

Supporting Information for Agenda 5 : To consider and nominate candidates to be elected as directors to replace those due to retire by rotation

1. Consideration Criteria for Directors due to retire by rotation

Article 14 of the Articles of Association stipulates that at every annual general meeting, one-third of the number of directors must vacate their offices. If the number of directors is not a multiple of three, then the number nearest to one-third must retire from office.

The directors to retire during the first and second years following the registration of the Company shall be drawn by lots. In each subsequent year, the directors who have been in office for the longest term shall retire. A retiring director may be re-elected.

2. Nomination Rules and Procedures

The Nomination and Remuneration Committee considers nominating persons to be appointed as directors to replace those directors who vacate office, both resignations prior to the end of term and retirement by rotation, in accordance with the following criteria:

1. Consideration independent directors and/or qualified directors of listed companies, who are qualified under the Public Limited Companies Act, the Securities and Exchange Act, rules of the SEC Office and rules of the SET.
2. Consideration persons who have qualifications and do not have any prohibited qualification under the law governing payment systems and the Bank of Thailand's Notification regarding payment service business.
3. Consideration persons who have knowledge, capability and experience in various professional fields beneficial and value added to the Company. In nominating directors, the required qualifications will be considered, taking into account the necessary skills for the Board and qualifications in line with the Company's business strategies.
4. Consideration persons who have qualifications in support of the operations pertaining to corporate governance to create value for the Company, e.g., independence, expression of opinions, creativity, performance of duties with responsibility, due care, integrity and full-time contribution, etc.
5. In case of directors due to retire by rotation, their previous performance as directors with due care, integrity and full-time contribution will also be taken into account.
6. If the vacating office is a director as representative from the EXAT or the MRTA under the conditions of the concession agreements, a person to be elected must be a person nominated by such agency for appointment as the Company's director.

In this connection, the Nomination and Remuneration Committee nominates such qualified persons to the Board of Directors for consideration and further submission to the Meeting of Shareholders for appointment as the Company's directors.

3. Directors who are due to retire by rotation in the 2023 Annual Ordinary General Meeting of Shareholders

In 2023, one-third of the directors who shall retire by rotation are six directors who have been in office for the longest term, as follows:

- | | |
|-----------------------------------|--------------------------|
| 1. Mrs. Payao Marittanaporn | (Executive director) |
| 2. Mr. Vitoon Tejatussanasoontorn | (Independent Director) |
| 3. Gen. Chetta Thanajaro | (Independent Director) |
| 4. Dr. Annop Tanlamai | (Independent Director) |
| 5. Mr. Panit Dunnvatanachit | (Non-Executive Director) |
| 6. Mr. Piyakorn Apibalsri | (Non-Executive Director) |

4. The shareholders are allowed to nominate persons for consideration and appointment as directors


Given the fact that the Company has allowed the shareholders to exercise their rights to nominate qualified persons for consideration and appointment as directors in advance, as reported to the Stock Exchange of Thailand, and disclosed the criteria and conditions for exercise of such rights on the Company's website: www.bemplc.co.th, from October 1, 2022, to December 31, 2022, no shareholder has nominated any person for consideration and appointment as director.

5. The Board's Opinion

The Nomination and Remuneration Committee, excluding the directors due to retire by rotation, namely, Mr. Vitoon Tejatussanasoontorn and Gen. Chetta Thanajaro, considered and deemed it appropriate to propose the Board of Directors' Meeting to consider proposing that the Shareholders' Meeting re-appoint all six directors who are due to retire by rotation for another term, as follows: 1. Mrs. Payao Marittanaporn, 2. Mr. Vitoon Tejatussanasoontorn, 3. Gen. Chetta Thanajaro, 4. Dr. Annop Tanlamai, 5. Mr. Panit Dunnvatanachit, and 6. Mr. Piyakorn Apibalsri.

The Board of Directors, excluding such director candidates, was of the opinion that they have appropriate qualifications for the Company's business and had discharged their duties as a director by providing valuable suggestions to the business operations throughout their tenure. Additionally, the independent director candidates have been capable of providing independent opinions and have fulfilled relevant criteria. The candidates on this occasion have gone through the careful, prudent scrutiny and consideration process, the Board of Directors has therefore resolved to approve as proposed by the Nomination and Remuneration Committee and to propose that the Meeting of Shareholders consider approving the re-appointment of the six retiring directors to resume their office as director for another term.

