



Names and profiles of directors and the person who are nominated to be reappointed as the Company's directors for another term

| | | |
|---|--|---|
| Name | : Mr.Pattanapong Nuphan |  |
| Age | : 52 years | |
| Type of Director Proposed for Appointment | : Director | |
| Education background | : MA in Sociology Thammasat University | |
| Training | : Director Certification Program : Director Accreditation Program Thai Institute of Director Association (IOD) | |
| Expertise | : Management | |
| Work Experience | | |
| 1. <u>Listed Companies</u> | | |
| 2008-Present | : Director : Executive Committee Member Matching Maximize Solution Public Company Limited | |
| 2. <u>Other Companies/ Organizations</u> | | |
| Jan 2018-Present | : Executive Director and Deputy Managing Director | |
| Jun 2016-Dec2017 | : Executive Director and Assistant Managing Director Bangkok Broadcasting & T.V. Company Limited | |
| 2009-Present | : Director BBTV New Media Company Limited | |
| 3. <u>Other rival incorporation / any related business with the Company</u> | | |
| Mar 2018-Present | : Director Media Studio Company Limited | |
| Directorship | : Feb 2008-Present (Totally 10 Years 3 months) | |
| Number of meeting attended in 2017 | : Board of Director Meeting : 10 /11 times. : Board of Executive Committee Meeting : 10 /11 times | |
| Shareholding in the company | : None | |
| Litigation | : None | |
| Interest in any Agenda Item Proposed in the AGM | : <u>Agenda 5</u> To consider and approve the appointment to director replacing those who retire by rotation <u>Agenda 7</u> To consider and approve the directors' remuneration for 2018 | |

Director position in other company (Excluding Matching Maximize Solution PCL.)

| Other Listed Companies | | Other/Non-Listed Companies | Other rival incorporation /any related business with the Company |
|------------------------|----------|----------------------------|--|
| Number | Position | Number | Number |
| - | - | 2 | 1 |

Names and profiles of directors and the person who are nominated to be reappointed as the Company's directors for another term


| | | |
|---|--|---|
| Name | : Mr.Chatrapee Tantixalerm |  |
| Age | : 54 years | |
| Type of Director Proposed for Appointment | : Independent Director and Audit Committee | |
| Education background | : MBA Finance, SASIN Graduate Institute of Business Administration of Chulalongkron University | |
| Training | : Corporate Governance for Capital Market Intermediaries : Director Accreditation Program : Thai Institute of Director Association (IOD) | |
| Expertise | : Financial / Management | |
| Work Experience | | |
| 1. <u>Listed Companies</u> | | |
| Sep 2017-Present | : Independent Director , Audit Committee and Nomination and Remuneration Committee member Matching Maximize Solution Public Company Limited | |
| Sep 2009-Present | : Independent Director and Chairman of Audit Committee TSFC Securities Public Company Limited | |
| 2. <u>Other Companies/ Organizations</u> | | |
| Jan 2016-Present | : Director and Chairman of Audit Committee Singapore International School of Bangkok | |
| Nov 2015-Present | : Chairman of the Board and Independent Director Univentures REIT Management Company Limited | |
| Aug 2015-Present | : Director and Chief Executive Officer Talis Asset Management Company Limited | |
| Mar 2012-Jun 2015 | : Director and Vice Chairman Association of Investment Committee (AIMC) | |
| Aug 2011-Sep 2014 | : Executive Board member International Chamber of Commerce Thailand | |
| Dec 2005-Jun 2015 | : Director and Chief Executive Officer Krungsri Asset Management Company Limited | |
| 3. <u>Other rival incorporation / any related business with the Company</u> | : None | |
| Directorship | : Sep 2017-Present (Totally 8 months) | |
| Number of meeting attended in 2017 | : Board of Director Meeting : 2/2 times Audit Committee Meeting : 2/2 times Nomination and Remuneration Committee Meeting 2/2 times | |
| Shareholding in the company | : None | |
| Litigation | : None | |
| Interest in any Agenda Item Proposed in the AGM | : <u>Agenda 5</u> To consider and approve the appointment to director replacing those who retire by rotation <u>Agenda 7</u> To consider and approve the directors' remuneration for 2018 | |

