

Profiles of Independent Directors for Appointment of Proxy by the Shareholders



1. Prof. Sakorn Suksriwong

Independent Director and Chairman of Audit Committee

Age 46 years

Address : 1168/52 (Lumpini Tower 19th Floor) Rama IV Road, Thungmahamek,
Sathorn, Bangkok 10120

Conflict of Interest : Conflict of interest in agenda 7



2. Mrs. Benchawan Srangnitra

Independent Director and Chairman of Audit Committee

Age 63 years

Address : 1168/52 (Lumpini Tower 19th Floor) Rama IV Road, Thungmahamek,
Sathorn, Bangkok 10120

Conflict of Interest : Conflict of interest in agenda 6 and 7



3. Dr. Wetang Phuangsap

Independent Director and Chairman of Audit Committee

Age 46 years

Address : 1168/52 (Lumpini Tower 19th Floor) Rama IV Road, Thungmahamek,
Sathorn, Bangkok 10120

Conflict of Interest : Conflict of interest in agenda 6 and 7

Remarks : Shareholders could access more information of independent directors on www.namyongterminal.com

Definition of Independent Director of the Company

Independent Director has to qualified the definition of Independent Director of the Company as the requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand as follows;

1. Holding not more than 1.00 percent of the total number of shares with the voting rights of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company. In this case, for the purpose of calculation, the number of shares held by the related person of each Independent Director shall also be included.
 2. Neither being a director who takes part or used to take part in management, nor being or used to be an employee, staff, an advisor who receives regular salary, nor the controlling person of the Company, parent company, subsidiaries, associated companies, subsidiaries ranked in the same level, major shareholders or the controlling person of the Company unless they have not been involved in such positions for at least two years prior to the date of appointment. Such business relationship shall not be inclusive of the independent director who has previously been an officer or a consultant in a government sector who is a major shareholder or a controlling person of the Company.
 3. Not being a blood-related person nor legally related as father, mother, spouse, brother, sister and children, including being the spouse of the children of the executives, major shareholders, controlling persons or the persons who will be nominated as the executive or controlling person of the Company or subsidiaries.
 4. Neither having, nor used to have any business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company in the manner that may obstruct the exercise of independent judgment as an Independent Director. Moreover, Independent Directors must neither being, nor used to be a key shareholder or controlling person of the entities having business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or the controlling persons of the Company.
 5. Neither being, nor used to be the auditor of the Company, parent company, subsidiaries, associated companies, major shareholders, controlling persons of the Company, nor being a key shareholder, controlling person or partner of the audit office having the auditor providing auditing service to the Company, parent company, subsidiaries, associated companies, major shareholders, or the controlling persons of the Company unless they have not been involved in such positions for at least two years prior to the date of appointment.
 6. Neither being, nor used to be a provider of any professional services including the legal advisory or financial advisory services that received fees in the amount of more than Baht 2 million per year from the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company, nor being key shareholder, the controlling person, or partner of such professional services provider unless they have not been involved in such positions for at least two years prior to the date of appointment.
 7. Not being a director who has been appointed as a representative of the Company's Directors, major shareholders or shareholders relating to major shareholders.
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8. Neither operating the business having the same nature which significantly competes with the business of Company or its subsidiaries, nor being a significant partner or a director who involves in the management, nor being an employee, staff, a member, and a consultant who receives regular salary, or holds more than 1 percent of the total number of shares with the voting rights of a company that operates the business having the same nature and significantly competes with the businesses of the Company or its subsidiaries.
 9. Having no other conditions that may obstruct the independent expression of comment on the Company's operation.
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