

Supporting Document

Agenda Item 6: To consider the election of directors replacing those retiring by rotation.

The remuneration guideline

The Company takes into consideration the appropriate structure and overall components of the Board of Directors as well as the qualifications in compliance with the related laws and regulations and suitable competency in order to govern the business operation of the Company in line with the nomination process.

Profile of the retiring director proposed to shareholders for re-election for another term



Name and surname	Mr. Suphadej Poonpipat
Type of directorship	Executive Director
Current position	Vice Chairman and Chairman of the Executive Committee
Age	75 Years
Nationality	Thai
Educational qualification	<ul style="list-style-type: none"> - Master of Science, University of Wisconsin, USA - Bachelor of Business Administration and Accounting, Chulalongkorn University
Directorship and executive training program	<p><u>Thai Institute of Directors Association</u></p> <ul style="list-style-type: none"> - Certificate, Director Accreditation Program (DAP), Class 8/2004 - Certificate, Role of the Compensation Committee (RCC), Class 15/2012 - Certificate, Role of the Chairman Program (RCP), Class 28/2012 - Certificate, Financial Institutions Governance Program (FGP), Class 4/2012 <p><u>Thanachart Bank Public Company Limited</u></p> <ul style="list-style-type: none"> - Anti Corruption for Executives, Class 1/2014 - Anti-Corruption for Executives 2017 - Block Chain Technology 2018 <p><u>Capital Market Academy, The Stock Exchange of Thailand</u></p> <ul style="list-style-type: none"> - Certificate, Capital Market Academy Leadership Program, Class 8/2009 <p><u>The Bank of Thailand</u></p> <ul style="list-style-type: none"> - Cyber Resilience Leadership: Herd Immunity 2021 <p><u>TMB Bank Public Company Limited</u></p> <ul style="list-style-type: none"> - 2020 Cyber Security Awareness for BoD, Personal Data Protection Act, Economic and Sectoral Outlook: A High-Frequency Data Perspective <p><u>Sasin Graduate Institute of Business Administration of Chulalongkorn University</u></p> <ul style="list-style-type: none"> - Thailand in the New Global Landscape <p><u>TMBThanachart Bank Public Company Limited</u></p> <ul style="list-style-type: none"> - Security Awareness Training: Cybersecurity and Cyber Resilience and Managing Cyber Risk-Executive Cyber Awareness Briefing - Generative AI in Banking Decentralized Finance (DeFi), Digital Marketing Strategy and Open Banking and Virtual Banking - ESG - Environmental, Social, Governance and Navigating Climate Risks and Opportunities: Emerging Regulations and Transition Finance - Internal Ratings - Based Approach (IRB), Overview of Fund Transfer Pricing (FTP), and Bank KPI Setting in Practice - EV Ecosystem in China - Household Debt Situation in Thailand (Credit Bureau View)

- AI: Opportunity and Cyber Security Challenges
- Banking and Technology (2025 TTB BOD Japan Visit)
- AI: Beyond Experimentation

Thanachart Capital Public Company Limited

- Roles of Executives and Employees in Anti-Corruption 2023
- The Seminar “How AI and Chat GPT Would Transform Businesses”

Date of holding directorship 23 May 1983

No. of year holding directorship 42 Years 10 Months

Position in other listed compan 3 Company

- Vice Chairman, Vice Chairman of the Executive Committee, and Acting Chairman, TMBThanachart Bank Public Company Limited
- Vice Chairman, Member of the Corporate Governance and Sustainability Committee, Chairman of the Nomination and Compensation Committee and Chairman of the Executive Committee, MBK Public Company Limited
- Chairman and Chairman of the Corporate Governance and Sustainability Committee, PRG Corporation Public Company Limited

Position in other non-listed company 5 Company

- Vice Chairman and Chairman of the Executive Committee, Thanachart Insurance Public Company Limited
- Chairman, T Life Assurance Public Company Limited
- Director, Siam Piwat Holding Company Limited
- Director, MBK Resort Public Company Limited
- Director, Siam Piwat Company Limited

Position in competitor business in relation to the Company that may cause a conflict of interest None

Work experience - Vice Chairman and Vice Chairman of the Board Executive Directors, Thanachart Bank Public Company Limited