Director Candidate

Name: Type of Directorship: Age: Nationality:	Mrs. Payao Marittanaporn Director 66 years Thai	
Date of appointment as a director:	December 30, 2015	
Education:	<ul style="list-style-type: none"> - M.B.A., Chulalongkorn University - Higher Diploma in Auditing, Thammasat University - Bachelor of Accountancy, Chulalongkorn University 	
Trining Program:	<ul style="list-style-type: none"> - Thai Institute of Directors Association <ul style="list-style-type: none"> o Director Certification Program (DCP 48/2004) o Role of the Compensation Committee (RCC 9/2009) - Capital Market Academy <ul style="list-style-type: none"> o Capital Market Academy Leader Program (CMA Program), Class 11/2010 	
Present Positions:	Dec. 30, 2015 Director - Present Executive Director Bangkok Expressway and Metro Public Company Limited 2015 - Present Director Risk Management and Corporate Governance Committee Member TTW Public Company Limited	
Experience:	2015 - 2021 Corporate Governance and Risk Management Committee Member Bangkok Expressway and Metro Public Company Limited 2015 - 2020 Managing Director Bangkok Expressway and Metro Public Company Limited 2004 - Jun 2021 Director and Executive Director, Northern Bangkok Expressway Company Limited 2007 - 2020 Acting Managing Director Northern Bangkok Expressway Company Limited 2007 - 2015 Director and Executive Director, Managing Director Bangkok Expressway Public Company Limited 2019 - Jul 2020 Chairman of the Risk Management Committee TTW Public Company Limited 2015 - Jul 2020 Nomination and Remuneration Committee Member TTW Public Company Limited	

	2013 - 2014 Director, Nomination and Remuneration Committee Member, Risk Management Committee Member TTW Public Company Limited 2011 - 2014 Director Xayaburi Power Company Limited 2004 - 2006 Managing Director Northern Bangkok Expressway Company Limited 2003 - 2006 Deputy Managing Director Bangkok Expressway Public Company Limited 1997 - 2003 Assistant Managing Director: Administration Bangkok Expressway Public Company Limited
Number of Years of Directorship: <i>(as at April 18, 2023)</i>	7 years and 3 months
Nomination Rules and Procedures:	Considering knowledge, capability and experience beneficial to the business operations, as well as having qualifications and having no prohibited characteristics as stipulated in the law governing public limited companies, going through the careful, prudent scrutiny and consideration process, and nomination by the Nomination and Remuneration Committee.
Shareholding in the Company:	None
(Present) Positions in Other Listed Companies:	1 company Director Risk Management and Corporate Governance Committee Member TTW Public Company Limited
(Present) Positions in Other Non-Listed Companies:	None of directorship/management in any non-listed company
Positions in any business competing with the Company's business / any business having substantial connection with the Company's business:	None of directorship/management in any such business
Meeting Attendance Record in 2022:	- Board of Directors' Meetings 6/6 (100 percent) - Executive Board's Meetings 12/12 (100 percent)
Performance during Directorship:	1. Providing useful suggestions and advice to management team and scrutinize works proposed to the Board of Directors. 2. Providing valuable opinions and suggestions regarding the Company's financial management.

