

**Profiles of 5 directors retiring by rotation and nominated for re-election as directors**

**1. Mr. Krirk Vanikkul**

Thai Nationality, Age 67 years old

**Nominate as:** Independent Director

**Current Positions in the Company**

- Independent Director
- Member of the Audit Committee

**Date of Appointment as a Director (since the transformation to public company limited)** 22 March 2018 (positioned for 4 years)

**Shareholding in OSP** (as of 30 December 2021) -None-

**Education/Training**

- Bachelor of Law, (2nd Class Hons.), Chulalongkorn University
- Barrister-at-Law, Thai Bar Association
- B.A. in Jurisprudence (Hons. Oxon), University of Oxford, UK
- Barrister-at-Law, Middle Temple, UK
- Advanced Management Program (AMP) Harvard University, US

**Director Training**

- Charter Director Course (CDC) 2008
- Improving the Quality of Financial Reporting (QFR) 3/2006
- Director Certification Program (DCP) 42/2004
- Finance for Non-Finance Director (FN)

**Professional Experience during the Past 5 Years and/or Important Position**

**Board Member/Management in other Listed Companies**

Period	Position	Company
2018-Present	<ul style="list-style-type: none"> <li>- Independent Director</li> <li>- Member of the Audit Committee</li> <li>- Member of the Nomination, Remuneration and Corporate Governance Committee</li> </ul>	L.P.N. Development PCL
2018-Present	Chairman of the Risk Oversight Committee	The Siam Commercial Bank PCL
2015-Present	Independent Director	
2017-2018	Member of the Executive Committee	
2015-2017	Independent Director	Italian-Thai Development PCL

**Positions in other Companies/Organizations**

Period	Position	Company / Organization
2021-Present	Chairman of the Board of Directors	L P P Property Management Company Limited
2012-Present	Member of the Council of State	Office of the Council of State
2015-2018	Expert Commission Member	Office of Knowledge Management and Development (Public Organization)
2015 – 2017	Independent Director	Italian-Thai Development PCL
2014 - 2015	Chairman	Government Housing Bank
2009 - 2014	Deputy Governor, Financial Institutions Stability	Bank of Thailand



- ✓ Never dishonestly committed an offence against property.
- ✓ No position as director or executive for any company whose operations conflict with or compete with those of the Company.

**Meeting Attendance in the past year**

1. Board of Directors Meeting attendance: 12/12 times (equivalent to 100 percent)
2. Non-Executive Director Committee Meeting attendance: 1/1 time (equivalent to 100 percent)
3. Audit Committee Meeting attendance: 8/8 times (equivalent to 100 percent)
4. Joint Meeting between the Audit Committee and the Risk Management Committee attendance: 2/2 times (equivalent to 100 percent)

**Relationship Characteristics of Nominated Persons Qualified as Independent Directors**

Relationship characteristics	Name of nominated person qualified as Independent Director (Mr. Krirk Vanikkul)
<b>Holding of the Company Share</b> <ul style="list-style-type: none"> <li>- Number</li> <li>- Percentage of the total issued shares having voting rights (%)</li> </ul>	<p>None</p> <p>None</p>
<b>Being close relatives to other directors/ executive/major shareholders of the Company/controlling person of company and its subsidiaries</b>	<p>None</p>
<b>Having relationship in any of these characteristics with the Company/parent company/subsidiary company/associate company/or juristic person which may have conflicts of interest either at present or during the past 2 years</b> <ul style="list-style-type: none"> <li>- Be an executive director, staff, employee or advisor who receives salary.</li> <li>- Be a professional service provider (such as an auditor or a lawyer)</li> <li>- Having material business relationship in such a way that may affect their independence (such as buy / sell raw materials/ products/ services/ lending/ borrowing) - specify transaction size (if any)</li> </ul>	<p>None</p> <p>None</p> <p>None</p>

