4/10

none

none

Profile of the candidates to be selected as new directors

Board of Director Meeting Attendance in 2019

to independent judgement.

Being professional services provider, (Auditor, legal advisor)

Having business relation that is material and could be barrier

Conflict of Interest:

Name-Last name Dr.Manoon Pahirah Date of Birth 29 April 1939 Age 81 years Thai Nationality PRAKIT Shareholding (%) none Education Ph.D.in Economics University of Hawaii Traing for the Director courses Directors Accrediation Program (DAP) Working Experience 2004-Present Independent Director and Audit Committee Prakit Holdings Plc. Vice President of Sub-Committee Office of the National Counter Corruption Commission 2004-Present Rector Advisor Krirk University 2001-2004 Rector Advisor Krirk University 1999-2001 Dean of Bundit Institute Thammasat University **Current Position** Independent Director **Proposed Position** Independent Director Term in PRAKIT Director (As at December 31, 2019): 16 years Term in PRAKIT Director (If being elected): 3 years (Total 19 years) Relation among family with the Company: none Director's position in other Thai Company: - Competitive/ Related business of the Company none - Listed company none - Non-listed company none Audit Committee Meeting Attendance in 2019 4/4

Definition and Qualification of Independent Director

The qualification of the Independent Directors must be in line with the regulations of the Securities of Exchange Commission.

The Company stipulates the qualifications of Independent Director as follows:

- 1. Must hold no more than 1% of all voting share in the Company, its subsidiaries, affiliates or others which may cause a conflict of interest, which is inclusive of shareholding of one relating to Independent Director.
- 2. The director must not or never be part of the management, employee, consultant with regular salary nor with controlling authority over the Company, its subsidiaries, affiliates or others which may cause a conflict of interests for at least two years.
- 3. Must not be related, in anyway, to Executives, major shareholders who has controlling authority or a nominee for Executive or a person who has controlling over the Company or its subsidiaries.
- 4. Must have no business relation with the Company, affiliates or others which may cause a conflict of interests that could lead to the lack of independent judgement, Must not be major shareholders, director or management of the partners of the Company, its subsidiaries, affiliates or others which may cause conflict of interests for at least two years.
- 5. Must not be external auditor of the Company, its subsidiaries, affiliates or others which may cause conflict of interest. And must not be major shareholders, director or partner of auditor company which audit the Company, its subsidiaries, affiliates or others which may cause a conflict of interest for at least two years.
- 6. Must not or never be the company of professional services including legal consultant or financial consultant which earn service fee of more than two million baht per year from the Company, its subsidiaries, affiliates or others which may cause a conflict of interest and must not be major shareholders, directors or partner of the Company providing this professional services for at least two years.
- 7. The Directors must not be appointed to represent the Company's director, major shareholders nor shareholders related to Company's major shareholders.
- 8. Must not have any characteristic causing incapability to make independent comment on the Company's operation.

Profile of the candidates to be selected as new directors

Name-Last name Mr.Preecha Chaochotechuang

Date of Birth 7 September 1948

Age 72 킵

Nationality Thai

PRAKIT Shareholding (%) 0.23% of voting right common stock

Education B.A. in Business

Ohio Colledge, USA

Marketing Management Certificate, Lausanne, Switzerland

Traing for the Director courses Directors Accrediation Program (DAP)

Working Experience

Present Director Prakit Holdings Plc.

1986-2007 Managing Director Prakit Holdings Plc.

1980-1984 Deputy Managing Director Lintas Co.,Ltd.

1975-1980 Marketing Director Fedderst Co.,Ltd.

Current Position Director Prakit Holdings Plc.

Direct Response (Thailand) Ltd.

Proposed Position Director

Term in PRAKIT Director (As at December 31, 2019): 28 years

Relation among family with the Company: none

Director's position in other Thai Company:

- Competitive/ Related business of the Company none

- Listed company none

- Non-listed company none

Audit Committee Meeting Attendance in 2019 none

Board of Director Meeting Attendance in 2019 10/10

Conflict of Interest:

Being professional services provider, (Auditor, legal advisor) none

Having business relation that is material and could be barrier none

Profile of the candidates to be selected as new directors

Name-Last name Mr.Apirak Apisarnthanarak

Date of Birth 24 April 1972

Age 48 years

Nationality Thai

PRAKIT Shareholding (%) 5.24 % of voting right common stock

Education BBA in Marketing and Management of

Information system

MBA at The University of North Carolina Chapel Hill

Traing for the Director courses Directors Accrediation Program (DAP)

Working Experience

Present Managing Director Prakit Holdings Plc.

Managing Director Prakit Advertising Ltd.

Director Marketing Drive Worldwide

(Thailand) Ltd.

2001-2007 Strategic Planning Director/ Prakit Advertising Ltd.

Business Director

Current Position Director

Proposed Position Director

Term in PRAKIT Director (As at December 31, 2019): 12 years

Relation among family with the Company: Mr.Prakit Apisarnthanarax 's son

Director's position in other Thai Company:

- Competitive/ Related business of the Company none

- Listed company none

- Non-listed company 6

Audit Committee Meeting Attendance in 2019 4/4

Board of Director Meeting Attendance in 2019 10/10

Conflict of Interest:

Being professional services provider, (Auditor, legal advisor) none
Having business relation that is material and could be barrier none

