

## ***Brief Curriculum Vitae of the Directors due to retire and proposed to be re-elected***

### **I. The principles and procedures of nomination of the directors.**

The selection process of the Company's director Has been considered by the Remuneration and Nomination Committee, the selection of directors to replace those retiring by rotation of the Company for this year has passed the consideration of the Board of Directors which took into account the proposed directors' qualifications, knowledge, experience, professionalism, performances as directors in the past and the qualifications as required by the Stock Exchange of Thailand, prior to proposing to the shareholders' meeting for further approval.

### **II. Definition of Independent Director**

Independent director is a non-executive director who does not involve in the day-to-day management. Nor is he a major shareholder of the Company. Each Independent Director must possess the following qualifications:-

1. Holding no more than 1 % of all the shares having the right to vote in the company, holding company, subsidiary, associated company, a major shareholder or any person having controlling authority<sup>1)</sup> in the company, including the shares held by the persons who are related to him
2. Not assuming, both at present and in the past of at least 2 years prior to the appointment date, the position of executive director, employee, staff or advisor receiving regular salary or having controlling authority in the company, holding company, subsidiary, associated company, subsidiary of the same level or a major shareholder or any person having controlling authority in the company; this condition does not include an Independent Director who used to be a government officer or advisor to any official sector<sup>2)</sup> who is a major shareholder or a person having the controlling authority in the company
3. Not having the relationship by blood line or legal registration as parent, spouse, brother , sister, child and spouse of the child of any executive, major shareholder, authorized person or person nominated as executive or authorized person of the company or the subsidiary
4. Not having, both at present and in the past of at least 2 years prior to the appointment date, any business relationship with the company, holding company, subsidiary, associated company, a major shareholder or any person having controlling authority in the company in the manner that may hinder his own freedom of judgment in addition to not being both in the past and at present, a significant shareholder, or a person with controlling authority of any person having business relationship with the company, holding company, subsidiary, associated company, a major shareholder or any person having controlling authority in the company

The above mentioned business relationship includes normal business transaction, rental or lease of immovable property, the transaction relating to assets or services as well as the offer or the receipt of financial assistance by way of borrowing or loan, guarantee, collateral loan and other transactions of similar manner which may cause debt burden between the company and the party to agreement from the amount of 3 per cent of net tangible assets of the company or Baht 20,000,000 up, whichever is lower. Mutatis mutandis, in calculating such debt, the method of calculating the value of related transactions stated in the announcement of Capital Market Supervisory Board regulations on the execution of related transaction should be applied. Any debt burden occurring during the period of one year prior to the date of the business relationship with the same person must be included when considering such debt burden.

5. Not being, both at present and in the past of at least 2 years prior to the appointment date, an auditor of the company, holding company, subsidiary, associated company, a major shareholder or a person having controlling authority in the company as well as not being a significant shareholder, a person having controlling authority, or a partner of the audit firm in which the auditors of the company, holding company, subsidiary, associated company, a major shareholder or a person having controlling authority are working for.
6. Not being, both at present and in the past of at least 2 years prior to the appointment date, a provider of any occupational services inclusive of legal and financial advising service offering, obtaining the service charge of over Baht 2,000,000 per annum from the company, holding company, subsidiary, associated company, a major shareholder or a person having controlling authority in the company in addition to not being a significant shareholder, a person with controlling authority or a partner of any occupational service provider.

7. Not being a director appointed to be the representative of the company's directors, major shareholders or shareholders who are related to the major shareholders
8. Not operating any business that is of the same nature as or that significantly competes with the business of the company or subsidiary as well as not being a significant partner in a limited company, an executive director, employee, staff, advisor receiving regular salary or a person holding over 1% of the total number of shares with voting rights of other companies which operate the same type of business and which significantly competes with the company's and the subsidiary's business operation
9. Possessing no other traits which impede the ability to independently give opinions on the company's operation

The above mentioned definition is equal to the minimum standard of the definition of Capital Market Supervisory Board and the Stock Exchange of Thailand.