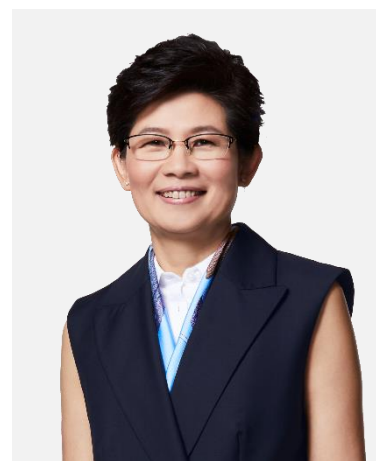
## 2. MRS. Wannipa Bhakdibutr

Thai Nationality, Age 58 years old

**Nominate as:** Director

### **Current Positions in the Company**

- Director
- Member of the Executive Committee
- Member of the Risk Management Committee
- Authorized Director
- Chief Executive Officer



### **Date of Appointment as a Director (since the transformation to public company limited)**

13 December 2018 (positioned for 3 years and 4 months)

### **Shareholding in OSP** (as of 30 December 2021)

Held 1,005,535 shares or 0.033 percent of the total issued shares having voting rights

### **Education/Training**

- MBA San Diego State University, US
- Bachelor of Economics Program, Kasetsart University

### **Director Training**

- Director Accreditation Program (DCP) 246/2017

### **Professional Experience during the Past 5 Years and/ or Important Position**

#### **Board Member/Management in other Listed Companies**

Period	Position	Company
2021 - Present	Independent Director	Electricity Generating PCL

#### **Positions in other Companies/Organizations**

Period	Position	Company
2021 - Present	Director	Innovation of Experience Co., Ltd.
2020 - Present	Advisor	Marketing Association of Thailand
2020 - Present	Director	Osotspa Loin Hein Co., Ltd.
2019 - Present	Director	O2C Co., Ltd.
2018 - Present	President	Energy Drink Manufacturers Association
2018 - Present	Director	Oventure Pte. Ltd.
2017 - Present	Director	Osotspa Enterprises Singapore Pte. Ltd.
2017 - Present	Director	Uni. Charm (Thailand) Co., Ltd.
2017 - Present	Director	Osotspa Enterprise Co., Ltd.
2016 - Present	Director	Siam Glass Industry Co., Ltd.
2016 - Present	Director	Siam Glass Ayutthaya Co., Ltd.
2016 - Present	Director	Osotspa Taisho Pharmaceuticals Co., Ltd.
2016 - Present	Director	Osotspa Loin Hein (Thailand) Co., Ltd.

Period	Position	Company
2016 - Present	Director	House Osotspa Foods Co., Ltd.
2016 - Present	Director	Yamamura International (Thailand) Co., Ltd.
2016-2020	Director	Osotspa Myanmar Co., Ltd.
2016-2020	Director	Siam Bev Manufacturing Co., Ltd.
2016-2020	Director	Greensville Co., Ltd.
2016-2019	Director	Osotspa Beverage Co., Ltd.
2015-2018	Director	Government Savings Bank
2015-2017	Chairperson of the Marketing Sub-Committee	Thailand Institute of Scientific and Technological Research
2014-2016	Director	The Zoological Park Organization
2014-2016	Vice-President, Marketing, Personal Care and Food	Unilever Thai Trading Co., Ltd.

- ✓ Never dishonestly committed an offence against property.
- ✓ No position as director or executive for any company whose operations conflict with or compete with those of the Company.

**Meeting Attendance in the past year**

1. Board of Directors Meeting attendance: 12/12 times (equivalent to 100 percent)
2. Executive Committee Meeting attendance: 15/15 times (equivalent to 100 percent)
3. Risk Management Committee Meeting attendance: 4/4 times (equivalent to 100 percent)
4. Joint Meeting between the Audit Committee and the Risk Management Committee attendance: 2/2 times (equivalent to 100 percent)

### 3. Mr. Tasharin Osathanugrah

Thai Nationality, Age 54 years old

**Nominate as:** Director

#### **Current Positions in the Company**

- Director
- Vice Chairman of the Executive Committee
- Authorised Director

**Date of Appointment as a Director** (since the transformation to public company limited) 22 March 2018 (positioned for 4 years)

**Shareholding in OSP** (as of 30 December 2021)

Held 76,892,500 shares or 2.56 percent of the total issued shares having voting rights

