

Information on proposed directors in replacement of those retired by rotation

1. Mr.Thanong Leeissanukul

Type of appointment Position

Director

Age

55 years

Education Degree

Bachelor of Business Administration – Commercial
Nanzan University, JAPAN.

Training

Not yet training Director Certificate Program from
Thai Institute of Director Association (IOD)

Working Experience

1983 - Present Director Thai Stanley Electric PCL.
1986 - Present Managing Director The Sittipol 1919 Co.,Ltd.
1986 - Present Director Inoue Rubber (Thailand) PCL.
1993 - Present Director Sopa-Kanok International Co.,Ltd.
1995 - Present Executive Director Total Oil (Thailand) Co.,Ltd.
1995 - Present Director Sungold Holding Co.,Ltd.
1995 - Present Director Toei Inoac Co.,Ltd.
1995 - Present Director IRC (Asia) Research Co.,Ltd.
1996 - Present Vice Chairman Daido Sittipol Co.,o.,Ltd.
1996 - Present Executive Director Seng Ngun Hong Co.,Ltd.
1996 - Present Chairman Bike Clinic Co.,Ltd.
1998 - Present Director The Studio Production Co.,Ltd.
2001 - Present Chairman Smart Sport Promotion Co.,Ltd.
2001 - Present Chairman Kanok-Sopa Foundation
2003 - Present Director SK Rubber Co.,Ltd.

Year as Director

1983 – present or 32 years

**Current position Director /
Management in other
organization**

- Listed Company
- Non listed Company and
incorporation or reval .

1 company Inoue Rubber (Thailand) Public Co.,Ltd
13 companies 1.The Sittipol 1919 Co.,Ltd. 2.Sopa-Kanok International
Co.,Ltd 3. Total Oil (Thailand) Co.,Ltd.4. Sungold Holding Co.,Ltd
5.Toei Inoac Co.,Ltd. 6.IRC(Asia) Research Co.,Ltd.
7.Daido Sittipol Co.,Ltd. 8.Seng Ngun Hong Co.,Ltd.
9.Bike Clinic Co.,Ltd. , 10.The Studio Promotion Co.,Ltd. ,
11.Smart Sport Promotion Co.,Ltd 12.SK Rubber Co.,Ltd., 13.Kanok-Sopa
Foundation

- Non listed Company and may
cause conflict of interest

None

**Holding of company's
ordinary share**

4.19 %

**Attendance in meetings during
Year 2014**

Board meeting 5 times from total 6 times





2. Mr.Katsumi Sumiya

Type of appointment Position	Director
Age	56 years
Education Degree	Bachelor Faculty of Economic , Aichi University , JAPAN
Training	Not yet training Director Certificate Program from Thai Institute of Director Association (IOD)
Working Experience	<p>2003 - 2004 Section Manager Purchasing Section Stanley Electric Co.,Ltd.</p> <p>2004 - 2007 Section Manager Production Section Okazaki Plant Stanley Electric Co.,Ltd.</p> <p>2007 - 2011 Department Manager Lamp 3 Department Thai Stanley Electric PCL.</p> <p>2013 – Present Director and Executive General Manager Lighting Equipment Division Thai Stanley Electric PCL</p> <p>2013 – Present Director Sirivit – Stanley Co.,Ltd.</p> <p>2013 – Present Director Stanley Thailand Foundation</p> <p>2014 – Present Second Deputy General Director Vietnam Stanley Electric Co.,Ltd.</p>
Year as Director	2013 – present or 2 years
Current position Director / Management in other organization	
- Listed Company	None
- Non listed Company and incorporation or rival .	3 companies 1.Sirivit-Stanley Co.,Ltd. 2.Stanley Thailand Foundation 3. Vietnam Stanley Electric Co.,Ltd.
- Non listed Company and may cause conflict of interest during the past 2 years	None
Holding of company's ordinary share	None
Attendance in meetings during Year 2014	Board meeting 6 times from total 6 times

3.Mr.Suchart Phisitvanich
Type of appointment Position

Independent Director



Age

69 Years

Education Degree

Master Degree Electrical Engineering
Louisiana Tech University , U.S.A.
Bachelor Degree Electrical Engineering
Chulalongkorn University

Training

Directors Certification Program
Thai Institute of Director Association

Working Experience

1968 - 1970 Electrical Engineer
Electricity Generating Authority of Thailand.
1972 – 2006 Engineer in Project Promoted Monitor Division
-Director of BOI unit for industrial linkage Division
-Director of Electronic and Electrical Division
-Director of Textiles and other Light Industry
Division
-Assistant Secretary General of BOI
-Investment Advisor
The Board of Investment
2006 - Present Executive Advisor for the Board
Nava Nakorn Public Company Limited
2006 – Present Director
Investor Club Association
2010 – Present Independent Director
Thai Stanley Electric Public Company Limited
2011 – Present Monitoring and Evaluation Director
Ministry of Industry

Year as Director

2010 - Present or 5 Year

Current position Director / Management in other organization

-Listed Company None
-Non listed Company and incorporation or rival 2 companies 1. Investor Club Association 2. Ministry of Industry
-Non listed Company and may cause conflict of interest during the past 2 years None

Having relationship in any of these characteristics to company , parent company , affiliated company or any juristic entity which may cause conflict of interest to the company during the past 2 years

- Being as a director and participate in business, or being an officer , employee or consultant who receive regular salary. None
- Being a professional service provider (such As Auditor or Legal Consultant) None
- Having business relationship (buy/sell raw material / goods / service or giving financial support or borrowing or lending – specify size of item) None

