

# Information of independent directors who act as proxy for the meeting: No. 1

Name-Surname Gen. Tarnchaiyan Srisuwan

Age 64 Years

## **Education Background** :

Master of Arts, Faculty of Political Science, Ramkhamhaeng University

Army Staff School, United Kingdom

Army Staff School, Thailand

Chulachomklao Royal Military Academy

Military School

## **Training/Seminar**

- Certificate, Thai Chinese Leadership Studies (TCL), Class 2, Huachiew Chalermprakiet University
- Certificate, Director Accreditation Program (DAP) Class 160/2019, Thai Institute of Directors: IOD
- Certificate, National Defense Joint with Private Sector, National Defence College of Thailand
- Certificate, Leader Program, Class 23, Capital Market Academy

## **Training in 2022**

Seminar on "Anti-Corruption Guidelines", The Office of Continuing Education, Sukhothai Thammathirat Open University

## Experience

## **GUNKUL's Group**

2019 – Present Gunkul Engineering PCL Director (Independent Director)

# Other Companies / Entities

•	2017	Royal Thai Armed Forces Headquarters	Supreme Commander
•	2016	Royal Thai Armed Forces Headquarters	Chief of Staff
•	2015	Royal Thai Armed Forces Headquarters	Deputy Chief of Staff
•	2014	Royal Thai Armed Forces Headquarters	Chief of Staff of the Supreme Commander
•	2012	Royal Thai Armed Forces Headquarters	Military commander

**Company Shareholding** : No Position in other listed companies : No Position in non-listed companies : No

Position as a director in other businesses that may cause conflicts of interest : No

**Definition of** 

accordance with Public Limited Company Act which states that **Independent Directors** Independent Director must hold less than 0.75% of the total ordinary issued shares. Also, Independent Director is not or has never taken part in the management, employees, officers or advisors receiving salary or authorized person to control or manage the Company, the parent Company, the Company's Subsidiaries, the Associates and the Entities which may have

: The Company makes definition of Independent Director in

conflict of interest.



# Having the interest with the Company, the Company's Subsidiaries, the Associates or the Entities which may have conflict during current period or within 2 previous years

- 1. Being a director that takes part in the management, employees, advisors which No receive regular salary.
- 2. Being a Professional Service Provider such as Auditors, Law Advisors No
- 3. Having business relationship that affect the giving of independent opinions No
- 4. Holding more than 1% of the total ordinary issued shares of the Company, the parent No Company, the Company's Subsidiaries, the Associates and the Entities which may have conflict of interest
- 5. Being a director that take part in the management, employees, officers or advisors No receiving salary or authorized person to control or manage the Company, the parent Company, the Company's Subsidiaries, the Associates and the Entities which may have conflict of interest more than 3 years

: No

Having Interest with the Meeting's Agendas

Special interests which are different from other directors on each agenda item that proposed in this meeting:

Agenda	Agenda of the 2023 Annual General Meeting of Shareholders	Interest
1	To consider and approve the Minutes of the 2022 Annual General Meeting of Shareholders	No
2	To consider and acknowledge 2022 Annual Performance Report	No
3	To consider and approve the Financial Statements year ended 31st December 2022	No
4	To consider and approve the determination of criteria for the dividend payment from the operating results for the year ended 31 <sup>st</sup> December 2022 and the Company's retained earnings	No
5	To consider and approve of the allocation of comprehensive profits from the operating results for the year ended 31 <sup>st</sup> December 2022 and the Company's retained earnings, and dividend payment (if any)	No
6	To consider and approve the Election of the Board of Directors in place of the Board of Directors who have completed their terms	No
7	To consider and approve the determination of remuneration for the Board of Directors and subcommittees for the year 2023	No
8	To consider and approve 2023 Appointment of Auditor and Determination of Audit Fee	No
9	Any other businesses (If any)	No

Address : Gunkul Engineering Public Company Limited

1177 Pearl Bangkok Building Fl.8 Phahonyothin Road,

Phayathai, Phayathai, Bangkok 10400



# Information of independent directors who act as proxy for the meeting: No. 2

Name-Surname : Mr. Tarakorn Angpubate

Age : 58 Years

## **Education Background** :

- MBA, Finance and Marketing, Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor's Degree in Engineering (Computer), Chulalongkorn University