Director Candidate

Name: Type of Directorship: Age: Nationality:	Mr. Vitoon Tejatussanasoontorn Independent Director 83 years Thai																																					
Date of appointment as a director:	December 30, 2015																																					
Education:	- B.A. in Commerce and Accountancy, Thammasat University																																					
Training Program:	- Thai Institute of Directors Association <ul style="list-style-type: none">○ Director Certification Program (DCP 2/2000)○ IOD Chartered Directors (IOD CDC 1/2007)○ Audit Committee Program (ACP 27/2009)○ Advanced Audit Committee Program (AACP 3/2010)○ Role of the Compensation Committee (RCC 12/2011) - Federation of Accounting Professions / Office of the Securities and Exchange Commission <ul style="list-style-type: none">○ Value of Audit 2022																																					
Present Positions:	<table><tr><td>Feb. 25, 2016</td><td>Chairman of the Audit Committee</td></tr><tr><td>- Present</td><td>Bangkok Expressway and Metro Public Company Limited</td></tr><tr><td>Dec. 30, 2015</td><td>Director, Nomination and Remuneration Committee Member</td></tr><tr><td>- Present</td><td>Bangkok Expressway and Metro Public Company Limited</td></tr><tr><td>Jun 2022 - Present</td><td>Corporate Governance and Risk Management Committee Member</td></tr><tr><td></td><td>CH. Karnchang Public Company Limited</td></tr><tr><td>2014 - Present</td><td>Chairman of the Nomination and Remuneration Committee</td></tr><tr><td></td><td>CH. Karnchang Public Company Limited</td></tr><tr><td>1999 - Present</td><td>Director, Chairman of the Audit Committee</td></tr><tr><td></td><td>CH. Karnchang Public Company Limited</td></tr><tr><td>2021 - Present</td><td>Senior Executive Advisor</td></tr><tr><td></td><td>AGC Flat Glass (Thailand) Public Company Limited</td></tr><tr><td>2004 - Present</td><td>Director, Asahi Glass Foundation of Thailand</td></tr><tr><td>1988 - Present</td><td>Director and Executive Director</td></tr><tr><td></td><td>Kiarti Thanee Country Club Co., Ltd.</td></tr><tr><td>1988 - Present</td><td>Director and Executive Director</td></tr><tr><td></td><td>Pattaya Estate Co., Ltd.</td></tr><tr><td>1987 - Present</td><td>Director, Diachrome Chemicals Limited</td></tr></table>		Feb. 25, 2016	Chairman of the Audit Committee	- Present	Bangkok Expressway and Metro Public Company Limited	Dec. 30, 2015	Director, Nomination and Remuneration Committee Member	- Present	Bangkok Expressway and Metro Public Company Limited	Jun 2022 - Present	Corporate Governance and Risk Management Committee Member		CH. Karnchang Public Company Limited	2014 - Present	Chairman of the Nomination and Remuneration Committee		CH. Karnchang Public Company Limited	1999 - Present	Director, Chairman of the Audit Committee		CH. Karnchang Public Company Limited	2021 - Present	Senior Executive Advisor		AGC Flat Glass (Thailand) Public Company Limited	2004 - Present	Director, Asahi Glass Foundation of Thailand	1988 - Present	Director and Executive Director		Kiarti Thanee Country Club Co., Ltd.	1988 - Present	Director and Executive Director		Pattaya Estate Co., Ltd.	1987 - Present	Director, Diachrome Chemicals Limited
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Experience:	<table> <tr> <td>2007 - 2022</td><td>Chairman of the Corporate Governance and Risk Management Committee CH. Karnchang Public Company Limited</td></tr> <tr> <td>2007 - 2014</td><td>Nomination and Remuneration Committee Member CH. Karnchang Public Company Limited</td></tr> <tr> <td>2005 - 2015</td><td>Independent Director, Audit Committee Member Nomination and Remuneration Committee Member Bangkok Metro Public Company Limited</td></tr> <tr> <td>2004 - 2020</td><td>Deputy Senior Managing Director AGC Flat Glass (Thailand) Public Company Limited</td></tr> <tr> <td>1988 - 2019</td><td>Director and Executive Director Kiarti Land Co., Ltd.</td></tr> <tr> <td>2015 - 2018</td><td>Director and Chairman of the Audit Committee Thaisri Insurance Public Company Limited</td></tr> <tr> <td>1991 - 2018</td><td>Director, Glass Way Co., Ltd.</td></tr> <tr> <td>1988 - 2017</td><td>Director and Executive Director Sriracha Resort Co., Ltd.</td></tr> <tr> <td>1986 - 2017</td><td>Director and Executive Director Sakata-Thai Corporation Ltd.</td></tr> </table>	2007 - 2022	Chairman of the Corporate Governance and Risk Management Committee CH. Karnchang Public Company Limited	2007 - 2014	Nomination and Remuneration Committee Member CH. Karnchang Public Company Limited	2005 - 2015	Independent Director, Audit Committee Member Nomination and Remuneration Committee Member Bangkok Metro Public Company Limited	2004 - 2020	Deputy Senior Managing Director AGC Flat Glass (Thailand) Public Company Limited	1988 - 2019	Director and Executive Director Kiarti Land Co., Ltd.	2015 - 2018	Director and Chairman of the Audit Committee Thaisri Insurance Public Company Limited	1991 - 2018	Director, Glass Way Co., Ltd.	1988 - 2017	Director and Executive Director Sriracha Resort Co., Ltd.	1986 - 2017	Director and Executive Director Sakata-Thai Corporation Ltd.
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Number of Years of Directorship: <i>(as at April 18, 2023)</i>	7 years and 3 months																		
Nomination Rules and Procedures:	Considering knowledge, capability and experience beneficial to the business operations, as well as having qualifications and having no prohibited characteristics as stipulated in the law governing public limited companies, going through the careful, prudent scrutiny and consideration process, and nomination by the Nomination and Remuneration Committee.																		
Shareholding in the Company:	None																		
(Present) Positions in Other Listed Companies:	<table> <tr> <td>1 company</td><td>Corporate Governance and Risk Management Committee Member Chairman of the Nomination and Remuneration Committee Director, Chairman of the Audit Committee CH. Karnchang Public Company Limited</td></tr> </table>	1 company	Corporate Governance and Risk Management Committee Member Chairman of the Nomination and Remuneration Committee Director, Chairman of the Audit Committee CH. Karnchang Public Company Limited																
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(Present) Positions in Other Non-Listed Companies:	<table> <tr> <td>5 companies</td><td> 1. Senior Executive Advisor, AGC Flat Glass (Thailand) Public Company Limited 2. Director, Asahi Glass Foundation of Thailand 3. Director and Executive Director, Kiarti Thanee Country Club Co., Ltd. 4. Director and Executive Director Pattaya Estate Co., Ltd. 5. Director Diachrome Chemicals Limited </td></tr> </table>	5 companies	1. Senior Executive Advisor, AGC Flat Glass (Thailand) Public Company Limited 2. Director, Asahi Glass Foundation of Thailand 3. Director and Executive Director, Kiarti Thanee Country Club Co., Ltd. 4. Director and Executive Director Pattaya Estate Co., Ltd. 5. Director Diachrome Chemicals Limited																
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Positions in any business competing with the Company's business / any business having substantial connection with the Company's business:	None of directorship/management in any such business
Meeting Attendance Record in 2022:	<ul style="list-style-type: none"> - Board of Directors' Meetings 6/6 (100 percent) - Audit Committee's Meetings 6/6 (100 percent) - Nomination and Remuneration Committee's Meetings 3/3 (100 percent)
Performance during Directorship:	<ol style="list-style-type: none"> 1. Performing the duties as the Chairman of the Audit Committee in reviewing the reliability of the Company's financial reports prior to submission of the same to the Stock Exchange of Thailand, inspecting the Internal Control System, as well as considering disclosure of correct and complete information on connected transactions, including provision of independent and useful opinions to the Board of Directors and the management. 2. Performing the duties as the director in providing useful suggestions and advice to the management and considering scrutinizing works proposed to the Board of Directors. 3. Performing duties as the Nomination and Remuneration Committee Member in considering the nomination rules and procedures for nomination of persons who are qualified to hold the office as directors as well as determining criteria for consideration of remuneration for directors and the Managing Directors.


