

**Details of Independent Director (Proxy for Shareholders)**Enclosure No. 5

|   |   |   |
|---|---|---|
| Name  | : Assoc. Prof. Dr. Ekachidd Chungcharoen  |  |
| Position                                    | : Chairman of Audit Committee Independent Director and Nominating and Compensating Committee  |   |
| Age   | : 54  |   |
| Nationality                                 | : Thai  |   |
| No. of years The Board                      | : 8 Years 9 Month (As June 30, 2016)  |   |
| Number of Shares Held<br>(As June 30, 2016) | : 24,000 shares (included person under Section 258)<br>equal to 0.01% of total issue shares   |   |
| Address                                     | : 20/58 Moo 9 Bangtalad, Pakkred, Nonthaburi 11120  |   |
| Educational Background                      | : - Ph.D. (Management Science) Faculty of Engineering, University of Waterloo<br>- Master of Management Science, Faculty of Engineering, University of Waterloo<br>- Master of Engineering Program in Electrical Engineering of Youngstown State University, USA<br>- Bachelor of Engineering Program in Electrical Engineering<br>(Major in Computer), King Mongkut's Institute of Technology Ladkrabang   |   |
| Training                                    | : Training programs of Thai Institute of Directors (IOD)<br>- Role of the Compensation Committee (RCC) Class 18/2014<br>- Director Accreditation Program (DAP) Class 68/2008<br>- Audit Committee Program (ACP) Class 23/2008   |   |
| Work Experience                             | : 2014 – Present Nominating and Compensating Committee, Phol Dhanya Plc.<br>2013 – Present Audit Committee/Independent Director, BJC Heavy Industries Plc.<br>2010 – Present Director of Master of Business Administration Program, Thammasat University<br>2007 – Present Audit Committee/Independent Director, Phol Dhanya Plc.<br>2005 – Present Associate Professor, Thammasat University<br>2004 – Present Director of the Joint Doctoral in Business Administration Program (JDBA), Thammasat University<br>2011 – 2013 Audit Committee/Independent Director, BJC Heavy Industries Co., Ltd.<br>2001 – 2007 Director of Bachelor of Business Administration (BBA) International Program, Thammasat University |   |

**Have a conflict of interest in any matter to be consider at the Extraordinary General Meeting of Shareholders No.1/2016: Have**

- Director who are eligible to receive the allocation of the ESOP-Warrant amount 114,285 units.



|   |   |   |   |
|---|---|---|---|
| Name  | : | Mr. Pramuk Vongtanakiat, M.D.   |  |
| Position                                    | : | Independent Director and Risk Management Committee  |   |
| Age   | : | 47  |   |
| Nationality                                 | : | Thai  |   |
| No. of years The Board                      | : | 2 Years 5 Month ( As June 30, 2016)   |   |
| Number of Shares Held<br>(As June 30, 2016) | : | 1,547,540 shares (included person under Section 258)<br>equal to 0.96% of total issue shares  |   |
| Address                                     | : | 42 M.2 Petchkasem Road, Yaicha, Sampran, Nakornpatom 73110  |   |
| Educational Background                      | : | - Medicine Faculty of Medicine Siriraj Hospital, Mahidol University<br>- Diploma in Obstetrics and Gynecology Specialist , Council Vajira Hospital<br>Medical School, Bangkok<br>- Diploma , Medical Profession, Medical Council of Family Medicine   |   |
| Training                                    | : | Training programs of Thai Institute of Directors (IOD)<br>- How to Develop a Risk Management Plan (HRP) Class 10/2016<br>- Risk Management Program for Corporate Leaders (RCL) Class 2/2015<br>- Director Certification Program (DCP) Class 186/2014  |   |
| Work Experience                             | : | 2014 – Present     Independent Director, Phol Dhanya Plc.<br>2016 – Present     Risk Management Committee, Phol Dhanya Plc.<br>2000 – Present     Management Director, Great Opportunity Co., Ltd.<br>1993 – Present     Director, Srisampran Medical Clinic<br>2012 – 2015       Vice President, ThaiVI Organization (Thailand)<br>2010 – 2012       Management Committee-Website-thaivi.com<br>1993 – 1999       Medical Office Specialist Obstetricians, Bangkok |   |

**Have a conflict of interest in any matter to be consider at the Extraordinary General Meeting of Shareholders No.1/2016: Have**

- Director who are eligible to receive the allocation of the ESOP-Warrant amount 114,285 units.