## **Training/Seminar**

- Certificate, Public-Private Sector Management, Class 8 (Bor.8), Education HQ Royal Thai Police
- Business Revolution & Innovation Network (BRAIN) Class 4/2020, The Federation of Thai Industries
- Certificate, Leader Program Class 24/2017, Capital Market Academy, The Stock Exchange of Thailand
- Certificate, Senior Finance Executive Program Class 1/2014, Institute of Personnel Development in Finance and Accounting, the Comptroller General's Department
- Certificate, Senior Executive Administration Program, Class 5/2013, College of Justice Office of the Administrative Court
- Certificate, National Defense Course (NDC, 55/2012), The National Defence College of Thailand
- Certificate, Corporate Governance for Director and Senior Executive of State Enterprises and Public Organization (Class 9/2012), King Prajadhipok's Institute
- Certificate, Director Certification Program (DCP) 155/2012, Thai Institute of Directors: IOD
- Fast Track MD Program, Managing Director Training Urgent program at McDonald's Singapore Company and Hamburger University, Sydney, Australia

## **Training in 2022**

Seminar on "Anti-Corruption Guidelines", The Office of Continuing Education, Sukhothai Thammathirat Open University

# **Experience**

## **GUNKUL's Group**

•	2020 – Present	Gunkul Engineering PCL	Member of the Audit Committee
•	2019 – Present	Gunkul Engineering PCL	Chairman of the Risk Management Committee
•	2018 – Present	Gunkul Engineering PCL	Director (Independent Director)
•	2018 – 2019	Gunkul Engineering PCL	Chairman of the Nomination and Remuneration
			Committee

## Other Companies / Entities

•	2017 – Present	988 Plus Company Limited	Chief Executive Officer (CEO)
•	2018 – 2020	Winvestment Co., Ltd.	Chief Operating Officer
•	2018 – 2020	Thai Agro Exchange Co., Ltd.	Chairman of the Executive Committee
•	2016 – 2017	Food Capitals PCL	Chief Executive Officer (CEO)
•	2013 – 2014	Government Housing Bank	Director
•	2011 – 2014	Airports of Thailand PCL	Director
•	2012 – 2013	Islamic Bank of Thailand	Managing Director



**Company Shareholding**: 900,039 shares, representing 0.0101 percent of the issued

and paid-up capital (as of 31st December 2022)

Position in other listed companies : No

Position in non-listed companies : No

Position as a director in other businesses that may cause conflicts of interest : No

**Definition of** 

**Independent Directors** 

: The Company makes definition of Independent Director in accordance with Public Limited Company Act which states that Independent Director must hold less than 0.75% of the total ordinary issued shares. Also, Independent Director is not or has never taken part in the management, employees, officers or advisors receiving salary or authorized person to control or manage the Company, the parent Company, the Company's Subsidiaries, the Associates and the Entities which may have conflict of interest.

Having the interest with the Company, the Company's Subsidiaries, the Associates or the Entities which may have conflict during current period or within 2 previous years

 Being a director that takes part in the management, employees, advisors which No receive regular salary.

2. Being a Professional Service Provider such as Auditors, Law Advisors

No

3. Having business relationship that affect the giving of independent opinions

No

4. Holding more than 1% of the total ordinary issued shares of the Company, the parent No Company, the Company's Subsidiaries, the Associates and the Entities which may have conflict of interest

5. Being a director that take part in the management, employees, officers or advisors No receiving salary or authorized person to control or manage the Company, the parent Company, the Company's Subsidiaries, the Associates and the Entities which may have conflict of interest more than 3 years

Having Interest with the : No

Meeting's Agendas

Special interests which are different from other directors on each agenda item that proposed in this meeting:

Agenda	Agenda of the 2023 Annual General Meeting of Shareholders	Interest
1	To consider and approve the Minutes of the 2022 Annual General Meeting	No
	of Shareholders	
2	To consider and acknowledge 2022 Annual Performance Report	No
3	To consider and approve the Financial Statements year ended 31st	No
	December 2022	
4	To consider and approve the determination of criteria for the dividend	No
	payment from the operating results for the year ended 31st December	
	2022 and the Company's retained earnings	
5	To consider and approve of the allocation of comprehensive profits from	No
	the operating results for the year ended 31st December 2022 and the	
	Company's retained earnings, and dividend payment (if any)	





Agenda	Agenda of the 2023 Annual General Meeting of Shareholders	Interest
6	To consider and approve the Election of the Board of Directors in place of	No
	the Board of Directors who have completed their terms	
7	To consider and approve the determination of remuneration for the Board	No
	of Directors and subcommittees for the year 2023	
8	To consider and approve 2023 Appointment of Auditor and Determination	No
	of Audit Fee	
9	Any other businesses (If any)	No

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