Definition of Independent Directors: The Company defines the Company's independent director which is stricter than the minimum requirements of the SEC or the Stock Exchange in respect of shareholding in the Company, namely, the Company's independent directors shall hold not more than 0.5 percent of the total number of shares with voting rights in the Company.

Nature of Relationship of Independent Directors

1. Holding shares of not exceeding 0.5 percent of the total number of shares with voting rights of the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company, including shares held by any related persons of each independent director.	No
2. Not being or having been a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or a controller of the Company, its parent company, subsidiaries, associated companies, subsidiaries of the same tier, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date, provided that such prohibited characteristics shall not apply to an independent director who was a public servant or an advisor to a government authority which is the Company's major shareholder or controller.	No
3. Not being a person having relationship by blood or by legal registration in the capacity as parent, spouse, sibling and offspring, including spouse of the	No

offspring of other director, executive, major shareholder, controller or person to be nominated as director, executive or controller of the Company or its subsidiaries.	
<p>4. Not having or having had any business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company in a manner which may prevent the exercise of his or her independent judgment; and not being or having been a substantial shareholder or controller of any person having a business relationship with the Company, its parent companies, subsidiaries, associated companies, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date.</p> <p>The aforesaid business relationship under paragraph one shall include any transaction in the ordinary course of business for lease of immovable property, any transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending any loan, guarantee, providing assets as collateral, including any other similar action, which causes the Company or contractual party to be subject to indebtedness payable to the other party in the amount of three percent or more of the Company's net tangible assets or in the amount of Baht Twenty Million or more, whichever is lower. Such indebtedness shall be calculated according to the calculation method of connected transaction value under the Notification of the Capital Market Supervisory Board, Re: Rules on Connected Transactions, mutatis mutandis. However, the consideration of such indebtedness shall include the indebtedness incurred during the course of one year prior to commencement of business relationship with the same person.</p>	No
<p>5. Not being or having been an auditor of the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of an audit firm which employs the auditor of the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date.</p>	No
<p>6. Not being or having been a professional service provider, including legal advisor or financial advisor which receives an annual service fee exceeding Baht Two Million from the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of such professional service provider, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date.</p>	No
<p>7. Not being a director appointed as representative of the Company's director, major shareholder or shareholder who is a related person of the major shareholder.</p>	No
<p>8. Not engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries; or not being a substantial partner in a partnership or a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or holding more than one percent of the total number of shares with voting rights of another company engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries.</p>	No
<p>9. Not having any other characteristics preventing provision of independent opinions on the Company's operations.</p>	No

Director Candidate

Name: Type of Directorship: Age: Nationality:	Gen. Chetta Thanajaro Independent Director 85 years Thai	
Date of appointment as a director:	December 30, 2015	
Education:	<ul style="list-style-type: none"> - Master of Arts (Political Science), Ramkhamhaeng University - Bachelor of Science, Chulachomklao Royal Military Academy, Class 9 - Infantry Basic Officer Leadership Course, United States Army Infantry School - The Royal Thai Army Command and General Staff Course - National Defence Course for the Joint State Private Sector, Class 6, National Defence College 	
Training Program:	<ul style="list-style-type: none"> - Thai Institute of Directors Association <ul style="list-style-type: none"> o Director Certification Program (DCP 33/2003) o Finance for Non-Finance Directors (FND 7/2003) - United States Army Infantry School <ul style="list-style-type: none"> o Infantry Basic Officer Leadership Course - Command and General Staff College <ul style="list-style-type: none"> o The Royal Thai Army Command and General Staff Course - National Defence College <ul style="list-style-type: none"> o National Defence Course for The Joint State Private Sector (NDC), Class 6 	
Present Positions:	Dec. 30, 2015 Director, Chairman of the Nomination and Remuneration Committee, and Audit Committee Member - Present Bangkok Expressway and Metro Public Company Limited 2005 - Present Director Double A (1991) Public Company Limited	
Experience:	2005 - 2015 Independent Director Chairman of the Audit Committee Chairman of the Nomination and Remuneration Committee Bangkok Metro Public Company Limited 2005 Chairman of the Audit Committee LPN Plate Mill Public Company Limited 2004 Minister, Ministry of Defence 2003 - 2004 Minister, Ministry of Science and Technology	