**Details of Independent Director (Proxy for Shareholders)**

Enclosure No. 5

Name : Mr. Santi Niamnil

Position : Audit Committee and Independent Director

Age : 47

Nationality : Thai

No. of years The Board : 2 Month ( As June 30, 2016)

Number of Shares Held : None  
(As June 30, 2016)

Address : 99/719 M.8, Bang Rak Phatthana, Bang Bua Thong, Nonthaburi 11110

Educational Background : - Bachelor of Laws, Ramkhamhaeng University  
- Attorney-At-Law License 995/2537

Training : Training programs of Thai Institute of Directors (IOD)  
- Director Accreditation Program (DAP) Class 80/2552

Work Experience : 2016 – Present Audit Committee /Independent Director, Phol Dhanya Plc.  
2015 – Present Attorney-At- Law, B&P Law Co.,Ltd.  
2009 – Present Audit Committee /Independent Director, Sanko Diecasting  
(Thailand) Plc.  
2014 – 2015 Managing Director , Anek Advocate Co., Ltd.  
2004 – 2015 Partner, Attorney-At-Law. Anek & Associates Lawyers Co., Ltd.  
2003 – 2013 Director, Yusen Air & Sea Service Management (Thailand) Co., Ltd.  
1995 – 2003 Attorney-At-Law. Anek & Associates Lawyers Co., Ltd.



**Have a conflict of interest in any matter to be consider at the Extraordinary General Meeting of Shareholders No.1/2016: None**

**Definition of Independent Directors**

The Company has determined the definition of independent directors is equal to the requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) in accordance with the Notification of the Capital Market Supervisory Board No. Tor Jor. 4/2552 dated 20 February 2009 Re: "Qualification of Independent Directors" That is, "Independent Director" means the directors with a qualifications as follows:

1. holding shares not exceeding 1 per cent of the total number of shares with voting rights of the Company, its parent company, subsidiary company, affiliate company, major shareholder or controlling person, including shares held by related persons of such Independent Director;
2. neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the Company, its parent company, subsidiary company, affiliate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than 2 years prior to the submission of the request to the Office. Such prohibited characteristic shall not include the case where the Independent Director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the Company;
3. not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of executive's child, major shareholder, controlling person, or person to be nominated as executive or controlling person of the Company or its subsidiary company;
4. neither having nor used to have a business relationship with the Company, its parent company, subsidiary company, affiliate company, major shareholder or controlling person, in the manner which may interfere with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary company, affiliate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 years prior to the submission of the request to the Office of the SEC;
5. neither being nor used to be an auditor of the Company, its parent company, subsidiary company, affiliate company, major shareholder 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, subsidiary company, affiliate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 years prior to the submission of the request to the Office of the SEC;

The term “business relationship” in the first paragraph includes any normal business transactions in real estate renting and leasing, asset-related or service-related transactions, or financial transactions, including lending and borrowing, collateral pledging, guaranteeing, or similar transactions that result in one party financially obliged to another party for 30% of the relevant Company net intangible asset or Baht 20 million, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on related transactions. The consideration of such indebtedness shall include indebtedness occurred during the period of one year prior to the date on which the business relationship with the person commences;

6. neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding Baht 2 million per year from the Company, its parent company, subsidiary company, affiliate company, 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 2 years prior to the submission of the request to the Office of the SEC;
7. not being a director appointed as representative of directors of the Company, major shareholder or shareholder who is related to major shareholder of the Company;
8. not undertaking any business in the same nature and significantly in competition to the business of the Company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and significantly in competition to the business of the Company or its subsidiary company; and
9. Not having other qualifications that will interfere with an independent judgment on the performance of the company business counterparty. After being appointed, independent directors may be delegated authorization power from the Board of Directors to make collective decision on business transaction with counterparties, subsidiaries, same-level subsidiaries, affiliate, major shareholders or the company’s controlling persons.

Content in Paragraph 1 number 2, 4, 5, and 6, in the part that demand review of qualifications of independent directors of the applicant within 2 years prior to the date the applicant submit the request to the Office of SEC, is applied to applications delivered to the Office since July 1<sup>st</sup>, 2010 onwards.