

Preliminary information and profile of each retired director from the expiry of director's term who obtains the nomination for re-election as a director in another term, and the definition of independent director.

1. Mr. Tirachai Vuttithum Age: 70

Title: Independent Director and Chairman of Board of Directors.

Education Background:

- Ramkumhaeng University, Doctor of Philosophy Honorary Degree in Continuing Education
- Diploma, National Defence College, The National Defence Course Class.34
- American Coast University, Bachelor Degree in Psychology
- Ramkumhaeng University, Bachelor Degree in Business Administration



Training

- Directors Certification Program (DCP) Class 2004, Thai Institute of Director (IOD)
- Capital Marketing Leader Program Class 8, Capital Market Academy

Present Position

Present : Independent Director and Chairman of the Board of the Directors, M Pictures Entertainment Plc.

Working Experience

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| <ul style="list-style-type: none"> ▪ Chairman of the Board, the Government Pharmaceutical Organization ▪ Chairman of the Board, the Public Warehouse Organization ▪ Director, Thai Airways Public Company Limited ▪ Chairman of developing futsal organization of Thailand ▪ Adviser to Executive Committee, Royal Thai Army Radio & Television ▪ President, Thai Male Soccer Player Foundation of Thailand ▪ The Tour and Sports Commission | <ul style="list-style-type: none"> ▪ The Executive Committee, Aeronautical Radio of Thailand Ltd. ▪ Committee of Thai Sport Committee ▪ President, Bangkok Sport Association ▪ Vice President, Soccer Association of Thailand
Patron: His Majesty the King ▪ Vice President, Ruby Association of Thailand Patron: His Majesty the King ▪ Vice Executive, Thailand University Games ▪ Plan and Development Vice President, Rattana Bandit University |
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% of MPIC Shares held: Nil

Type of directorship to be appointed: Independent Director

The directorship / executive in other listed company: Nil

The directorship in other non-listed company: Nil

The Directorship in other company that may cause any conflict of interests of to the Company: Nil.

Years of directorship: 12 years

Board of Director Meeting Attendance in 2019: 3/4 times

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years;

- Being a director that take part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee : No
- Being a professional service provider (i.e., auditor, lawyer) : No
- Having the significant business relations that may affect the ability to perform independently : No

2. Mr. Vachara Tuntariyanond Age: 62

Title: Independent Director, Audit Committee and Chairman of Risk Committee

Education Background:

- Education: Master of Science in Management Administration, Northrop University, California, USA.

Director Training with Thai Institute of Directors Association (IOD):

- Audit Committee Program Class 41/2012
- Monitoring Fraud Risk Management Class 8/2012
- Monitoring the Quality of Financial Reporting Class 16/2012
- Monitoring the Internal Audit Function Class 13/2012
- Monitoring the System of Internal Control and Risk Management Class 13/2012
- Directors Certification Program (DCP) Class 94/2007

**Working Experience**

- 2018 – Present : Director / Audit Committee, Asset World Corp. Plc.
- 2017 – Present : Director, Thai Airways Plc.
- 2017 – Present : Financial Expert, Office of Insurance Commission (OIC)
- 2016 – Present : Independent Director / Audit Committee / Chairman of Risk Committee, M Pictures Entertainment Plc.
- 2014 – Present : Director and Chairman of Board of Directors, Krungthai Asset Management Plc.
- 2013 – Present : Director/ Chairman of Board of Directors, Eastern Polymer Group Plc.

% of MPIC Shares held: Nil

Type of directorship to be appointed: Independent Director

The directorship / executive in other listed company: 4 listed companies

- Director / Audit Committee, Asset World Corp. Plc.
- Director, Thai Airways Plc.
- Director and Chairman of Board of Directors, Krungthai Asset Management Plc.
- Director/ Chairman of Board of Directors, Eastern Polymer Group Plc.

The directorship in other non-listed company: Nil

The directorship in other company that may cause any conflict of interests of to the Company: Nil.

Years of directorship: 4 years

Board of Director Meeting Attendance in 2019: 4/4 times

Audit Committee Meeting Attendance in 2019: 4/4 times

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years;

- Being a director that take part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee : No
- Being a professional service provider (i.e., auditor, lawyer): No
- Having the significant business relations that may affect the ability to perform independently : No

3. Ms. Thitapat Issarapornpat

Age: 52

Title: Director and Risk Committee

Education Background:

- Chulalongkorn University, Master of Business Administration
- Ramkhamhaeng University, Bachelor of Business Administration, Major in Accounting

**Working Experience**

- 2013- Present Chief Finance Officer / Compliance Committee / Risk Committee / Company Secretary, Major Cineplex Group Plc.
- 2013- Present Director, M Pictures Entertainment Plc.
- Present Director, Siam Future Development Plc.
- Present Director, EGV Entertainment Plc.
- Present Director, Thai Ticket Major Co., Ltd.
- Present Director, CJ Major Entertainment Co.,Ltd.
- Present Director, Mtel (Thailand) Co.,Ltd.
- Present Director, Major Kantana Broadcasting Co.,Ltd.
- Present Director, Tai Major Co.,Ltd.

% of MPIC Shares held: Nil.

Type of directorship to be appointed: Director

The directorship / executive in other listed company: 2 listed company

- Chief Finance Officer, Major Cineplex Group Plc.
- Director, Siam Future Development Plc.

The directorship in other non-listed company: 6 Companies

The Directorship in other company that may cause any conflict of interests of to the Company: Nil.

Years of directorship: 7 year

Board of Director Meeting Attendance in 2019: 4/4 times

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years;

- Being a director that take part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee : Executive of parent Company
- Being a professional service provider (i.e., auditor, lawyer) : No
- Having the significant business relations that may affect the ability to perform independently : No

Independent director

“Independent director” means fully qualified persons with independence as determined by the Stock Exchange of Thailand as followed;

1. Amount and elements of Independent Director shall have at least 1/3 of the Board of Directors and shall not less than 3 independent Directors
2. Hold shares not exceed 0.5% of total voting right shares of the Company and also are included of shareholding of related parties.
3. Within preceded 2 years until present, shall not be participated in business management and controllable
4. Within preceded 2 years until present, shall not be in business relationship with the persons below;
 - Auditor: Strict prohibition
 - Other Professional Service Provider: Transaction value exceeds of 2 million baht/year

Exceptions: Transactions were considered necessary and irregular with unanimous approval of the Board of the Company. The Company shall disclose such transaction in Form 56-1 and Annual Report and Invitation of Shareholders' Meeting.

5. Do not be bloody relation, legislative relation, agent of executives or major shareholders, as well as being not appointed as a representative of other shareholders who bear relationship with major shareholders of the Company such as spouse, adopted child, etc.
6. Do not be director of other listed company in group.
7. Do not be management team, employee or advisor which regularly receives salary from the company, subsidiaries, or major shareholders.
8. Do not be benefit person whether directly or indirectly, in aspects of both financial and management of the company and subsidiaries.
9. There no relation with the executives or major shareholders.
10. Do not be agent on caring benefit of directors, major shareholders, shareholder which is related to major shareholder.

Real independence of the independent directors indicates good governance of the company, and the appointed independent director performs strictly comply with the foregoing rules. Especially, the independent directors can perform their duties, and give opinions or report operation results on assignment independently, regardless of any benefit concerning their assets and positions, and are forced neither influence of any group nor any pressure in giving opinions.