	1999 - 2003 Audit Committee Member, Bangkok Expressway Public Company Limited 1996 President Advisor The Royal Development Project
Number of Years of Directorship: (as at April 18, 2023)	7 years and 3 months
Nomination Rules and Procedures:	Considering knowledge, capability and experience beneficial to the business operations, as well as having qualifications and having no prohibited characteristics as stipulated in the law governing public limited companies, going through the careful, prudent scrutiny and consideration process, and nomination by the Nomination and Remuneration Committee.
Shareholding in the Company:	None
(Present) Positions in Other Listed Companies:	None of directorship/management in any Listed Company
(Present) Positions in Other Non-Listed Companies:	1 company Director Double A (1991) Public Company Limited
Positions in any business competing with the Company's business / any business having substantial connection with the Company's business:	None of directorship/management in any such business
Meeting Attendance Record in 2022:	- Board of Directors' Meetings 6/6 (100 percent) - Audit Committee's Meetings 6/6 (100 percent) - Nomination and Remuneration Committee's Meetings 3/3 (100 percent)
Performance during Directorship:	1. Performing the duties as the Chairman of the Nomination and Remuneration Committee in considering the nomination rules and procedures for nomination of persons who are qualified to hold the office as directors as well as determining criteria for consideration of remuneration for directors and Managing Directors. 2. Performing the duties as the Audit Committee Member in reviewing the reliability of the Company's financial reports prior to submission of the same to the Stock Exchange of Thailand, inspecting the Internal Control System, as well as considering disclosure of correct and complete information on connected transactions, including provision of independent and useful opinions to the Board of Directors and the management. 3. Performing the duties as the director in providing useful suggestions and advice to the management and considering scrutinizing works proposed to the Board of Directors.

Definition of Independent Directors: The Company defines the Company's independent director which is stricter than the minimum requirements of the SEC or the Stock Exchange in respect of shareholding in the Company, namely, the Company's independent directors shall hold not more than 0.5 percent of the total number of shares with voting rights in the Company.

Nature of Relationship of Independent Directors

1. Holding shares of not exceeding 0.5 percent of the total number of shares with voting rights of the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company, including shares held by any related persons of each independent director.	No
2. Not being or having been a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or a controller of the Company, its parent company, subsidiaries, associated companies, subsidiaries of the same tier, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date, provided that such prohibited characteristics shall not apply to an independent director who was a public servant or an advisor to a government authority which is the Company's major shareholder or controller.	No
3. Not being a person having relationship by blood or by legal registration in the capacity as parent, spouse, sibling and offspring, including spouse of the offspring of other director, executive, major shareholder, controller or person to be nominated as director, executive or controller of the Company or its subsidiaries.	No
4. Not having or having had any business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company in a manner which may prevent the exercise of his or her independent judgment; and not being or having been a substantial shareholder or controller of any person having a business relationship with the Company, its parent companies, subsidiaries, associated companies, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date. The aforesaid business relationship under paragraph one shall include any transaction in the ordinary course of business for lease of immovable property, any transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending any loan, guarantee, providing assets as collateral, including any other similar action, which causes the Company or contractual party to be subject to indebtedness payable to the other party in the amount of three percent or more of the Company's net tangible assets or in the amount of Baht Twenty Million or more, whichever is lower. Such indebtedness shall be calculated according to the calculation method of connected transaction value under the Notification of the Capital Market Supervisory Board, Re: Rules on Connected Transactions, mutatis mutandis. However, the consideration of such indebtedness shall include the indebtedness incurred during the course of one year prior to commencement of business relationship with the same person.	No
5. Not being or having been an auditor of the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of an audit firm which employs the auditor of the Company, its parent company,	No

subsidiaries, associated companies, major shareholder, or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date.	
6. Not being or having been a professional service provider, including legal advisor or financial advisor which receives an annual service fee exceeding Baht Two Million from the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of such professional service provider, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date.	No
7. Not being a director appointed as representative of the Company's director, major shareholder or shareholder who is a related person of the major shareholder.	No
8. Not engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries; or not being a substantial partner in a partnership or a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or holding more than one percent of the total number of shares with voting rights of another company engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries.	No
9. Not having any other characteristics preventing provision of independent opinions on the Company's operations.	No