#### **Education/Training**

- Secondary Ravena High US

#### **Director Training**

- Director Accreditation Program (DAP) 124/2016

#### **Professional Experience during the Past 5 Years and/ or Important Position**

**Board Member/Management in other Listed Companies** -None-

#### **Positions in other Companies/Organizations**

Period	Position	Company
Present	Director	Siam Glass Industry Co., Ltd.
Present	Director	Siam Glass Ayutthaya Co., Ltd.
Present	Director	SSB Enterprise Co., Ltd.
Present	Director	Osotspa Innovation Center Co., Ltd.
Present	Director	Osotspa Dairy Co., Ltd.
Present	Director	Osathanugrah Holding Co., Ltd.
Present	Director	Ruenbua Co., Ltd.
Present	Director	Thachthana Co., Ltd.
Present	Director	Ducky Suki Co., Ltd.
Present	Director	Doisawasdee Hill Co., Ltd.
2019 - Present	Director	O2C Co., Ltd.
Ended 2021	Director	Osotspa Beverages Co., Ltd.
Ended 2021	Director	Greensville Co., Ltd.

- ✓ Never dishonestly committed an offence against property.
- ✓ No position as director or executive for any company whose operations conflict with or compete with those of the Company.

#### **Meeting Attendance in the past year**

1. Board of Directors Meeting attendance: 12/12 times (equivalent to 100 percent)
2. Executive Committee Meeting attendance: 15/15 times (equivalent to 100 percent)



#### 4. Mr. Niti Osathanugrah

Thai Nationality, Age 48 years old

**Nominate as:** Director

##### **Current Positions in the Company**

- Director
- Member of the Executive Committee
- Member of the Risk Management Committee
- Member of the Nomination Remuneration and Corporate Governance Committee
- Authorized Director



**Date of Appointment as a Director (since the transformation to public company limited)** 22 March 2018 (positioned for 4 years)

**Shareholding in OSP** (as of 30 December 2021) Held 723,097,300 shares or 24.07 percent of the total issued shares having voting rights

##### **Education/Training**

- Master of Arts in Economic Law, Chulalongkorn University
- Bachelor of Economics and Political Science, Amherst College, US

##### **Director Training**

- Director Certification Program DCP 253/2018
- Audit Committee Program (ACP) 42/2013
- Monitoring the Quality of Financial Reporting (MFR) 17/2013
- Monitoring Fraud Risk Management (MFM) 9/2013
- Board Reporting Program (BRP) 10/2013
- Monitoring the System of Internal Control and Risk Management (MIR) 15/2013
- Successful Formulation & Execution of Strategy (SFE) 18/2013
- Company Secretary Program (CSP) 49/2013
- Monitoring the Internal Audit Function (MIA) 14/2013
- Company Reporting Program (CRP) 5/2013
- Role of the Compensation Committee (RCC) 13/2011
- The Board's Role in Merger and Acquisitions (M&A) 1/2011
- DCP Refresher Course 2/2009
- Director Accreditation Program (DAP) 27/2004

##### **Professional Experience during the Past 5 Years and/ or Important Position**

##### **Board Member/Management in other Listed Companies**

Period	Position	Company
2019-Present	Member of the Risk Management Committee	Minor International PCL
2018-Present	Director	
2004-2018	<ul style="list-style-type: none"><li>- Director</li><li>- Member of the Risk Management Committee</li><li>- Member of the Nomination and Remuneration Committee</li></ul>	Charn Issara Development PCL

**Positions in other Companies/Organizations**

Period	Position	Company
2021-Present	- Member of ASEAN and East Asia Committee - Member of Retail and Services Committee	The Thai Chamber of Commerce
2017-Present	- Director - Member of Tax, Law and Regulation Committee	
2017-2020	Member of the Risk Management Committee	
2020-Present	Director	Tokio Marine Safety Insurance (Thailand) PCL.
2019-Present	Member of Finance Committee	The Council of University of the Thai Chamber of Commerce
2015 - Present	Managing Director	Pichaisawat Co., Ltd.
2015 - Present	Managing Director	Bangkok Rinvest Co., Ltd.
2012 - Present	Director	Osathanugrah Foundation
1991 - Present	Director	Osathanugrah Holding Co., Ltd.
2004 - 2021	Director	Safety Insurance PCL

- ✓ Never dishonestly committed an offence against property.
- ✓ No position as director or executive for any company whose operations conflict with or compete with those of the Company.

