


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	
Position	: Independent Director : Audit Committee : Nomination and Remuneration Committee : Chairman of Corporate Governance Committee	
Age	: 58 years	
Type of Director Proposed for Appointment	: Independent Director and Audit Committee	
Nomination Criteria and Procedure	: The Nomination and Remuneration Committee and the Board of Directors of the Company have carefully and diligently scrutinized and examined the qualifications of the persons nominated to be directors (former directors of the Company) and were of the opinion that they possess knowledge and good understanding of the business, which would greatly benefit the Company. In addition, they are fully and sufficiently qualified in accordance with the criteria and are able to make independent decisions and opinions in accordance with the relevant criteria. The Nomination and Remuneration Committee and the Board of Directors of the Company thus considered it appropriate to appoint such persons as independent directors of the Company.	
Period of Directorship	: 3 years 8 months	
Education	: MBA Finance, Sasin Graduate Institute of Business Administration of Chulalongkorn University	
Training	: Certificate, Corporate Governance for Capital Market Intermediaries (2/2015) : IOD : Certificate, Director Accreditation Program (48/2005) : IOD	
Shareholding in the company	: -None-	
Work Experience		
<u>1. Listed Companies</u>		
Sep 2017-Present	: Independent Director : Audit Committee : Nomination and Remuneration Committee : Chairman of Corporate Governance Committee Matching Maximize Solution PCL.	
Dec 2015-Present	: Independent Director : Chairman of Audit Committee SISB PCL.	
Sep 2009-Present	: Independent Director : Chairman of Audit Committee TSFC Securities PCL.	

2. Other Companies /Organizations

June 2020– Present	: Director Association of Investment Management Companies
Jan 2020- Present	: Appeal Committee The Stock Exchange of Thailand
Aug 2018- Present	: Independent Director : Audit Committee Beryl 8 plus Co., Ltd.
Jul 2015- Present	: Chairman of the Board : Independent Director Univentures Reit Management Co., Ltd.
Aug 2015- Present	: Director : Chief Executive Director Talis Asset Management Co., Ltd.

Number of meeting attended in 2020	: Board of Director Meeting 17/17 times : Board of Audit Committee Meeting 6/6 times : Board of Nomination and Remuneration Committee Meeting 4/4 times : Board of Corporate Governance Committee Meeting 5/5 times
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Litigation	: None
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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 6</u> To consider and approve the directors' remuneration for 2021
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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	: Independent Director : Chairman of Audit Committee SISB PCL. : Independent Director : Chairman of Audit Committee TSFC Securities PCL.	5	-

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

Name	: Mr.Komkrit Sirirat
Positon	: Director : Executive Director
Age	: 59 years
Type of Director Proposed for Appointment	: Director



Nomination Criteria and Procedure

: The Nomination and Remuneration Committee and the Board of Directors of the Company have carefully and diligently scrutinized and examined the qualifications of the persons nominated to be directors (former directors of the Company) and were of the opinion that they possess knowledge and good understanding of the business, which would greatly benefit the Company. In addition, they are fully and sufficiently qualified in accordance with the criteria and possess no prohibited characteristics prescribed by the Public Limited Company Act and Securities and Exchange Act. The Nomination and Remuneration Committee and the Board of Directors of the Company thus considered it appropriate to appoint such persons as directors of the Company.

Period of Directorship	: 5 months
Education	: Master of Computer Engineering Florida Institute of Technology, Florida USA : Bachelor of Electrical Engineering Florida Institute of Technology, Florida USA
Training	: Completed the Thammasat University Leadership Program, Class 16th : Certificate, Director Accreditation Program (2021) : IOD
Shareholding in the company	: -None-
Work Experience	
<u>1. Listed Companies</u>	
Dec 2020- Present	: Director : Executive Director Matching Maximize Solution PCL.
<u>2. Other Companies /Organizations</u>	
Jan 2013- Present	: Director Committee at Major Care Foundation
Jan 2007- Present	: Deputy Managing Director Thai Ticket Major Co., Ltd.
Jan 2007- Present	: Deputy Managing Director Tero Entertainment PLC.

Number of meeting attended in 2020	: Board of Director Meeting : 0/0 times : Board of Executive Committee Meeting 0/0 times
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 6</u> To consider and approve the directors' remuneration for 2021

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
-	-	3	-

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

Name	: Mr. Neil Wayne Thompson
Position	: Director : Executive Director
Age	: 63 years
Type of Director Proposed for Appointment	: Director



Nomination Criteria and Procedure : The Nomination and Remuneration Committee and the Board of Directors of the Company have carefully and diligently scrutinized and examined the qualifications of the persons nominated to be directors (former directors of the Company) and were of the opinion that they possess knowledge and good understanding of the business, which would greatly benefit the Company. In addition, they are fully and sufficiently qualified in accordance with the criteria and possess no prohibited characteristics prescribed by the Public Limited Company Act and Securities and Exchange Act. The Nomination and Remuneration Committee and the Board of Directors of the Company thus considered it appropriate to appoint such persons as directors of the Company.

Period of Directorship	: 5 months
Education	: Certificate, Technician Telecom Central New Zealand
Training	: Certificate, Director Accreditation Program (2021) : IOD
Shareholding in the company	: -None-

Work Experience

1. Listed Companies

Dec 2020- Present : Director
: Executive Director
: Deputy Chief Executive Officer
Matching Maximize Solution PCL.

2. Other Companies /Organizations

Dec 2014- Present : Chairman of Executive Director
: Director
Live Nation Tero Entertainment Co., Ltd.

Jul 2002- Present : Managing Director
: Director
Tero Radio Co., Ltd.

Mar 1998- Present : Deputy Managing Director
Tero Entertainment PCL.

Number of meeting attended in 2020	: Board of Director Meeting : 0/0 times
	: Board of Executive Committee Meeting 0/0 times
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 6</u> To consider and approve the directors' remuneration for 2021

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
-	-	3	-

(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 company 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 company 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.