

## Profiles of the nominated directors of the Company and qualifications of the independent director

**Agenda item 4** To consider and approve the election of directors to replace the directors who retire by rotation

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The profiles of the nominated directors are as follows:

### 1. Mr. Veerasith Sinchareonkul



**Proposed to be appointed as a director of the Company**

**Age** 29 years old

**Current position** Director

**Number of years as director in the Company** 3 years

**Relationship with management**

- Son of Mr. Viyavood Sincharoenkul
- Nephew of Mr. Lee Paul Sumade and Mr. Kitichai Sincharoenkul

**Address** 50 Soi Ramkamhang 46, Huamark, Bangkok, Bangkok

**Education** Bachelor of Computer Science and Cybernetics, University of Reading, United Kingdom

**Possession of STA shares** 22,441,000 shares, representing 1.75%

**Director training program**

- DAP 85/2010 by Thai Institute of Directors Association
- TLCA Executive Development Program class 10 (EDP 10)

**Current positions**

- Director, Sri Trang Agro-Industry Plc.
- Director, Semperflex Asia Corp., Ltd.
- Director, Semperform Pacific Corp., Ltd.
- Director, Shanghai Sempermed Gloves Co., Ltd.

**Experience**  
2008 - 2011 Credit Department, KASIKORN Bank Plc.

**Other current positions**

**Director / Management in other listed companies**          None

**Director / Management in other non-listed companies**

Director, Semperflex Asia Corp., Ltd.  
Director, Semperform Pacific Corp., Ltd.  
Director, Shanghai Sempermed Gloves Co.,Ltd.

**Director / Management in other companies which may have conflict of interest**          None

**Meeting attendance in 2012**          - Board of Directors Meeting: 5/6 times  
- Shareholders Meeting: 1/1 times

**Illegal record in the past 10 years**          None

**Maintain director qualifications under the relevant laws and not have prohibited characteristics under the Notifications of the Capital Market Supervisory Board**          Yes

*Note: Mr. Veerasith Sinchareonkul does not have any prohibited characteristics as specified by the Public Limited Company Act, the Securities and Exchange Act and the regulations of the Singapore Exchange Securities Trading Limited.*

**2. Mr. Lee Paul Sumade**

**Proposed to be appointed as a director of the Company**



**Age** 59 years old

**Current position** Director / Executive Director

**Number of Years as director in the Company** 3 years

**Relationship**

- Brother of Mr. Viyavood Sincharoenkul and Mr. Kitichai Sincharoenkul
- Uncle of Mr. Veerasith Sinchareonkul

**Address** 4 Balmoral Crescent # 10-03  
Goodwood Gardens  
Singapore 259889

**Education**

Master of MBA, International Institute for Management Development, Lausanne Switzerland

Bachelor of Commerce University of New South Wales, Sydney Australia

**Possession of STA shares**

36,002,030 shares, representing 2.81%

**Director training programs**

SGX Listed Companies Development Programme: Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

**Current positions**

Director and Manager of Sales and Marketing, Sri Trang Agro-Industry Plc.

Director, PT Sri Trang Lingga Indonesia

Director and Vice Chairman, Sri Trang International Pte. Ltd.

Director, Shi Dong Investments Pte. Ltd.

Director, PT STAR Rubber

Director, Sri Trang USA, Inc.

Director, Thai Tech Rubber Corp., Ltd.

Director, Shi Dong Shanghai Rubber Co., Ltd.

**Experience Present**

Director and Manager of Sales and Marketing, Sri Trang Agro-Industry Plc.

Director, PT Sri Trang Lingga Indonesia

Director and Vice Chairman, Sri Trang International Pte. Ltd.

Director, Shi Dong Investments Pte. Ltd.

Director, PT STAR Rubber

Director, Sri Trang USA, Inc.

Director, Thai Tech Rubber Corp., Ltd.  
Director, Shi Dong Shanghai Rubber Co., Ltd.

**Other current positions**

**Director / Management in other listed companies**                      None

**Director / Management in other non-listed companies**

Director, PT Sri Trang Lingga Indonesia  
Director and Vice Chairman, Sri Trang International Pte. Ltd.  
Director, Shi Dong Investments Pte. Ltd.  
Director, PT STAR Rubber  
Director, Sri Trang USA, Inc.  
Director, Thai Tech Rubber Corp., Ltd.  
Director, Shi Dong Shanghai Rubber Co., Ltd.