**Meeting Attendance in the past year**

1. Board of Directors Meeting attendance: 12/12 times (equivalent to 100 percent)
2. Non-Executive Director Committee Meeting attendance: 1/1 time (equivalent to 100 percent)
3. Nomination Remuneration and Corporate Governance Committee attendance: 15/15 times (equivalent to 100 percent)
4. Executive Committee Meeting attendance: 15/15 times (equivalent to 100 percent)

Remark: Mr. Niti Osathanugrah has been appointed by the Board of Directors' Meeting No.12/2021 to be a member of the Risk Management Committee, effective as of 16 December 2021 when the Risk Management Committee Meeting and the Joint Meeting between the Audit Committee and the Risk Management Committee had been fully arranged in 2021.

## 5. Mr. Salin Pinkayan

Thai Nationality, Age 53 years old

**Nominate as:** Director

### **Positions in the Company**

- Director
- Member of the Executive Committee
- Member of the Risk Management Committee

**Date of Appointment as a Director (since the transformation to public company limited)** 22 March 2018 (positioned for 4 years)

**Shareholding in OSP** (as of 30 December 2021) -None-

### **Education/Training**

- MBA, Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Bachelor of Engineering, University of Pennsylvania, US

### **Director Training**

- IT Governance and Cyber Resilience Program (ITG) 17/2021
- Ethical Leadership Program (ELP) 22/2021
- Risk Management Program for Corporate Leaders (RCL) 21/2020
- Board Nomination and Compensation Program (BNCP) 1/2017
- Director Accreditation Program (DAP) 84/2010

### **Professional Experience during the Past 5 Years and/ or Important Position**

**Board Member/Management in other Listed Companies** -None-

### **Positions in other Companies/Organizations**

Period	Position	Company/Organization
2011-Present	President	Southeast Asia Technology Co., Ltd.
2003-Present	Director and Managing Director	Thai Developer Co., Ltd.
1993-Present	Director and Managing Director	Modern Technology Consultants Co., Ltd.
1993-Present	Director	Dynamic Engineering Consultants Co., Ltd.
1993-Present	Director	Bangkok Engineering Services & Technology Co., Ltd.

- ✓ **Never** dishonestly committed an offence against property.
- ✓ **No** position as director or executive for any company whose operations conflict with or compete with those of the Company.

### **Meeting Attendance in the past year**

1. Board of Directors Meeting attendance: 12/12 times (equivalent to 100 percent)
2. Non-Executive Director Committee Meeting attendance: 1/1 time (equivalent to 100 percent)
3. Risk Management Committee Meeting attendance: 4/4 times (equivalent to 100 percent)
4. Nomination Remuneration and Corporate Governance Committee attendance: 12/12 times (equivalent to 100 percent)
5. Executive Committee Meeting attendance: 4/4 times (equivalent to 100 percent)
6. Joint Meeting between the Audit Committee and the Risk Management Committee attendance: 2/2 times (equivalent to 100 percent)

Remark: Mr. Salin Pinkayan has been appointed by the Board of Directors' Meeting No. 9/2021 to be a member of the Executive Committee and the retirement of the position of Member of the Nomination, Remuneration and Corporate Governance Committee, effective as of 15 September 2021.





