

## Profiles of the nominated directors of the Company to replace the directors who retire by rotation and qualification 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: (as of 23 March 2018)

### 1. Mr. Prakob Visitkitjakarn

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



<b>Age</b>	78 years
<b>Current position</b>	Vice Chairman/ Independent Director/ Chairman of Audit Committee/ Chairman of Remuneration Committee
<b>Date of first appointment</b>	27 December 1993
<b>Number of years as director in the Company</b>	24 Years
<b>Relationship with management</b>	None

**Address** 2529/48 Nokkhet Lane, Bangklo, Bangkorlam, Bangkok

**Education**

- Master of Business Administration, Indiana University, USA
- Bachelor of Science in Business (Honors), Indiana University, USA

**Possession of STA shares** 561,438 shares, representing 0.04%

#### Director training program

- Audit Committee Program (ACP) 27/2009 by Thai Institute of Directors Association
- Monitoring the Quality of Financial Reporting (MFR) 8/2009 by Thai Institute of Directors Association
- Monitoring Fraud Risk Management (MFM) 1/2009 by Thai Institute of Directors Association
- Chartered Director Class (CDC) 3/2008 by Thai Institute of Directors Association
- Director Certification Program (DCP) 33/2003 by Thai Institute of Directors Association
- Role of the Chairman Program (RCP) 5/2001 by Thai Institute of Directors Association
- SGX Listed Companies Development Programme: Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

#### Current positions

- Vice Chairman of Sri Trang Agro-Industry PLC.
- Independent Director of Sri Trang Agro-Industry PLC.
- Chairman of Audit Committee of Sri Trang Agro-Industry PLC.
- Chairman of Remuneration Committee of Sri Trang Agro-Industry PLC.

**Expertise** Account and Financial

**Experience**

- 2009 – Present Independent Director and Chairman of Audit Committee, ARIP PLC.
- 2015 – Present Independent Director and Chairman of Audit Committee, Lease It PLC.
- 2008 – 2015 Independent Director and Audit Committee Member, Lease It PLC.
- 1999 - 2011 Independent Director and Chairman of Audit Committee, Siam City Cement PLC.
- 1999 – 2008 Audit Committee, Sri Trang Agro-Industry PLC.
- 1997 – 2002 Executive Vice President, Bank of Ayudhya PLC.

**Other current positions**

**Director / Management in other listed companies** 2 Companies

- Independent Director and Chairman of Audit Committee, ARIP PLC.
- Independent Director and Chairman of Audit Committee, Lease It PLC.

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

None

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

None

**Director / Management in other companies which may have conflict of interest**

None

**Meeting attendance in 2017**

- Board of Directors Meeting: 7/7 times
- Board of Audit Committee Meeting: 10/10 times
- Board of Remuneration Committee Meeting: 2/2 times
- Shareholders Meeting: 3/3 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. Prakob Visitkitjakarn does not have any prohibited characteristics as specified by the Public Limited Company Act and the Securities and Exchange Act.*

2. **Mr. Viyavood Sincharoenkul**

Proposed to be appointed as director of the Company.



**Age** 63 years  
**Current position** Chairman/ Managing Director  
**Date of first appointment** 27 December 1993  
**Number of years as director in the Company** 24 Years  
**Relationship with management**

- Father of Mr. Veerasith Sinchareonkul
- Elder brother of Mr. Kitichai Sincharoenkul
- Younger brother of Mr. Lee Paul Sumade

**Address** 233 Prabaramee Road, Tambol Pahtong, Amphur Katu, Phuket Province

**Education**

- Ph.D. in Chemistry, Queen Elizabeth's College, University of London
- Bachelor's Degree in Chemistry (First Class), Queen Elizabeth's College, University of London

**Possession of STA shares** 175,712,009 shares, representing 11.44%

**Director training program** None

**Current positions**

- Chairman, Sri Trang Agro-Industry PLC.
- Managing Director, Sri Trang Agro-Industry PLC.
- Director, Thai Tech Rubber Corp., Ltd.
- Director, Sri Trang Gloves (Thailand) Co., Ltd.
- Director, Semperflex Asia Corp., Ltd.
- Director, Pattana Agro Futures Co., Ltd.
- Director, Sri Trang Holdings Co., Ltd.
- Director, Sri Trang International Pte. Ltd.
- Director, Shi Dong Investments Pte. Ltd.
- Director, Shi Dong Shanghai Rubber Co., Ltd.
- Director, Shi Dong Shanghai Medical Equipment Co., Ltd.
- Director, Sri Trang Indochina (Vietnam) Co., Ltd.