Director Candidate

Name: Type of Directorship: Age: Nationality:	Dr. Annop Tanlamai Independent Director 73 years Thai	
The date was appointed as Director :	February 25, 2016	
Education:	<ul style="list-style-type: none"> - Ph.D. Engineering Management, University of Missouri, USA - M.B.A. (Quantitative Business Analysis), Indiana University, Bloomington, USA - M.S. in Engineering Management, University of Missouri, USA - Bachelor of Engineering (Mechanical Engineering), Chulalongkorn University 	
Training Program:	<ul style="list-style-type: none"> - Thai Institute of Directors Association <ul style="list-style-type: none"> o Director Certification Program (DCP 154/2011) o The Audit Committee's Role in Compliance and Ethical Culture Oversight Program 	
Present Positions:	<div style="display: flex; justify-content: space-between; align-items: flex-start;"> <div style="width: 20%;"> Feb 25, 2016 - Present 2016 - Present 2012 - Present </div> <div style="width: 80%;"> Director and Audit Committee Member Bangkok Expressway and Metro Public Company Limited Dean of Faculty of Business Administration Chitralada Technology College Director and Chairman of the Audit Committee MK Restaurants Group Public Company Limited </div> </div>	
Experience:	<div style="display: flex; justify-content: space-between; align-items: flex-start;"> <div style="width: 20%;"> 2001 - 2015 2001 - 2015 2011 - 2015 2011 - 2015 2012 - 2016 2011 - 2012 2007 - 2011 1999 - 2007 </div> <div style="width: 80%;"> Director Bangkok Expressway Public Company Limited Audit Committee Member Bangkok Expressway Public Company Limited Corporate Governance and Risk Management Committee Member Bangkok Expressway Public Company Limited Nomination and Remuneration Committee Member Bangkok Expressway Public Company Limited Dean of College of Management, Mahidol University Advisor for Master of Business Administration Program, Faculty of Commerce and Accountancy Chulalongkorn University Dean of Faculty of Commerce and Accountancy Chulalongkorn University Chairman of the Committee for Master of Business Administration (MBA) Program Faculty of Commerce and Accountancy </div> </div>	

	1995 - 1999 Head of Department of Commerce Faculty of Commerce and Accountancy Chulalongkorn University 1989 - 1995 Chairman of the Committee for Master of Business Administration Program, Faculty of Commerce and Accountancy Chulalongkorn University 1988 - 2011 Instructor for Department of Commerce Faculty of Commerce and Accountancy Chulalongkorn University 1986 - 1988 Assistant Professor, Bentley University, Massachusetts, USA 1978 - 1980 Instructor for Department of Commerce Faculty of Commerce and Accountancy Chulalongkorn University 1973 - 1974 Production Planning Engineer Siam Motors and Nissan Co., Ltd.
Number of Years of Directorship: <i>(as at April 18, 2023)</i>	7 years and 1 months
Nomination Rules and Procedures:	Considering knowledge, capability and experience beneficial to the business operations, as well as qualifications and having no prohibited characteristics as stipulated in the law governing public limited companies, through the process of screening and nomination by the Nomination and Remuneration Committee.
Shareholding in the Company:	None
(present) Positions in Other Listed Companies:	1 company Director and Chairman of the Audit Committee MK Restaurants Group Public Company Limited
(present) Positions in Other Non-Listed Companies:	1 company Dean of Faculty of Business Administration Chitralada Technology College
Positions in any business competing with the Company's business / any business having substantial connection with the Company's business:	None of directorship/management in any such business
Meeting Attendance Record in 2022:	- Board of Directors' Meetings 6/6 (100 percent) - Audit Committee's Meetings 6/6 (100 percent)
Performance during Directorship:	1. Performing the duties as the Audit Committee Member in reviewing the reliability of the Company's financial reports prior to submission to the Stock Exchange of Thailand, auditing the internal control system, as well as considering the disclosure of information on connected transactions to ensure accuracy and completeness. 2. Performing the duties as Independent Director in providing useful opinion and suggestions in the Company's management.

Definition of Independent Directors: The Company defines the Company's independent director which is stricter than the minimum requirements of the SEC or the Stock Exchange in respect of shareholding in the Company, namely, the Company's independent directors shall hold not more than 0.5 percent of the total number of shares with voting rights in the Company.