Holding of company's ordinary share

None

Attendance in meetings during Year 2014

Board meetings 6 times from total 6 times
Audit Committee 11 times from total 11 times

1.4 Mr.Katsutoshi Iino



Type of appointment Position	Director
Age	54 years
Education Degree	Faculty of Economy Industrial Management , Nihon University , Japan
Training	Not yet training Director Certificate Program from Thai Institute of Director Association (IOD)
Working Experience	<p>1985 - 1992 Accounting Department Stanley Electric Co.,Ltd</p> <p>1992 - 2000 Secretary / Treasurer , Stanley Electric Co.,Ltd.</p> <p>2000 - 2004 Secretary / Treasurer , II Stanley Electric Co.,Ltd.</p> <p>2005 - 2009 Department Manager , Accounting Department , Stanley Electric Co.,Ltd.</p> <p>2009 – 2013 Executive Officer , Financial & Accounting,Superintendent Stanley Electric Co.,Ltd.</p> <p>2013 –Present Director and Chief Corporate Management Officer Stanley Electric Co.,Ltd.</p> <p>2008 – Present President Stanley PAL Co.,Ltd.</p> <p>2012 – Present President Stanley Electric Holding of America , Inc President Stanley Electric Holding Europe Co.,Ltd. President Stanley Electric Holding Asia-Pacific PTE,LTD. President Stanley Electric (China) Investment Co.,Ltd.</p> <p>2014- Present Director Thai Stanley Electric Public Company Limited.</p>
Year as Director	2014 – present or 1 year
Current position Director / Management in other organization	
- Listed Company	None
- Non listed Company and incorporation or reval .	6 companies 1. Stanley Electric Co.,Ltd. 2. Stanley PAL Co.,Ltd. 3. Stanley Electric Holding of America , Inc 4. Stanley Electric Holding Europe Co.,Ltd. 5. Stanley Electric Holding Asia-Pacific PTE,LTD. 6. Stanley Electric (China) Investment Co.,Ltd.
- Non listed Company and may cause conflict of interest during the past 2 years	None
Holding of company's ordinary share	None
Attendance in meetings during Year 2014	Board meeting 3 times from total 6 times (By TV Conference , Director Working at Japan / New Director during the year – July 4, 2014)

Definition of Independent Directors

Thai Stanley Electric Public Company Limited 's setting definition of Independent Directors to be on a level of the Capital Market Supervisory Board's definitions No. TorChor. 14/2552 No.16 details as follows:

1. Hold not more than 1% of the voting shares in the company, its subsidiaries, associates, or related companies, major shareholder or person with controlling power over the company, whilst the number of shares held by any related person of such an independent director must also be counted.
2. Have not been or are not involved in the management, employees, wage earners, advisors on the payroll of the company , its subsidiaries , associates , or equivalent companies , major shareholder or person with controlling power over the company except when such qualifications have ended for more than two years, provided that such restriction or prohibition shall not apply to an independent director who has been a government authority , which is the major shareholder of the company or the person having controlling power over the company.
3. Are not related by blood or registration as parents, spouses, siblings, or children, spouses of any of the children to members of the management, major shareholders, those exercising control, or those about to be nominated as members of the management or those exercising control over the company or subsidiaries.
4. Do not have and have not any business relationship with the company, subsidiaries, associated companies, major shareholders or those exercising control over the company in the manner in which independent discretion might be affected, and not be and have not been a substantial shareholder of or a person having power to control the person that has business relationship with the company subsidiaries, associated companies, major shareholders or those exercising control over the company unless such an independent director has not been a person referred to above for at least two years.

Business referred to in the first paragraph above shall meant to include any ordinary course of business or trade for business engagement purpose , any lease taking or lease out of any property , any transaction relating to asset or service , any financial support or acceptance of financial support by way of either borrowing , lending , guaranteeing or collateral providing or any other manner similar thereto that could result to an obligation required to be performed by the applicant or the party thereto in an amount of three percent or more of the net tangible asset value of the applicant or twenty million baht or more, whichever is lesser. In light of this , the method for calculating the value of connected transaction pursuant to the Capital Market Supervising Committee's Notification, Re: Regulations in respect of an Entering into a Connected Transaction shall be applied mutatis mutandis for the purpose of calculation of such amount of debt of the applicant, provided that the amount of the debt incurred during the past one year prior to the date on which such a business relationship with such a business relationships with such person exists,;

5. Is not and has not been an auditor of the company, subsidiary, associated company, major shareholder or those with controlling power over the company and not be and have not been a substantial shareholder of , a person having power to control over , or a partner of any auditing firm or office in which the auditor of the auditor of the company , subsidiary , associated company , major shareholder or those with controlling power over the company unless such an independent director has not been a person referred to above for at least two years.
6. Is not and has not been a professional advisor , including legal or financial advisor who obtains fee more than 2 million baht a year from the company , subsidiary , associated company , major shareholder or those with controlling power over the company and is not and have not been a substantial shareholder of , a person having controlling power over , or a partner of any of such professional service provider firm or office , unless such an independent director has not been a person referred to above for at least two years.
7. Is not a director appointed as a representative of a director of the company , a representative of a major share holder of the company , or a representative of a shareholder of the company which is a related person of the major shareholder of the company.
8. Does not engage in any business with similar nature as that of the company and is competitive with the business of the company , subsidiary or is not a substantial partner in a partnership , a director participating in any management role , an employee or officer , an advisor obtaining regular salary from , or a shareholder holding more than one per cent of the voting shares of accompany engaging in any business with similar nature to the company or subsidiary.
9. Does not have any characteristics which will inept the ability to provide independent comment or opinion on the operation of the company