**Expertise** Chemical, Marketing and Management

**Experience**

- 2013 - 2017 Director, Sri Trang Ayeyar Industry Co., Ltd.
- 1999 - 2017 Director, T.R.I. Global Co., Ltd.
- 1987 - 1993 Managing Director, Sri Trang Agro-Industry Co., Ltd.
- 1985 - 1987 General Manager, Paktai Rubber Co., Ltd.

**Other current positions**

**Director / Management in other listed companies**

None

**Director / Management in other non-listed companies in the country** 5 Companies

- Director, Thai Tech Rubber Corp., Ltd.
- Director, Sri Trang Gloves (Thailand) Co., Ltd.
- Director, Semperflex Asia Corp., Ltd.
- Director, Pattana Agro Futures Co., Ltd.
- Director, Sri Trang Holdings Co., Ltd.

**Director / Management in other non-listed companies outside country** 5 Companies

- Director, Sri Trang International Pte. Ltd.
- Director, Shi Dong Investments Pte. Ltd.
- Director, Shi Dong Shanghai Rubber Co., Ltd.
- Director, Shi Dong Shanghai Medical Equipment Co., Ltd.
- Director, Sri Trang Indochina (Vietnam) Co., Ltd.

**Director / Management in other companies which may have conflict of interest**

None

**Meeting attendance in 2017**

- Board of Directors Meeting: 7/7 times
- Board of Executive Director Meeting: 7/7 times
- Shareholders Meeting: 3/3 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. Viyavood Sincharoenkul does not have any prohibited characteristics as specified by the Public Limited Company Act and the Securities and Exchange Act.*

### 3. Mr. Veerasith Sinchareonkul

Proposed to be appointed as director of the Company.



**Age** 34 years  
**Current position** Director / Executive Director / Chairman of Risk Management Committee

**Date of first appointment** 28 April 2010

**Number of years as director in the Company** 7 Years

**Relationship with management**

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

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

**Education**

- Master of Business Administration (Finance and Marketing), Sasin Graduate Institute of Business Administration, Chulalongkorn University, Thailand
- Bachelor of Computer Science and Cybernetics, University of Reading, United Kingdom

**Possession of STA shares** 27,769,067 shares, representing 1.81%

#### Director training program

- DAP 85/2010 by Thai Institute of Directors Association
- FSD 26/2014 by Thai Institute of Directors Association
- TLCA Executive Development Program (EDP) class 10

#### Current positions

- Director, Sri Trang Agro-Industry PLC.
- Chairman of Risk Management Committee, Sri Trang Agro-Industry PLC.
- Director, Rubberland Products Co., Ltd.
- Director, Thai Tech Rubber Corp., Ltd.
- Director, Sri Trang Gloves (Thailand) Co., Ltd.
- Director, Semperflex Asia Corp., Ltd.
- Director, Premier System Engineering Co., Ltd.
- Director, Starlight Express Transport Co., Ltd.
- Director, Sri Trang Rubber & Plantation Co., Ltd.
- Director, Sri Trang USA, Inc.
- Director, Sri Trang Ayeyar Rubber Industry Co., Ltd.
- Director, PT Sri Trang Lingga Indonesia

**Expertise** Finance and Risk Management

#### Experience

- 2008 – 2011 Corporate Credit Analyst, Kasikornbank PLC.