Nature of Relationship of Independent Directors

1. Holding shares of not exceeding 0.5 percent of the total number of shares with voting rights of the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company, including shares held by any related persons of each independent director.	No
2. Not being or having been a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or a controller of the Company, its parent company, subsidiaries, associated companies, subsidiaries of the same tier, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date, provided that such prohibited characteristics shall not apply to an independent director who was a public servant or an advisor to a government authority which is the Company's major shareholder or controller.	No
3. Not being a person having relationship by blood or by legal registration in the capacity as parent, spouse, sibling and offspring, including spouse of the offspring of other director, executive, major shareholder, controller or person to be nominated as director, executive or controller of the Company or its subsidiaries.	No
4. Not having or having had any business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholder or controller of the Company in a manner which may prevent the exercise of his or her independent judgment; and not being or having been a substantial shareholder or controller of any person having a business relationship with the Company, its parent companies, subsidiaries, associated companies, major shareholder or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date. The aforesaid business relationship under paragraph one shall include any transaction in the ordinary course of business for lease of immovable property, any transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending any loan, guarantee, providing assets as collateral, including any other similar action, which causes the Company or contractual party to be subject to indebtedness payable to the other party in the amount of three percent or more of the Company's net tangible assets or in the amount of Baht Twenty Million or more, whichever is lower. Such indebtedness shall be calculated according to the calculation method of connected transaction value under the Notification of the Capital Market Supervisory Board, Re: Rules on Connected Transactions, mutatis mutandis. However, the consideration of such indebtedness shall include the indebtedness incurred during the course of one year prior to commencement of business relationship with the same person.	No
5. Not being or having been an auditor of the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of an	No


audit firm which employs the auditor of the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date.	
6. Not being or having been a professional service provider, including legal advisor or financial advisor which receives an annual service fee exceeding Baht Two Million from the Company, its parent company, subsidiaries, associated companies, major shareholder, or controller of the Company; and not being a substantial shareholder, controller, or partner of such professional service provider, unless such independent director has no longer been in such capacity for not less than two years prior to the appointment date.	No
7. Not being a director appointed as representative of the Company's director, major shareholder or shareholder who is a related person of the major shareholder.	No
8. Not engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries; or not being a substantial partner in a partnership or a director having involvement in the management, an employee, a staff member, an advisor receiving a regular salary or holding more than one percent of the total number of shares with voting rights of another company engaging in any business of the same nature as and in material competition with the business of the Company or its subsidiaries.	No
9. Not having any other characteristics preventing provision of independent opinions on the Company's operations.	No

Director Candidate

Name: Type of Directorship: Age: Nationality:	Mr. Panit Dunnvatanachit Director 67 years Thai											
Date of appointment as a director:	December 30, 2015											
Education:	<ul style="list-style-type: none">- M.B.A. (Finance), Washington University, St. Louis, USA- Bachelor of Arts & Science, Washington University, St. Louis, USA											
Training Program:	<ul style="list-style-type: none">- Thai Institute of Directors Association<ul style="list-style-type: none">o Director Certification Program (DCP 10/2001)o Board and CFO Assessment Program,- Capital Market Academy<ul style="list-style-type: none">o Capital Market Academy Leader Program (CMA), Class 14/2012- Office of the National Broadcasting and Telecommunications Commission<ul style="list-style-type: none">o Broadcasting Executive Forum, Class 1/2013- Thailand Energy Academy<ul style="list-style-type: none">o Thailand Energy Academy Course for Management (TEA), Class 4/2014,- Institute of Research and Development for Public Enterprises<ul style="list-style-type: none">o Public-Private Partnerships for Executive Program (PEP 1/2016)											
Present Positions:	<table><tr><td>Dec 30, 2015</td><td>Director</td></tr><tr><td>- Present</td><td>Bangkok Expressway and Metro Public Company Limited</td></tr><tr><td>2000 - Present</td><td>Executive Vice President Bangkok Bank Public Company Limited</td></tr><tr><td>2006 - Present</td><td>Director Thai Yamaha Motor Co., Ltd.</td></tr></table>		Dec 30, 2015	Director	- Present	Bangkok Expressway and Metro Public Company Limited	2000 - Present	Executive Vice President Bangkok Bank Public Company Limited	2006 - Present	Director Thai Yamaha Motor Co., Ltd.		
Dec 30, 2015	Director											
- Present	Bangkok Expressway and Metro Public Company Limited											
2000 - Present	Executive Vice President Bangkok Bank Public Company Limited											
2006 - Present	Director Thai Yamaha Motor Co., Ltd.											
Experience:	<table><tr><td>1994 - 2023</td><td>Director Krungthep Engineering Consultants Co., Ltd.</td></tr><tr><td>2003 - 2015</td><td>Director Bangkok Expressway Public Company Limited</td></tr><tr><td>2003 - 2012</td><td>Executive Director Bangkok Expressway Public Company Limited</td></tr><tr><td>2003 - 2016</td><td>Director and Executive Director Northern Bangkok Expressway Company Limited</td></tr><tr><td>2000 - 2010</td><td>Director and Member of the Executive Committee CBNP (Thailand) Limited</td></tr></table>		1994 - 2023	Director Krungthep Engineering Consultants Co., Ltd.	2003 - 2015	Director Bangkok Expressway Public Company Limited	2003 - 2012	Executive Director Bangkok Expressway Public Company Limited	2003 - 2016	Director and Executive Director Northern Bangkok Expressway Company Limited	2000 - 2010	Director and Member of the Executive Committee CBNP (Thailand) Limited
1994 - 2023	Director Krungthep Engineering Consultants Co., Ltd.											
2003 - 2015	Director Bangkok Expressway Public Company Limited											
2003 - 2012	Executive Director Bangkok Expressway Public Company Limited											
2003 - 2016	Director and Executive Director Northern Bangkok Expressway Company Limited											
2000 - 2010	Director and Member of the Executive Committee CBNP (Thailand) Limited											