**Profiles of the nominated person for election as the new director**  
**in replacement of director who retired by rotation**

**1. Mr. Natee Osathanugrah**

**Nominate as** Director

**Date of Birth** 10 April 1988

**Age** 34 years old **Nationality** Thai

**Family Relation with other Major Shareholders, Directors and Executives**

- Son of Mr. Ratch Osathanugrah
- Cousin of 6 Directors and Executives,  
 (1) Mr. Surin Osathanugrah, (2) Mr. Petch Osathanugrah  
 (3) Mr. Niti Osathanugrah, (4) Mr. Tasharin Osathanugrah  
 (5) Mr. Thana Chaiprasit, and (6) Mr. Pratharn Chaiprasit



**Shareholding in OSP** (as of 31 December 2021)

Held 75,131,350 shares or 2.50 percent of the total issued shares having voting rights, the total shares including other persons who was Acting in Concert were 451,343,275 shares or 15.02 percent of the total issued shares having voting rights

**Education**

- Master of Science, Business Administration, Boston College, US
- Bachelor of Science, Major in Management and Minor in History, Bentley College, US

**Board Member/Management in other Listed Companies** -None-

**Professional Experience during the Past 5 Years and/ or Important Position in other Companies/Organizations**

Period	Position	Company/Organization
2019 - Present	Marketing Executive	Osotspa Public Company Limited
2018 - Present	Director	Orizon Limited
2007 - Present	Guitarist, Getsunova Band	White Music Record of GMM Grammy Public Company Limited
2013-2014	Brand Manager	Osotspa Company Limited
2011-2012	Management Trainee	(Since the company has been not yet transformed to public company limited)

- ✓ Never dishonestly committed an offence against property.
- ✓ No position as director or executive for any company whose operations conflict with or compete with those of the Company.

### **Qualifications of the Independent Directors of the Company**

The Independent Directors of the Company shall be qualified and does not have any forbidden qualifications pursuant to the relevant regulation of public company limited, securities, capital market as well as not having untrustworthy characteristic under the Notification of the Securities and Exchange Commission.

**Independent Director** means a director who does not hold executive position, is independent from management department and controlling shareholder and does not have business relationship with the Company in such a way that may limit the ability to express independent opinions as well as having additional qualifications prescribed in the relevant laws and regulations as follow:

1. Shall not hold shares exceeding 1 percent of the total number of voting shares of the Company, its parent company, subsidiary, associate company, major shareholder or controlling person of the Company, including shares held by related persons of such independent director.
2. Shall neither be nor have ever been a director with management authority, employee, staff member, advisor who receives a salary or is a controlling person of the Company, its parent company, subsidiary, associate company, same-tier subsidiary company, major shareholder or controlling person of the Company unless the foregoing status has ended not less than 2 years prior to the date of becoming a director.
3. Shall not be a person related by blood or legal registration as father, mother, spouse, sibling, or child, including spouse of child of other directors, of an executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiary.
4. Shall neither have nor have ever had a business relationship with the Company, its parent company, subsidiary, associate company, major shareholder or controlling person, in a manner that may interfere with his/her independent judgment, and neither is nor has ever been a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 years prior to the date of becoming an independent director.

The term 'business relationship' in the preceding paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantees, providing assets as collateral, and any other similar actions, which result in the Company or its counterparty being subject to indebtedness payable to the other party in the amount of 3% or more of the net tangible assets of the Company or twenty million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness incurred during the period of 1 year prior to the date on which the business relationship with the person commences.

5. Shall not be nor have ever been an auditor of the Company, its parent company, subsidiary, associate company, major shareholder or controlling person of the Company, and not be a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, associate company, major shareholder or controlling person of the Company, unless the foregoing relationship has ended not less than 2 years prior to the date of becoming an independent director.

6. Shall not be nor have ever been a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding 2 million baht per year from the Company, its parent company, subsidiary, associate company, major shareholder or controlling person of the Company and not be a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than 2 years prior to the date of becoming an independent director.
7. Shall not be a director appointed as representative of the Board of Directors, major shareholder or shareholder who is related to a major shareholder of the Company.
8. Shall not undertake any business in the same nature and in competition with the business of the Company or its subsidiary, nor be a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of the total number of shares with voting rights of another company which undertakes business in the same nature and in competition with the business of the Company or its subsidiary.
9. Shall not have any other characteristic that limits his or her ability to express independent opinions regarding the Company's operations.

After the appointment, Independent Directors may be assigned by the Board of Directors to make a decision on the business operation of the Company, its parent company, subsidiary, associate company, same-tire subsidiary, major shareholder, or controlling person of the Company in the form of collective decision.