**Director / Management in other companies which may have conflict of interest**                      None

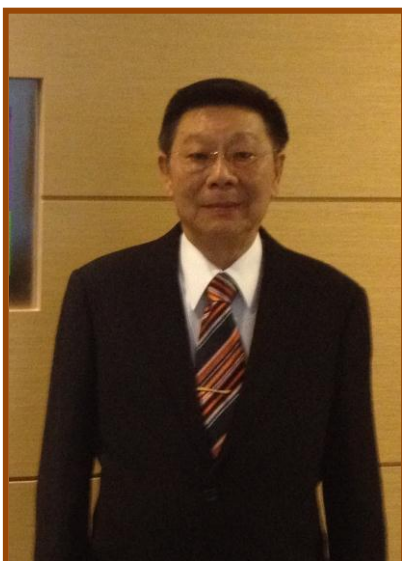
**Meeting attendance in 2012**                      - Board of Directors Meeting: 5/6 times  
- Board of Executive Director Meeting: 8/8 times  
- Shareholders Meeting: 1/1 times

**Illegal record in the past 10 years**                      None

**Maintain director qualifications under the relevant laws and not have prohibited characteristics under the Notifications of the Capital Market Supervisory Board**                      Yes

*Note: Mr. Lee Paul Sumade does not have any prohibited characteristics as specified by the Public Limited Company Act, the Securities and Exchange Act and the regulations of the Singapore Exchange Securities Trading Limited.*

### 3. Mr. Neo Ah Chap



**Proposed to be appointed as a director and independent director of the Company**

**Age** 69 years old

**Current position** Director / Independent Director

**Number of Years as director in the Company** 3 years

**Relationship with management** None

**Address** 87 Faber Green,  
Singapore 129306

#### **Education**

- Diploma in Accountancy Perth Technical College (Australia)
- Certificate Public Accountant (Australia)
- Certificate Public Accountant (Singapore)

#### **Possession of STA shares**

1,100,000 shares, representing 0.09%

#### **Director training program**

SGX Listed Companies Development Programme: Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

#### **Current position**

Director and Independent Director of Sri Trang Agro-Industry Plc.  
Sole - proprietor of NAC Consultancy Services

#### **Experience**

1998 – 2009

Executive Director, Tan Chong International Ltd.

1971 – 2009

Marketing Director of Tan Chong & Sons Motor Company (Singapore) Private Limited

#### **Other current positions**

**Director / Management in other listed companies** None

**Director / Management in other non-listed companies** None

**Director / Management in other companies which may have conflict of interest** None

#### **Meeting attendance in 2012**

- Board of Directors Meeting: 5/6 times
- Shareholders Meeting: 1/1 times

**Illegal record in the past 10 years** None

**Maintain director qualifications under the relevant laws and not have prohibited characteristics under the Notifications of the Capital Market Supervisory Board** Yes

**Other qualifications**

Interests in the Company, parent company, subsidiaries, associate companies, or any legal entities that may have the conflicts of interest at present or in the past 2 years:

1. Director who participates in the Company's management, employee, worker, or advisor who receives a regular salary or fee	No
2. Professional service provider (i.e. auditor, legal advisor)	No
3. Having significant business relations that may affect the ability to perform independently	None

*Note: Mr. Neo Ah Chap does not have any prohibited characteristics as specified by the Public Limited Company Act, the Securities and Exchange Act and the regulations of the Singapore Exchange Securities Trading Limited.*

**4. Mr. Prasit Panidkul**

**Proposed to be appointed as the director of the Company**

**Age** 66 years old

**Current position** Vice Chairman of Company / Executive Director

**Number of Years as director in the Company** 20 years

**Relationship with management** None

**Address** 428 - 430 Huayyod Road, Tambol Tabtiang, Amphur Muang Trang, Trang Province

**Education** Executive Micro MBA, Thammasat University

**Possession of STA shares** 7,815,575 shares, representing 0.61%

**Director training program** DAP 75/2008 by Thai Institute of Directors Association

**Current positions** Vice Chairman, Sri Trang Agro-Industry Plc.  
Director, Nam Hua Rubber Co., Ltd.  
Director, Sadao P.S. Rubber Co., Ltd.  
Director, Premier System Engineering Co., Ltd.  
Director, Starlight Express Transport Co., Ltd.  
Director, Sri Trang Rubber and Plantation Co., Ltd.  
Director, PT Sri Trang Lingga Indonesia

**Experience**  
1987 - 1993 Vice Chairman, Sri Trang Agro-Industry Co., Ltd.  
1986 – 1991 Member of Trang Provincial Council, Trang Province  
1975 – 1997 Managing Partner, Trang Sahakarn Khonsong Ltd.