	2002 - 2006 Director and Member of the Executive Committee Advance Agro Public Company Limited 1999 - 2005 Director Asia Credit Securities Company Limited 1998 - 2005 Director and Member of the Executive Committee Asia Credit Public Company Limited
Number of Years of Directorship: <i>(as at April 18,2023)</i>	7 years and 3 months
Nomination Rules and Procedures:	Considering knowledge, capability and experience beneficial to the business operations, as well as qualifications and having no prohibited characteristics as stipulated in the law governing public limited companies, through the process of screening and nomination by the Nomination and Remuneration Committee.
Shareholding in the Company:	None
(Present) Positions in Other Listed Companies:	1 company Executive Vice President Bangkok Bank Public Company Limited
(Present) Positions in Other Non-Listed Companies:	1 company Director Thai Yamaha Motor Co., Ltd.
Positions in any business competing with the Company's business / any business having substantial connection with the Company's business:	None of directorship/management in any such business
Meeting Attendance Record in 2022:	Board of Directors' Meetings 6/6 (100 percent)
Performance during Directorship:	1. Providing useful advice and suggestions in the Board of Directors' Meeting. 2. Providing valuable opinions and suggestions regarding the Company's financial management.

Director Candidate

Name: Type of Directorship: Age: Nationality:	Mr. Piyakorn Apibalsri Director 53 years Thai	
Date of appointment as a director:	October 27, 2021	
Education:	<ul style="list-style-type: none">- Master of Business Administration, Drexel University, USA- Bachelor of Economics, Thammasat University	
Training Program:	<ul style="list-style-type: none">- Thai Institute of Directors Association<ul style="list-style-type: none">o Director Certification Program (DCP 315/2022)- Commerce Academy, Ministry of Commerce<ul style="list-style-type: none">o Top Executive Program in Commerce and Trade (TEPCoT), Class 13- Thailand Energy Academy<ul style="list-style-type: none">o Thailand Energy Academy Course for Management (TEA), Class 14/2019- College of the Constitutional Court<ul style="list-style-type: none">o The Rule of Law for Democracy (RLD), Class 6	
Present Positions:	Oct. 27, 2021 - Present Present Oct 2022 - Present Oct 2021 - Present	Director Bangkok Expressway and Metro Public Company Limited Inspector General, the Ministry of Finance Representative Director of the Ministry Finance in the Board of Directors of the Government Pharmaceutical Organization Representative Director of the Ministry of Finance in the Board of Directors of the Mass Rapid Transit Authority of Thailand
Experience:	2019 - 2021 2017 - 2019 2016 - 2017 2015 - 2016 2014 - 2015 2011 - 2014	Principal Advisor on Excise Tax Strategy Deputy Director General the Excise Department Director of Bureau of Investigation, Prevention and Suppression the Excise Department Director of Regional Excise Office 8 Chief of Bangkok 3 Area Excise Office Chief of Bangkok 5 Area Excise Office
Number of Years of Directorship: <i>(as at April 18,2023)</i>	1 years and 5 months	

Nomination Rules and Procedures:	Considering knowledge, capability and experience beneficial to the business operations, as well as qualifications and having no prohibited characteristics as stipulated in the law governing public limited companies, through the process of screening and nomination by the Nomination and Remuneration Committee.
Shareholding in the Company:	None
(Present) Positions in Other Listed Companies:	None of directorship/management in any Listed Company
(Present) Positions in Other Non-Listed Companies:	<div>3 companies</div> <ol style="list-style-type: none"> 1. Inspector General, the Ministry of Finance 2. Representative Director of the Ministry Finance in the Board of Directors of the Government Pharmaceutical Organization 3. Representative Director of the Ministry of Finance in the Board of Directors of the Mass Rapid Transit Authority of Thailand
Positions in any business competing with the Company's business / any business having substantial connection with the Company's business:	<div>1 company</div> <div>Representative Director of the Ministry of Finance in the Board of Directors of the Mass Rapid Transit Authority of Thailand</div>
Meeting Attendance Record in 2022:	Board of Directors' Meetings 6/6 (100 percent)
Performance during Directorship:	<ol style="list-style-type: none"> 1. Providing useful advice and suggestions in the Board of Directors' Meeting. 2. Performing duties as a director who is representative from the Mass Rapid Transit Authority of Thailand, having knowledge and experience, providing suggestion beneficial to the Company's Metro Business operations.