

**Information of Independent Director for consideration**

**No. 1**

**Name** : Assistant Professor Kalyaporn Pan-ma-rerng

**Position** : Independent Director

**Nationality** : Thai

**Age** : 61 year

**Number of shares held in the Company**

**(as of 31 December 2013)** : -None-

**Education** : MBA National Institution Development Association  
Cert. in Visiting Colleague Program University of Hawaii, USA  
BA (Accounting) Bangkok University  
Advanced Diploma of Management University (Class 8), Ministry of University Affairs

**Training Director**

: Director Accreditation Program (DAP 28/0004)

Audit Committee Program (ACP 13/2006)

**Working Experience**

: **Listed Company**

2011-present Chairmen of Risk Management Committee

2009-present Director Independent Director, Chairman of Audit Committee and  
Nomination and Remuneration Committee Member

Chow Steel Industries Public Company Limited

**Non-Listed Company**

2013-present Director  
President Automobile Industries Co., Ltd.

2011-present Vice President of Planning and Quality Assurance  
Sripatum University

2008-present Internal Evaluation  
The Commission on Higher Education

2005-present Planning Accounting System  
Bonanza Group

2004-present External Quality Assessment  
The Office for National Education Standards and Quality Assessment  
(Public Organization)

2002-present Planning Accounting System  
Thungkha Concrete Co., Ltd.

2001-present Financial Consultant, Ministry of Finance



**Non-Listed Company (CON'T)**

2000-present	Financial Director Ethanol and Biodiesel Club of Thailand
1999-2011	Dean of Accounting Department Sripatum Universtiy
2006-2009	Financial and Accounting Consultant Mitsu Mukdahan Motors Co., Ltd.
2005-2009	Financial and Accounting Consultant Nari Info Co., Ltd.
2006-2007	Advisor for Accounting and tax Planning USA (Thailand Branch), Camp Dresser & McKee International Inc.
2002-2006	Director of Business Administration Program Development Prince of Songkla University Hat Yai Campus

**Conflict of interest on the Meeting's Agenda**

-none-

**Information of Independent Director for consideration**

**No. 2**

**Name** : Associate Professor Dr.Narong Yoothanom

**Position** : Independent Director

**Nationality** : Thai

**Age** : 72 years

**Number of shares held in the Company**

**(as of 31 December 2013)** : -None-



**Education** : Ph.D. (Electrical Engineering) University of Missouri, Rolla, USA  
M.Sc. (Electrical Engineering) Stanford University, USA  
BA of Engineering (First Class Honors), Chulalongkorn University  
Certificate in Regulatory Economics and Processes, University of Florida, USA  
Certificate in Telecommunications Southern Alberta Institute of Technology, Canada

**Training Director** : Director Accreditation Program (DAP 79/2009)

**Working Experience** : **Listed Company**

2009-present Vice Chairman, Independent Director, Audit Committee and  
Chairman of the Nomination and Remuneration Committee  
Chow Steel Industries Public Company Limited

**Non-Listed Company**

2006-present Chairman of Subcommittee  
National Broadcast, Television, and Telecommunication

2006-present Vice President  
Sripatum Universtiy

2006-present Chairman of Self Assessment Report, Commission on Higher Education,  
Bureau of International Cooperation Strategy Ministry of Education,  
Thailand

2006-present Chairman of Self Assessment Report, Office of the Higher Education  
Commission

**Non-Listed Company (CON'T)**

2003-present	Director SP Uni Search Co., Ltd.
2006-2010	Chairman of Standard Commission
2006-2010	Director of Dispute Diagnosis The National Telecommunications Commission Standard
2006-2009	Standard Committee Council of Engineers
2002-2008	Dean, Faculty of Engineering Sripatum University
2006	Member of The National People's Assembly

**Conflict of interest on the Meeting's Agenda**

-none-

**Definition of Independents Director of the Company**

Independent directors are those not under the influence of major shareholders or groups of major shareholders, and command the following qualifications. :

- 1) Their shareholdings must not exceed 0.5% of all shares entitled to voting rights of the Company, i.e. the parent company, its subsidiaries, its joint ventures, or juristic entities in potential conflict with the company. In this regards, the shares owned by persons related to them shall be counted as theirs.
- 2) They must not now be nor ever have been involved as executives, employees, hired workers, salaried consultants, or anyone with controlling authority of the Company, i.e. the parent company, its subsidiaries, its joint ventures, associated subsidiaries, or juristic entities in potential conflict with the company, unless such association ended no less than 2 years before.
- 3) They are not related by blood or registered as being parents, spouses, siblings, or spouses of the children of the executives, major shareholders, persons with controlling authority, or persons to be nominated as executives or persons of controlling authority in the Company or its subsidiaries.
- 4) They have no business relations with the Company, i.e. the parent company, its subsidiaries, its joint ventures, or juristic entities in potential conflict with the Company in ways that might impair their independent judgment. They must also not be nor have been major shareholders, directors other than independent directors, or executives of entities having business relations with the Company, i.e. the parent company, its subsidiaries, its joint ventures, or juristic entities in potential conflict with the Company, unless such association ended no less than 2 years before.
- 5) They are not directors appointed as representatives of directors of companies that are major shareholders or of shareholders related to the major shareholders of the Company.
- 6) They have no other attributes that obstruct them from forming independent opinions.

**Note** : CHOW's qualification of Independent Director No.1) is more restricted than standards of SEC and SET regarding the number of their shareholdings that must not exceed 1%.