

**Supporting information for Agenda 9: Selection of Directors in place of the retired**

**Information of persons who are proposed to the position for another term**



**Name** : General Boonsak Khamhaenglitrong  
**Position** : Audit Committee and Independent Director  
**Age** : 72 years old  
**Nationality** : Thai  
**Address** : 16/22 Soi Chomrom 11, Chaengwattana Road,  
Khwaeng Thungsonghong, Khet Bangkhen,  
Bangkok

**Education:**

- Master's Degree in Political Science, Thammasat University

**Training Course for Director:**

Director Accreditation Program (DAP) Class 26/2004, Thai Institute of Directors

**Relationship with Directors** : Nil  
**Proportion of shares** : Nil  
**Period of holding the position of Director** : 5 years 4 months  
**Holding position of Directors/Administrator in other business:**

Registered company		Other business (Non-registered company)	Holding a position in a competitive business/related to the company's business.
Amount	Director/Administrator		
	- Nil -	- Nil -	- Nil -

**Work Experience:**

2005-present : Audit Director and Independent Director  
Sena Development PCL.

**Meeting attended in year 2011** : Board of Directors Meeting 7 times,  
Board of Audit Committee 5 times

**Direct or indirect interest in any business affairs in which the company or subsidiary companies is a party.**

- Nil -



**Name** : Mr. Kamol Dhammanichanont  
**Position** : Audit Committee and Independent Director  
**Age** : 73 years old  
**Nationality** : Thai  
**Address** : 21/60 Soi Ladprao 15, Jomphol Sub-district,  
Jatujak District, Bangkok

**Education:**

- Bachelor's Degree of Accounting, Thammasat University
- Bachelor's Degree of Commerce, Thammasat University

**Training Course for Director:**

Director Accreditation Program (DAP) Class 26/2004, Thai Institute of Directors  
Audit Committee Program (ACP) Class 3/2004, Thai Institute of Directors

**Relationship with Directors** : Nil  
**Proportion of shares** : Nil  
**Period of holding the position of Director** : 5 years 4 months  
**Holding position of Directors/Administrator in other business:**

Registered company		Other business (Non-registered company)	Holding a position in a competitive business/related to the company's business.
Amount	Director/Administrator		
	- Nil -	- Nil -	- Nil -

**Work Experience:**

2005-present : Audit Committee and Independent Director,  
Sena Development PCL.  
2004-present : Audit Committee  
Single Point Parts (Thailand) PCL.  
2000-2004 : Finance and Accounting Advisor  
Hospital Network Co., Ltd.

**Meeting attended in year 2011** : Board of Directors Meeting 6 times,  
Board of Audit Committee 4 times

**Direct or indirect interest in any business affairs in which the company or subsidiary companies is a party.**

- Nil -



**Name** : Miss. Umaporn Thanyalakpark  
**Position** : Director  
**Age** : 29 years old  
**Nationality** : Thai  
**Address** : 52/45, Condo Grand Langsuan, Lumpini, Patumwan, Bangkok 10330.

**Education:**

- Master's Degree, University of Exeter.
- Bachelor's Degree, Thammasart University.

**Training Course for Director:** Nil

**Relationship with Directors** : Daughter (Mr.Theerawat Thanyalakpark)  
Sister of Miss Kessara Thanyalakpark

**Proportion of shares** : 26,250,000 shares (3.89%)

**Period of holding the position of Director** : 2 year

**Holding position of Directors/Administrator I other business:**

Registered company		Other business (Non-registered company)	Holding a position in a competitive business/related to the company's business.
Amount	Director/Administrator		
	- Nil -	-Nil-	- Nil -

**Work Experience:**

2010-present : Director, Sena Development Public Company Limited  
Director, Bann Ruamthangfan Co., Ltd.  
Director, T.Treasury, Holding Co., Ltd.  
Director, Victory Asset Management Co., Ltd.  
Director, S.N. Asset Development Co., Ltd.

**Meeting attended in year 2011:** Board of Directors Meeting 7 times,  
Board of Audit Committee --- times

**Direct or indirect interest in any business affairs in which the company or subsidiary companies is a party.**

- Nil -

**Principles and procedure of selecting Directors, Audit Committee  
and Independent Directors**

Since the company's Nominating Committee has not been appointed, the company's Board of Directors, therefore, has considered the qualifications of the Directors with regard to experience, professional skill as well as the performance in the past years. The company has regulated the followings as ways of selection:

1. The Board of Directors consisting of 5 persons of which at least half (1/2) must have permanent residence in Thailand.
2. The Shareholders Meeting shall select the Directors using the following principles and procedures:
  - a. One shareholder has the vote equals to the number of share he/she is holding in order to select one (1) Director.
  - b. Each shareholder shall use the entire vote he/she has as in a. to select one person or several persons as the Directors, but the vote cannot be divided into different proportions.
  - c. The persons received from the highest vote downward will be selected as Directors equals to the number of Directors it should have or should be selected in for the term. In case that the person has orderly been selected has equal votes and exceeding the number of Director that it should have or should be selected, the Chairman of the meeting shall give an additional one (1) vote as the final vote.
3. Each Director shall have the qualifications as follows:
  - a. Does not do a business or occupation which has the conflict of interest with the company's line of business.
  - b. Be qualified in accordance with the regulations of the Securities and Exchange Commission.
4. Selection of Directors : Shareholders of the company will select at least 3 Directors who have freedom to perform the duty of Independent Directors. The Board of Directors will consider the qualifications of the person to be the Independent Directors by considering the qualifications and illicit quality of the Directors in accordance with the Public Company Act and the Stock Exchange Law.
5. Selection of Audit Committee : The Board of Directors will appoint at least 3 persons to be Audit Committee by considering from the Independent Directors who are qualified under the Stock Exchange Law as well as the announcement, regulations and/or rules of the Stock Exchange of Thailand in regard to the qualifications and scope of duties of the Board of Audit Committee. However, at least 1 Director should possess the knowledge of accounting and finance.