

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 : 61 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 : 6 years 7 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

1. Listed Companies

Sep 2017-Present : Independent Director
: Audit Committee
: Nomination and Remuneration Committee

Jun 2020-Present : Chairman of Corporate Governance Committee
Matching Maximize Solution PCL.

Dec 2015-Present : Independent Director
: Chairman of Audit Committee
: Nomination and Remuneration Committee
SISB PCL.

Sep 2009-Present	: Independent Director : Chairman of Audit Committee : Corporate Governance Committee TSFC Securities PCL.
Aug 2018-Present	: Independent Director : Audit Committee : Chairman of Nomination and Remuneration Committee Beryl8 Plus PCL.

**2. Other Companies
/Organizations**

Jun 2020– Present	: Director Association of Investment Management Companies
Jan 2020- Present	: Appeal Committee The Stock Exchange of Thailand
Jul 2015- Present	: Chairman of the Board : Independent Director Frasers Property Commercial Asset Management (Thailand) Co., Ltd.
Aug 2015- Present	: Director : Chief Executive Officer Talis Asset Management Co., Ltd.


Number of meeting attended in 2023	: Board of Director Meeting 15/15 times : Board of Audit Committee Meeting 12/12 times : Board of Nomination and Remuneration Committee Meeting 3/3 times : Board of Corporate Governance Committee Meeting 5/5 times
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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 2024

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	: Independent Director : Chairman of Audit Committee : Nomination and Remuneration Committee SISB PCL. : Independent Director : Chairman of Audit Committee : Corporate Governance Committee TSFC Securities PCL. : Independent Director : Audit Committee : Chairman of Nomination and Remuneration Committee Beryl8 Plus PCL.	4	-

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	: 67 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	: 3 years 4 months	
Education	: Certificate, Technician Telecom Central New Zealand	
Training	: Certificate, Director Accreditation Program (2021): IOD : Certificate, Director Certification Program (2021): IOD	
Shareholding in the company	: -None-	
Work Experience		
<u>1. Listed Companies</u>		
Dec 2020- Present	: Director : Executive Director	
Jan 2021- Present	: Deputy Chief Executive Officer Matching Maximize Solution PCL.	
<u>2. Other Companies /Organizations</u>		
Mar 1998- Present	: Deputy Managing Director Tero Entertainment PCL.	
Dec 2014- Present	: Chairman of Executive Director : Director Live Nation Tero Entertainment Co., Ltd.	

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

Number of meeting attended in 2023 : Board of Executive Committee Meeting 9/12 times
: Board of Director Meeting 14/15 times


Litigation : None

Interest in any Agenda Item Proposed in the AGM : Agenda 5 To consider and approve the appointment to director replacing those who retire by rotation
Agenda 6 To consider and approve the directors' remuneration for 2024

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.Komkrit Sirirat	
Positon	: Director : Executive Director	
Age	: 62 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	: 3 years 4 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 : Certificate, Director Certification 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	

Aug 2022- Present : Director
Jan 2007- Jul 2022 : Deputy Managing Director
 Tero Entertainment PCL.
Aug2022- Present : Managing Director
Jan 2007- Jul 2022 : Deputy Managing Director
 Thai Ticket Major Co., Ltd.

Number of meeting attended in 2023 : Board of Executive Committee Meeting: 8/12 times
 : Board of Director Meeting: 15/15 times
Litigation : None
Interest in any Agenda Item Proposed in the AGM : Agenda 5 To consider and approve the appointment to director replacing those who retire by rotation
Agenda 6 To consider and approve the directors' remuneration for 2024

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, major shareholder, or controlling person, 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, major shareholder, or controlling person unless the foregoing status has ended not less than two years prior to the date of application filing with the SEC Office. In this regard, such prohibited characteristics shall exclude the case where an independent director used to be a government official or advisor of a governmental agency, which is a major shareholder or the controlling person of the company;

(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 directors, executives or controlling persons of the company or its subsidiary;

(d) not having or having had a business relationship with the company, its parent company, subsidiary, affiliate, major shareholder, or controlling person, in the manner which may interfere with his independent judgment, and neither being nor having been a significant shareholder, or controlling person of the person having business relationship with the company, its parent company, subsidiary, affiliate, major shareholder, or controlling person unless the foregoing relationship has ended not less than two years prior to the date of application filing with the SEC 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 results in the company or the 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 Capital Market Supervisory Board Re: Rules on

Related Party 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, major shareholder, or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the company, its parent company, subsidiary, affiliate, major shareholder, or controlling person unless the foregoing relationship has ended not less than two years from the date of application filing with the SEC 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, major shareholder, or controlling person, and not being a significant shareholder, controlling person, 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 SEC 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 another 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/her 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.