Director position in other company (Excluding Matching Maximize Solution PCL.)

| Other Listed Companies | | Other/Non-Listed Companies | Other rival incorporation /any related business with the Company |
|------------------------|--|----------------------------|--|
| Number | Position | Number | Number |
| 1 | -Independent Director and Chairman of Audit Committee TSFC Securities Public Company Limited | 3 | - |

“After due consideration, the Board of Directors deems that Mr. Mr.Chatrapee Tantixalerm, who was nominated to be an Independent Director and Audit Committee of the Company for another term, is able to liberally give opinions pursuant to the relevant rules and regulations”

Names and profiles of directors and the person who are nominated to be reappointed as the Company's directors for another term

| | | |
|---|---|---|
| Name | : Mr.Somkiat Charoenpinyoying |  |
| Age | : 55 Years | |
| Type of Director Proposed for Appointment | : Director | |
| Education background | : Bachelor , Communication Arts , Bangkok University | |
| Training | : - | |
| Expertise | : Management | |
| Work Experience | | |
| 1. <u>Listed Companies</u> | : None | |
| 2. <u>Other Companies/ Organizations</u> | | |
| April 2013-Present | : Director : Executive Director : Deputy Managing Director : Acting Managing Director Bangkok Broadcasting & T.V. Company Limited | |
| Dec 2008-Present | : Director BBTV New Media Company Limited | |
| 3. <u>Other rival incorporation / any related business with the Company</u> | | |
| Dec 2012-Present | : Director Media Now Company Limited | |
| Sep 2011-Present | : Director Media Studio Company Limited | |
| Shareholding in the company | : None | |
| Litigation | : None | |

Director position in other company (Excluding Matching Maximize Solution PCL.)

| Other Listed Companies | | Other/Non-Listed Companies | Other rival incorporation /any related business with the Company |
|------------------------|----------|----------------------------|--|
| Number | Position | Number | Number |
| - | - | 2 | 2 |

(Translation)

Definition of Independent Director

Qualifications of each independent director shall comply with the following criteria:

(a) holding shares not exceeding one per cent of the total number of voting rights of the company, its parent company, subsidiary, affiliate or juristic person which may have conflicts of interest, including the shares held by related persons of the independent director;

(b) neither being nor having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the company, its parent company, subsidiary, affiliate, same-level subsidiary or juristic person who may have conflicts of interest unless the foregoing status has ended not less than two years prior to the date of application filing with the Office;

(c) not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children of other directors, executives, major shareholders, controlling persons, or persons to be nominated as director, executive or controlling persons of the company or its subsidiary;

(d) not having a business relationship with the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, in the manner which may interfere with his independent judgment, and neither being nor having been a major shareholder, non-independent director or executive of any person having business relationship with the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years prior to the date of application filing with the Office.

The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the applicant or his counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the applicant or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Act of Listed Companies Concerning the Connected Transactions *mutatis mutandis*. The combination of such indebtedness shall include indebtedness taking place

during the course of one year prior to the date on which the business relationship with the person commences;

(e) neither being nor having been an auditor of the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and not being a major shareholder, non-independent director, executive or partner of an audit firm which employs auditors of the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years from the date of application filing with the Office;

(f) neither being nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and neither being nor having been a major shareholder, non-independent director, executive or partner of the professional advisor unless the foregoing relationship has ended not less than two years from the date of application filing with the Office;

(g) not being a director who has been appointed as a representative of the company's director, major shareholder or shareholders who are related to the company's major shareholder;

(h) not undertaking any business in the same nature and in competition to the business of the company or its subsidiary or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or its subsidiary;

(i) not having any characteristics which make him incapable of expressing independent opinions with regard to the company's business affairs.

The Definition of Independent Director as aforementioned is equal to the minimum requirements of the Capital Market Supervisory Board.