

Information on proposed directors in replacement of those retired by rotation

1.1 Mr.Koichi Nagano

Type of appointment Position

Director

Age

59 years

Education Degree

Bachelor , The Faculty of Engineering
Hosei University ,Japan

Training

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

Working Experience

2009–Present Director. Thai Stanley Electric PCL.
2013–Present President Thai Stanley Electric PCL.
2010–Present Director Sirivit – Stanley Co.,Ltd.
2011–Present Deputy Chairman Stanley Thailand Foundation
2013–Present Director Top Hightech Co.,Ltd
2013–Present Director Top PT Indonesia Stanley Electric
2013–Present Honorary Chairman Lao Stanley Co.,Ltd.

Year as Director

2009 – present or 10 years

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

- Listed Company None
- Non listed Company and
incorporation or rival .
5 Company 1. Sirivit – Stanley Co.,Ltd.
2.. Top Hightech Co.,Ltd
3. Top PT Indonesia Stanley Electric
4. Lao Stanley Co.,Ltd.
5. Stanley Thailand Foundation
- Non listed Company and may
cause conflict of interest
None

Holding of company's ordinary share

1,000 shares or 0.001 % of the total number of votes

**Attendance in meetings during
Year 2018**

Board meeting 7 times from total 7 times



1.2 Mrs.Pimjai Lee-issaranukul

Type of appointment Position

Director

Age

58 years

Education Degree

Bachelor of Engineering Chulalongkorn University Master of Business Administration operation Management, Drexel University, USA.

Training

Training Director Certificate Program course 37/2003 from
Training Role of the Chairman Program course 31/2013
Training Risk Management Committee Program course 1/2013
Thai Institute of Director Association (IOD)
Capital Market Academy Leadership Capital Market (CMA)
Diploma, National Defense College , The National Defense Course
class 26/2013
National Defense College (NDC)
Business Revolution and Innovation Network Batch 1 (BRAIN 1)
The Federation of Thai industries

Working Experience

(Listed Company)

1983-Present Director Thai Stanley Electric PCL.

2013-Present Chairman Inoue Rubber (Thailand) PCL

(Other Company)

1993-Present Director Sopa-Kanok international Co.,Ltd.

1995-Present Chairman Thai Inoac Component Co.,Ltd.

1995-Present Director IRC Asia Reseach Co.,Ltd.

1995-Present Director Sungold Holding Co.,Ltd.

2001-Present Director Kinno Hoshi Engineering Co.,Ltd.

2003- Present Director Wangchula Co.,Ltd.

2006- Present Director Dido Sittipol Co.,Ltd.

(Other)

2013-Present Honorary Chairman Inoac Tokai (Thailand) Co.,Ltd.

2010- Present Global Advisory Board Member Babson College , Ma, U.S.A.

2012- Present Director of Risk Management Club ,

Thai Listed Companies Association

Faculty of Engineering Chulalongkorn University

2017- Present Director of Thailand Capital Market Academy

Year as Director

1983 – present or 36 years

Current position Director /

Management in other organization

- Listed Company

1 company President - Inoue Rubber (Thailand) Public Co.,Ltd

- Non listed Company and incorporation or reval .

7 companies Sopa-Kanok International Co.,Ltd., Thai Inoac Component Co.,Ltd., IRC Asia Reseach Co.,Ltd. , Sungold Holding Co.,Ltd., Kinno Hoshi Engineering Co.,Ltd. Wanchula Co.,Ltd. Daido Sittipol Co.,Ltd. , Inoac Tokai (Thailand) Co.,Ltd.

- Non listed Company and may cause conflict of interest

None

Holding of company's ordinary share

2,831,195 shares or 3.70 % of the total number of votes

Attendance in meetings during Year 2018

Board meeting 7 times from total 7 times



1.3 Mrs.Pornthip Sethiwan

Type of appointment Position

Director

Age

52 Yars

Education Degree

Bachelor of Commerce and Accountancy, Commerce major
Chulalongkorn University.



Training

Director Accreditation Program 5/2003
Role of the Compensation Committee 17/2013
Thai Institute of Director Association (IOD)

Working Experience

(Listed Company)

1980 - Present Director Thai Stanley Electric PCL.

1991 - Present Director Inoue Rubber (Thailand) PCL.

(Other Company)

1985 - Present Director Seng Ngun Hong Co.,Ltd.

1990 - Present Executive Director The Sittipol 1919 Co.,Ltd.

1990 - Present Director Pacific Industries (Thailand) Co.,Ltd.

1993 - Present Director Sopa-Kanok International Co.,Ltd.

1993 - Present Director Bike Clinic Co.,Ltd.

1996 - Present Director Daido Sittipol Co.,Ltd.

2003 - Present Director Wangchula Co.,Ltd.

2006 - Present Director IRC Asia Research Co.,Ltd.

2014 – Present Director Pacific Autopart (Thailand) Co.,Ltd.

2015 – Present Director Sonic Design (Thailand) Co.,Ltd.

Year as Director

1990 – present or 29 years

Current position Director /

Management in other organization

- Listed Company

1 company , Inoue Rubber (Thailand) PCL.

- Non listed Company and
incorporation or rival .

10 companies Seng Ngun Hong Co.,Ltd., The Sittipol 1919 Co.,Ltd.
Pacific Industries (Thailand) Co.,Ltd., Sopa-Kanok International
Co.,Ltd. , Bike Clinic Co.,Ltd. Daido Sittipol Co.,Ltd. , Wangchula
Co.,Ltd., IRC Asia Research Co.,Ltd., Pacific Auto Part
(Thailand)Co.,Ltd. , Sonic Design (Thailand) Co.,Ltd.

- Non listed Company and may
cause conflict of interest

None

Holding of company's ordinary share

2,831,195 shares or 3.70 % of the total number of votes

**Attendance in meetings during
Year 2018**

Board meeting 6 times from total 7 times

1.4 Mr. Picharn Sukparangsee



Position in the Company	Independent Director
Age	58 Years
Education Degree	Master Degree Faculty of Law University of Warwick , England Master Degree Faculty of Law University of London , England Bachelor Faculty of Law , Thammasat University
Training	Directors Certification Program Board Matters & Trends 6/2018 Thai Institute of Director Association
Working Experience	
(Listed Company)	2010 – Present Independent Director Thai Stanley Electric Public Company Limited
(Other Company)	1987 - 2005 Associate / Partner International Legal Counselors Thailand
	2005 - Present Director Siam City Law Offices Limited
	2015 - Present Managing Director Bangkok Global Law offices Limited
Current Positions Director	2010 - Present or 9 Year
Attendance in meetings during Year 2018	Board meetings 7 times from total 7 times
Holding of company's ordinary share	None
Criminal offense record during the past 10 years	None
Current position Director / Management in other organization	
- Listed Company	None
- Non listed Company and incorporation or rival .	None
- 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)	Have , Legal Consultant
- Having business relationship (buy/sell raw material / goods / service or giving financial support or borrowing or lending – specify size of item)	Have , Thai Stanley Electric Public Company Limited paid Legal consultant fee to Bangkok Global Law Offices Limited in year 2018 amount 0.74 million baht
Having cause conflict of interest in agendas to proposed in the meeting	None

Definition of Independent Director

The Company'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 dept of the applicant, provided that the amount of the dept 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 percent of the voting shares of a company 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.