Board of Director</b>	3/3	100%
<b>Audit Committee</b>	2/2	100%

**Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years**

Relation	Qualification	
1. Being a director that take part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Being a professional service provider (i.e., auditor, lawyer)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Having the significant business relations that may affect the ability to perform independently	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None
Criminal offense record during the past ten years	Qualification	
1. Have judged to be a criminal act or criminal prosecution	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None
2. Have not been found adjudged bankrupt or a receiver is appointed	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None
3. As the management or control of companies and partnerships that are judged to be bankrupt or insolvent.	<input type="checkbox"/> Have	<input checked="" type="checkbox"/> None

**Have a conflict of interest in any matter to be consider at the Agenda of the 2018 Shareholders' Meeting:**

- Agenda 5: The Board of Director who retired by due term its regards as a conflict of interest in the re-election of directors to replace those who are due to retire by rotation
- Agenda 6: Consider the Director's Compensation

**Performance in 2017:**

1. Being the member of Audit Committee, supervision and review internal control and risk management, financial report, selection the company's auditors and compensation, consider the conflict of interest of the company. To review the Company's compliance be sure effectively and effectively.
2. To co-ordinate policy, business direction and strategy plan and monitoring the operation result related to company target.
3. Provide useful suggestions related to corporate governance, promoted and encourage practical result such as Corporate Culture, Anti-Corruption performance, enhance business development in creating added value to the company.