No. of TCAP share held None

Shareholding as compared to the total number of voting rights (percent) None

Meeting attendance in 2025

- Board of Directors 14 out of 14 meetings
- Board of Executive Directors 20 out of 20 meetings

Profile of the retiring director proposed to shareholders for re-election for another term



Name and surname	Mrs. Siripen Sitasuwan
Type of directorship	Independent Director
Current position	Chairperson of the Audit Committee and Member of the Nomination, Remuneration, and Corporate Governance Committee
Age	77 Years
Nationality	Thai
Educational qualification	<ul style="list-style-type: none"> - Master of Business Administration, Wichita State University, Kansas, USA - Bachelor of Business Administration and Accounting, Chulalongkorn University
Directorship and executive training program	<p><u>Thai Institute of Directors Association</u></p> <ul style="list-style-type: none"> - Certificate, Director Certification Program (DCP), Class 33/2003 - Certificate, Role of the Compensation Committee (RCC), Class 4/2007 - Certificate, Audit Committee Program (ACP), Class 32/2010 <p><u>Thanachart Bank Public Company Limited</u></p> <ul style="list-style-type: none"> - Anti Corruption for Executives, Class 1/2014 - Anti-Corruption for Executives 2017 <p><u>Singapore Institute of Directors</u></p> <ul style="list-style-type: none"> - Attendance for course LCD - Module 1: Listed Company Director Essentials- Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know - Attendance for course LCD - Module 2: Audit Committee Essentials - Attendance for course LCD - Module 3: Risk Management Essentials - Attendance for course LCD - Module 4: Nominating Committee Essentials - Attendance for course LCD - Module 5: Remuneration Committee Essentials <p><u>The Cambridge - Earth On Board</u></p> <ul style="list-style-type: none"> - 2023 Advanced Board Director Programme (Singapore): Analyse the Consequences of a New Sustainability Context for Business <p><u>Thanachart Capital Public Company Limited</u></p> <ul style="list-style-type: none"> - Roles of Executives and Employees in Anti-Corruption 2023 - The Seminar “How AI and Chat GPT Would Transform Businesses”
Date of holding directorship	23 May 2000
No. of year holding directorship	25 Years 11 Month
Position in other listed company	None
Position in other non-listed company	None
Position in competitor business in relation to the Company that may cause a conflict of interest	None
Work experience	<ul style="list-style-type: none"> - Member of the Audit Committee and Member of the Information Technology & Cybersecurity Committee, Frasers Property Company Limited – Singapore - Member of the Audit Committee and Member of the Sustainability and Risk Management Committee, Sermsuk Public Company Limited - Chairperson of the Audit Committee, Member of the Remuneration Committee and Member of the Nomination Committee, Fraser and Neave, Limited (Singapore) - Chairperson of the Audit Committee, Thai Solar Energy Public Company Limited
No. of TCAP share held	None
Shareholding as compared to the total number of voting rights (percent)	None

Meeting attendance in 2025	- Board of Directors	14 out of 14 meetings
	- Nomination, Remuneration, and Corporate Governance Committee	4 out of 4 meetings
	- Audit Committee	12 out of 12 meetings

Profile of the retiring director proposed to shareholders for re-election for another term



Name and surname	Mr. Tiraphot Vajrabhaya	
Type of directorship	Independent Director	
Current position	Chairman of the Nomination, Remuneration, and Corporate Governance Committee and Member of the Audit Committee	
Age	73 Years	
Nationality	Thai	
Educational qualification	<ul style="list-style-type: none"> - Master of Business Administration, Boston University, USA - Bachelor of Economics and Commerce, University of Melbourne, Australia 	
Directorship and executive training program	<u>Thai Institute of Directors Association</u> <ul style="list-style-type: none"> - Certificate, Director Certification Program (DCP), Class 197/2014 - Certificate, Role of the Compensation Committee (RCC), Class 19/2014 <u>Thanachart Bank Public Company Limited</u> <ul style="list-style-type: none"> - Anti Corruption for Executives, Class 1/2014 - Anti-Corruption for Executives 2017 - Block Chain Technology 2018 <u>Thanachart Capital Public Company Limited</u> <ul style="list-style-type: none"> - Roles of Executives and Employees in Anti-Corruption 2023 - The Seminar “How AI and Chat GPT Would Transform Businesses” 	
Date of holding directorship	3 April 2014	
No. of year holding directorship	12 Years	
Position in other listed company	None	
Position in other non-listed company	<u>1 Companies</u> <ul style="list-style-type: none"> - Managing Director, T.V.V. Enterprise Company Limited 	
Position in competitor business in relation to the Company that may cause a conflict of interest	None	
Work experience	<ul style="list-style-type: none"> - Director, U.S.P.N. Company Limited - Director, U.V.S.P. Company Limited 	
No. of TCAP share held	None	
Shareholding as compared to the total number of voting rights (percent)	None	
Meeting attendance in 2025	<ul style="list-style-type: none"> - Board of Directors - Nomination, Remuneration, and Corporate Governance Committee - Audit Committee 	<ul style="list-style-type: none"> 14 out of 14 meetings 4 out of 4 meetings 12 out of 12 meetings