**Other current positions**

**Director / Management in other listed companies** None

**Director / Management in other non-listed companies**

Director, Nam Hua Rubber Co., Ltd.  
Director, Sadao P.S. Rubber Co., Ltd.  
Director, Premier System Engineering Co., Ltd.  
Director, Starlight Express Transport Co., Ltd.  
Director, Sri Trang Rubber and Plantation Co., Ltd.  
Director, PT Sri Trang Lingga Indonesia

**Director / Management in other companies which may have conflict of interest**      None

**Meeting attendance in 2012**      - Board of Directors Meeting: 6/6 times  
- Executive Board Meeting: 8/8 times  
- Shareholders Meeting : 1/1 times

**Illegal record in the past 10 years**      None

**Maintain director qualifications under the relevant laws and not have prohibited characteristics under the Notifications of the Capital Market Supervisory Board**      Yes

*Note: Mr. Prasit Panidkul does not have any prohibited characteristics as specified by the Public Limited Company Act, the Securities and Exchange Act and the regulations of the Singapore Exchange Securities Trading Limited.*



### Qualification of Independent Directors

1. Holding shares not exceeding one percent of the total number of shares with voting rights of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, including shares held by related persons of such independent director.
2. Not having any relationship with (a) STA; (b) STA's holding company, subsidiary or fellow subsidiary; (c) any person who has an interest or interests in one or more voting shares in STA and the total votes attached to that share, or those shares, is not less than ten percent of the total votes attached to all the voting shares in STA ("**10% Shareholder**"); and/or (d) STA's officers, that could interfere or be reasonably perceived to interfere with the exercise of the Director's independent business judgment with a view to the best interests of STA.
3. Neither being nor having an immediate family member who is or was, in the current or immediate past financial year, a 10% shareholder of, or a partner in (with 10% or more stake), or an executive officer of, or a director of, any organisation to which STA or any of its subsidiaries made, or from which STA or any of its subsidiaries received, significant payments or material services (which may include auditing, banking, consulting and legal services), in the current or immediate past financial year.
4. Not being nor having been directly associated with a ten percent shareholder of STA in the current or immediate past financial year.
5. Neither being nor having been an executive director, employee, staff, advisor who receives salary, or a controlling person of STA, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person of STA, unless the foregoing status ended not less than three financial years prior to the appointment as an independent director. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of STA.
6. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, of a director, executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of STA or its subsidiary company.
7. Not have an immediate family member including spouse, child, adopted child, stepchild, brother, sister and parent, who is, or has been in any of the past three financial years, employed by the Company or any of its related companies and whose remuneration is determined by the remuneration committee.
8. Not being a director or having an immediate family member including spouse, child, adopted child, stepchild, brother, sister, and parent, accepting any compensation from STA or any of its related corporations for the provision of services, other than compensation for board service, for the current or immediate past financial year.

9. Neither having nor having had a business relationship with STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgement, and neither being nor having been a significant shareholder or controlling person of any person having a business relationship with STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship ended not less than two years prior to the appointment as an independent director .
10. Neither being nor having been an auditor of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, unless the foregoing relationship ended not less than two years prior to the appointment as an independent director .
11. Neither being nor having been a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship ended not less than two years prior to the appointment as an independent director .
12. Not being a director appointed as representative of directors of STA, major shareholder or shareholder who is related to a major shareholder, or a director who is or has been directly associated with a 10% Shareholder, in the current or immediate past financial year. A director will be considered "directly associated" with a 10% Shareholder when the director is accustomed or under obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the 10% Shareholder in relation to the corporate affairs of STA.
13. Not undertaking any business in the same nature and in competition to the business of STA or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holds shares exceeding one percent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of STA or its subsidiary company.
14. Not having any other characteristics which would cause the inability to express independent opinions with regard to STA's business operations.

The qualifications of the Independent Director of STA are more stringent than the definitions as specified in the notification of the Capital Market Supervisory Board, the Stock Exchange of Thailand

The Nominating Committee is also guided by the Code of Corporate Governance 2012 in determining independence.