**Other current positions**

**Director / Management in other listed companies**

None

**Director / Management in other non-listed companies in the country** 7 Companies

- Director, Sri Trang Gloves (Thailand) Co., Ltd.
- Director, Rubberland Products Co., Ltd.
- Director, Premier System Engineering Co., Ltd.
- Director, Starlight Express Transport Co., Ltd.
- Director, Sri Trang Rubber & Plantation Co., Ltd.
- Director, Semperflex Asia Corp., Ltd.
- Director, Thai Tech Rubber Corp., Ltd.

**Director / Management in other non-listed companies outside country** 3 Companies

- Director, Sri Trang USA, Inc.
- Director, Sri Trang Ayeyar Rubber Industry Co., Ltd.
- Director, PT Sri Trang Lingga Indonesia

**Director / Management in other companies which may have conflict of interest**

None

**Meeting attendance in 2017**

- Board of Directors Meeting: 7/7 times
- Board of Executive Director Meeting: 7/7 times
- Board of Risk Management Committee Meeting: 4/4 times
- Shareholders Meeting: 3/3 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 and the Securities and Exchange Act.*

4. **Mr. Lee Paul Sumade**

Proposed to be appointed as director of the Company.



**Age** 64 years  
**Current position** Director/ Executive Director  
**Date of first appointment**

28 June 2010

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

7 Years

**Relationship with management**

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

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

**Education**

- Master of Business Administration, International Institute for Management Development, Lausanne, Switzerland
- Bachelor of Commerce University of New South Wales, (Sydney) Australia

**Possession of STA shares** 43,989,289 shares, representing 2.86%

**Director training program**

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

**Current positions**

- Director, Sri Trang Agro-Industry PLC.
- Chief Marketing Officer, Sri Trang Agro-Industry PLC.
- Director, Thai Tech Rubber Corp., Ltd.
- Chairman, Sri Trang International Pte. Ltd.
- Chairman, PT Star Rubber
- Chairman, PT Sri Trang Lingga Indonesia.
- Director, Shi Dong Investments Pte. Ltd.
- Director, Shi Dong Shanghai Rubber Co., Ltd.
- Director, Shi Dong Shanghai Medical Equipment Co., Ltd.
- Director, Sri Trang Indochina (Vietnam) Co., Ltd.
- Director, Sri Trang Ayeyar Rubber Industry Co., Ltd.

**Expertise** Marketing and Management

**Experience**

- 1988 - 2003 Global Market Director, ELDERS Finance/ DRESNER Bank
- 1983 - 1987 Programmer, Macquarie Bank
- 1982 Programmer, Custom Credit Corporation
- 1979 - 1981 Programmer, Computer Installation Development

**Other current positions**

**Director / Management in other listed companies**

None

**Director / Management in other non-listed companies in the country** 1 Companies

- Director, Thai Tech Rubber Corp., Ltd.

**Director / Management in other non-listed companies outside country** 8 Companies

- Chairman, Sri Trang International Pte. Ltd.
- Chairman, PT Star Rubber
- Chairman, PT Sri Trang Lingga Indonesia.
- Director, Shi Dong Investments Pte. Ltd.
- Director, Shi Dong Shanghai Rubber Co., Ltd.
- Director, Shi Dong Shanghai Medical Equipment Co., Ltd.
- Director, Sri Trang Indochina (Vietnam) Co., Ltd.
- Director, Sri Trang Ayeyar Rubber Industry Co., Ltd.

**Director / Management in other companies which may have conflict of interest**

None

**Meeting attendance in 2017**

- Board of Directors Meeting: 7/7 times
- Board of Executive Director Meeting: 7/7 times
- Shareholders Meeting: 2/3 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 and the Securities and Exchange Act.*



### 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. Not having an immediate family member (which includes spouse, child, adopted child, stepchild and parents) 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 include auditing, banking, consulting and legal services), in the current or immediate past financial year.
4. Neither 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 parents, 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 having an immediate family member including spouse, child, adopted child, stepchild, sibling and parents, 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. Neither being a director nor having an immediate family member including spouse, child, adopted child, stepchild, sibling and parent, receiving any remuneration from STA or any of its related corporations for the provision of services, other than remuneration for being a director, 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 not being a director who is or has been directly associated with a 10% Shareholder, in the current and 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 and the Stock Exchange of Thailand.