Qualifications of the Independent Director

The independent director must not have any business or participate in the management or does not have any benefit related to the Company, which may have impact on his/her independent decision making. The Company's criteria related to the qualifications of the independent director are stricter than those indicated in the Notification of the Capital Market Supervisory Board No. Tor. Jor. 39/2016 regarding the application for and approval of offer for sale of newly issued shares dated 30 September 2016, The criteria can be summarized as follows:

1. Holding shares not more than 0.5 percent of the total number of shares with voting rights of the company as well as holding no more than 1.0 percent of the total voting shares of the parent company, subsidiary, associate company, major shareholder, controlling person or party that may have a conflict of interest, including shares held by persons related to such Independent Director. (The Company specifies a more stringent qualification than that of the Capital Market Supervisory Board, which specifies at not more than one percent).

2. Is not now and never has been an executive director, employee, staff, advisor who receives salary, or a controlling person of the Company, subsidiary company, associated company, major shareholder or controlling person, unless the foregoing status has ended not less than two years prior to the appointment date. This restriction does not include cases in which the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the Company.

3. Not being a person related by blood or registration under laws such as father, mother, spouse, sibling and child, including spouse of children of any director, executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling person of the Company or its subsidiary company.

4. Does not have and never had a business relationship with the Company, subsidiary company, associated company or major shareholder or controlling person that may have a conflict of interest that obstructs the independent opinion. As well, any independent director is not now and never has been a significant shareholder, controlling person of any person having a business relationship with the Company, subsidiary company, associated company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the appointment date.

The business relationship shall include normal business transactions, rental or lease of real estate, transactions related to assets or services or granting or receipt of financial assistance through receiving or extending loan, guarantee, pledging assets as collateral, and any other similar actions, which result in the Company or the counterparty being subject to indebtedness payable to the other party in an amount starting from three percent of the net tangible assets of the Company or from 20 million baht or more, whichever amount is lower. In this connection, the calculation of such indebtedness shall be in accordance with the method for calculating the value of related party transactions under the Notification of the Capital Market Supervisory Board Re: Rules on Execution of Related Party Transactions, *mutatis mutandis*. In any case, the consideration of such indebtedness shall include the indebtedness incurred during the period of one year prior to the date of establishing the business relationship with the related person.

5. Is not now and never has been an auditor of the Company, subsidiary company, associated company, major shareholder or controlling person. Not being a significant shareholder, controlling person or partner of an audit firm which employs auditors of the Company, subsidiary company, associated company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the appointment date.

6. Is not now and never has been a professional service provider, including a legal advisor or a financial advisor who receives service fees of more than two million baht per year from the Company, subsidiary company, associated company, major shareholder or controlling person. Not being a significant shareholder, controlling person or partner of the professional service provider, unless the foregoing relationship has ended not less than two years prior to the appointment date.

7. Not being a director appointed as a representative of any director of the Company, any major shareholder or a shareholder related to the major shareholders.

8. Not operating any business that is of the same status and in competition with the Company or subsidiary company. Not being a significant partner of a partnership or an executive director, employee, staff or advisor who receives a salary or holds more than one percent of total number of shares with voting rights of any other company which operates business in the same status and in competition with the Company or subsidiary company.

9. Not having any business nor being an executive director nor having related benefit that may obstruct the independent opinion. As well, an independent director must not have any prohibited characteristic that undermines independence in carrying out the duties in the Company's operations.

Every Independent Director is independent to express opinions without interest in benefit in terms of assets or working position; from the pressure of any person or any group of people as well as from any circumstances that could affect their opinion expression.