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**Remarks :** <sup>1)</sup> *A person having controlling authority refers to a shareholder or any person who by action is significantly influential to management policy set-up or business operation of the company whether or not such influence is derived due to his / her status as a shareholder or as a representative by contract or by other transactions; such a person having controlling authority is, in particular, a person who falls into one of the following criteria : (A) Holding over 25% of shares, (B) Having the mandate to control the appointment / removal of directors, (C) Having the mandate to control a person in charge of policy set-up (D) Having power / responsibility for business operation as an executive*

<sup>2)</sup> *Official sector refers to a central official unit, according to the Law on Administration of State Affairs*

1) Name-Surname : **Mr. Somboon Patcharasopak**

**Proposed Director Position** : Director

**Age** : 63 Years

**Education** : Ph.D. (Science and Technology),  
Rajamongala University of Technology  
Phara Nakhon  
Master of MBA, Kasetsart University

**Specialization** : Telecommunication Business Management

**Training for director course** : Thai Institute of Directors Association (IOD)

- Directors Certification Program (DCP) No. 35/2003
- Directors Certification Program (DAP)

**5 Years' Working Experience:** **Position in Jasmine Technology Solution PCL.**

- 2021-Present Chairman of Remuneration and Nomination Committee
- 2021-Present Chairman of Executive Committee
- 2020-Present Director
- 2020-2021 Acting President

**Position in Other Listed Companies**

- 2020-Present Director, Jasmine International PCL.
- 2019-Present Executive Committee, Jasmine International PCL.
- 2008-Present Member of Remuneration and Nomination Committee, Jasmine International PCL.
- 2004-Present Member of Risk Management Committee, Jasmine International PCL.

**Position in Other Companies (Non-listed Companies)**

- 2020-Present Director, Cloud Computing Solutions Co., Ltd.
- 1984-Present Director, Jasmine International PCL. Group  
(20 companies)



**Securities Holding Ratio** : 0.00006% (As at March 23, 2023)

**Position of Director/Executive in other companies which may cause conflict of interest to**

**the Company** : Does not hold any position as a director/executive in such business

**Date of being Appointed Director** : May 8, 2020

**Duration of being director** : 2 Years 11 Months

**Meeting attendance in 2022**

- Board of Directors' Meeting : 6 times out of 6 meetings
- Executive Committee Meeting : 4 times out of 4 meetings
- Remuneration and Nomination Committee Meeting : 3 times out of 3 meetings

2) **Name-Surname** : **Mr. Veerayooth Bodharamik**

**Proposed Director Position** : Director

**Age** : 54 Years

**Education** : Bachelor of Law,  
Chulalongkorn University

**Specialization** : Administration and Management

**Training for director course** : Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP) No. 264/2018

**5 Years' Working Experience:** **Position in Jasmine Technology Solution PCL.**

2021-Present Director

**Position in Other Listed Companies**

2019-Present Senior Vice President of Corporate Relation,  
Management, Mono Next PCL.

2018-Present Director, Member of Audit Committee, and Member of  
Nomination and Remuneration Committee,  
Asia Aviation PCL.

**Position in Other Companies (Non-listed Companies)**

2021-Present Director and Member of Audit Committee  
Thai Airasia Co., Ltd.

2020-Present Director, Alternate Journey Co., Ltd.

2019-Present Senior Vice President of Office of CEO,  
Triple T Broadband PCL.

2015-Present Managing Director, VB Corporation Ltd.

**Securities Holding Ratio** : -None- (As at March 23, 2023)

**Position of Director/Executive in other companies which may cause conflict of interest to**

**the Company** : Does not hold any position as a director/executive in such  
business

**Date of being Appointed Director** : October 7, 2021

**Duration of being director** : 1 Year 7 Months

**Meeting attendance in 2022** - Board of Directors' Meeting : 6 times out of 6 meetings



3)Name-Surname : Mrs. Thipa Mahakititkun

Proposed Director Position : Director

Age : 37 Years

Education : Ph.D. (Management), The International College  
of National Institute of Development  
Administration  
Master of MBA (Marketing),  
Ramkhamhaeng University  
Bachelor of political science (International Affairs),  
Thammasat University

Specialization : Digital Product Management

Training for director course : Thai Institute of Directors Association (IOD)

- Refreshment Program on the topic of Outbound Investment (Online)  
(RFP) No. 8/2022

5 Years' Working Experience: Position in Jasmine Technology Solution PCL.

Feb. 2023-Present Director

2022-Present Senior Manager of Project Specialist

Position in Other Listed Companies : Does not hold any position.

Position in Other Companies (Non-listed Companies)

2022-present Director, Jasmine Technology Solution (Singapore)  
Pte.Ltd.

2021-2022 Senior Vice President, Chief Executive of Special  
Business,Purple Ventures Co., Ltd.

2016-2017 Digital Product Development Specialist,  
Ascend Money Co., Ltd.

Securities Holding Ratio : -None- (As at March 23, 2023)

Position of Director/Executive in other companies which may cause conflict of interest to

the Company : Does not hold any position as a director/executive in such  
business

Date of being Appointed Director : February 21, 2023

Duration of being director : 2 Months

Meeting attendance in 2021 None, due to as a director on February 21, 2023.

