# Biography of proposed directors to act and represent as proxy of the shareholders at the Meeting

## Independent directors that shareholders could grant proxy

Name  Mrs. Rachadaporn Rajchataewindra  Association. Prof. Kamjorn Tatiyakavee, M  Age  64 years  67 years  Position  Independent Director, Chairman of Audit Committee, Remuneration and Nomination Committee, Corporate Governance Committee and Risk Management Committee and Risk Management Committee  Address  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand  Conflict of interest of the 1/2023 EGM's Agenda  Association. Prof. Kamjorn Tatiyakavee, M  Association. Prof. Kamjorn Tatiyakavee, M  Independent Director, Chairman of Risk  Management Committee, Audit Committee and Risk Management Committee  Chairman of Remuneration and Nomination Committee  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand  Conflict of interest of the 1/2023  -None-
Age 64 years 67 years  Independent Director, Chairman of Audit Committee, Remuneration and Nomination Committee, Corporate Governance Committee Chairman of Remuneration and Nomination and Risk Management Committee Committee Committee  Address No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand Conflict of interest of the 1/2023 -None- None-
Position  Independent Director, Chairman of Audit Committee, Remuneration and Nomination Committee, Corporate Governance Committee No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand Conflict of interest of the 1/2023  Independent Director, Chairman of Risk Management Committee Chairman of Remuneration and Nomination Committee Committee Committee Committee Committee Committee Committee No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand Conflict of interest of the 1/2023  -None-
Committee, Remuneration and Nomination Committee, Corporate Governance Committee No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand Conflict of interest of the 1/2023  -None-  Management Committee, Audit Committee and Nomination Chairman of Remuneration and Nomination Committee Comm
Committee, Corporate Governance Committee  and Risk Management Committee  Committee  Committee  Committee  Committee  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand  Conflict of interest of the 1/2023  -None-  Chairman of Remuneration and Nomination  Committee  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand  -None-
Address  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Khen District Bangkok 10220, Thailand  None-  None-
Address  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Bang Khen District Bangkok 10220, Thailand  No.8 Soi Sukhapiban 5 soi 32, Tha Raeng, Khen District Bangkok 10220, Thailand  -None-  None-
Bang Khen District Bangkok 10220, Thailand Khen District Bangkok 10220, Thailand  Conflict of interest of the 1/2023 -None
Bang Khen District Bangkok 10220, Thailand Khen District Bangkok 10220, Thailand  Conflict of interest of the 1/2023 -None-
EGM's Agenda
Conflict of special interest of the 2023 -None-
AGM's Agenda
Shareholding in TRC as at
11 October 2023
- Number of shares -None-
- Voting rights -None-
Family Relationship among Executives -None-
Two proposed directors have no any
conflicts of interest with the Company,
its subsidiaries, associate and
connected persons both at present and
for the past two years as below:
- Not taking part in the management of
being and employee, staff member,
advisor who receives a regular salary.
- Not being professional services
provider, e.g., auditor, legal advisor
- Not having business relation that is
material and could be barrier to
independent judgement.
- Not having kin relationship between the Director Member.

#### **Definition of Independent Director**

### Nomination Process of the Independent Directors

The Remuneration and Nomination Committee shall preliminarily consider suitable persons whose qualifications are in accordance with the regulations of the Securities Exchange Commission and the Stock Exchange of Thailand. Also, the candidates shall have useful knowledge and capability that are useful for the Company. The suitable candidates will be proposed to the Board of Directors and the Shareholders' Meeting for approval, respectively. (Only the increase of the number of directors and the election of directors in replacement of directors who retired by rotation shall be approved by the Shareholders' Meeting.)

#### Qualifications of the Independent Director

The qualifications of the independent director are set out in accordance with the regulations of the Securities Exchange Commission as follows:

- 1. Not hold shares exceeding 0.75 percent\* of the total number of voting shares of the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person including shares held by related persons of the independent director.
- 2. Not be nor have been an executive director, officer, employee, controlling person or advisor who receives a salary, of the Company, its parent company, subsidiary, same-level subsidiary, affiliate, major shareholder or controlling person, unless the foregoing status ended not less than two (2) years prior to the date of appointment. This restriction shall not apply to an independent director who has been a government officer or an advisor to a government authority that is a major shareholder or controlling person of the Company.
- 3. Not be a person related by blood or registration under law, such as a father, mother, spouse, sibling, or child, including spouses of children, executives, major shareholders, controlling persons, or persons to be nominated as executives or controlling persons of the Company or its subsidiaries.
- 4. Not have nor have had a business relationship with the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person, in a manner which may interfere with his or her independent judgment, and neither being nor having been a substantial shareholder or controlling person of any entity having business relationship with the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person who may have a conflict of interest unless the foregoing status ended not less than two (2) years prior to the date of appointment.
- 5. Neither nor have been an auditor of the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person nor be a substantial 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 ended not less than two (2) years from the date of appointment.
- 6. Neither nor have been any kind of professional advisor including a legal advisor or financial advisor who receives an annual service fee exceeding two (2) million baht from the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person, and neither nor have been a substantial shareholder, controlling person or partner of the professional advisor unless the foregoing relationship ended not less than two (2) years from the date of appointment.
- \* Note: This requirement was previously be set not exceeding 1%; however, to be in accordance with the good corporate governance practice, the 3/2012 Board of Directors Meeting held on 19 March 2012 resolved to amend the percentage of shareholding to not exceeding 0.75%.