



Brief profile and relevant information of nominated persons as Company's Directors

1. Brief profile and relevant information of nominated persons as Company's Directors



1.1 Mr. Prasong Tharachai
Nominated to be elected as : Company's Director
Age : 73 years
Nationality : Thai

Educational Profile : ♦ Ph.D. Honorary Doctorate of Engineering, Faculty of Engineering, Ramkhamhaeng University
 ♦ Master Degree, Master of Engineering, Asian Institute of Technology (AIT)
 ♦ Bachelor Degree, Bachelor of Engineering, Major in Civil Engineering, Faculty of Engineering, Chulalongkorn University

Training : ♦ Director Accreditation Program (DAP) Class 91/2011 Thai Institute of Directors
 ♦ Role of the Chairman Program (RCP) Class 34/2014 Thai Institute of Directors
 ♦ Chairman Forum R-CF 1/2014 Thai Institute of Directors

Working Experiences

2011 - 2015	:	Vice President of Council of Engineer
2008 - 2010	:	President of The Engineering Institute of Thailand Under H.M. The King's Patronage
2004 - 2006	:	Secretary of Council of Engineer
2003 - 2004	:	Secretary of The Engineering Institute of Thailand Under H.M. The King's Patronage
1987 - Present	:	Chairman of Project Planning Service Public Company Limited
1987 - Present	:	Chairman of PPS Oneworks Company Limited
1976 - 1987	:	Vice President of Southeast Asia Technology Company Limited
1973 - 1976	:	Project Manager of Pramuan Pattanakan Company Limited
1971 - 1973	:	Project Manager of Wattana Engineering Consultants Company Limited
1968 - 1969	:	Field Engineer of Pramuan Pattanakan Company Limited



- Present Position** : Chairman of the Board of Directors, Authorized Director of Project Planning Service Public Company Limited
- Professional** : Project Management and Construction Supervision Engineer
- Holding a position of Director in Listed Company** : 1 company
- Position in the Company (PPS)** : Chairman of the Board of Directors
- Meeting Attendance in 2018** : Board of Directors 4/4 meetings
- Directorships in the Company (PPS)**
- ◆ Appointed since 2 June 2012 - 17 April 2013 : as the first term as Company's Director
 - ◆ Appointed since 17 April 2013 - 22 April 2016 : as the second term as Company's Director
 - ◆ Appointed since 22 April 2016 - present : as the third term as Company's Director
 - ◆ Nominated to be re-elected for another term : to be the fourth term as Company's Director
- Number of year as a Company's Director** : 8 years
- Directorships in other listed company** : - None -
- Directorships in other company**
- ◆ 1987 - Present : Chairman of PPS Oneworks Company Limited
- Other present positions**
- ◆ 2014 – 2016 : Vice President of "FOUNDATION FOR THE WELFARE OF NEEDY SCHOOLCHILDREN UNDER ROYAL PATRONAGE OF HER MAJESTY THE QUEEN"
 - ◆ 2010 – Present : Steering Committee / Public Relations and Spokesperson The Engineering Institute of Thailand Under H.M. The King's Patronage
 - ◆ 1997 – Present : Consultant of Thai Electrical & Mechanical Contractors Association Under H.M. The King's Patronage
- Criminal history for the past 10 years** : - None -
- Shareholding in the Company**
- ◆ 113,635,412 Shares (13.216%)¹
 - ◆ 101,539,412 Shares (11.809%)²
- Family Relationship between Company's Director(s) and Executives** : Father of Mr. Phongthon Tharachai and Mr. Theerathon Tharachai

Note

(1) Held by the Directors includes the spouse, minor children and partnership referred to Section 258.

(2) Held by the Directors

**1.2 Mr. Tat Thongpakdi****Nominated to be elected as : Company's Director****Age : 54 years****Nationality : Thai**

- Educational Profile** :
- ◆ Master of Engineering Administration, Major in Construction Management, George Washington University, Washington DC, USA
 - ◆ Bachelor of Engineering, Major in Civil Engineering, Faculty of Engineering, Chulalongkorn University
- Training** :
- ◆ Director Accreditation Program (DAP) Class 100/2013 Thai Institute of Directors
 - ◆ Financial Instruments for Directors (FID) Class 3/2013
 - ◆ Successful Formulation and Execution of strategy (SFE) Class 24/2015 Thai Institute of Directors
 - ◆ Enhancing Thailand Competitiveness (2015) Thai Listed Companies Association
- Working Experiences**
- 2013 – Present : Board of Director of Project Planning Service Public Company Limited
- 2013 – Present : Managing Director of Project Planning Service Public Company Limited
- 2012 – Present : Executive Committee of Project Planning Service Public Company Limited
- 2015 – Present : Director of PPS Oneworks Company Limited
- 1998 – 2011 : Project Director of Project Planning Service Company Limited
- 1988 – 1998 : Project Manager of Project Planning Service Company Limited
- 1986 - 1987 : Assistant Project Manager of David Allen Company, Washington D.C., USA
- 1984 - 1985 : Cost Engineer of Thai Konoike Construction Company Limited
- Present Position** : Board of Directors, Authorized Director, Executive Committee and Managing Director of Project Planning Service Public Company Limited
- Professional** : Project Management and Construction Supervision Engineer
- Holding a position of Director in Listed Company** : 1 company



Position in the Company (PPS)	:	Board of Director, Authorized Director, Executive Committee and Managing Director of Project Planning Service Public Company Limited
Meeting Attendance in 2018	:	<ul style="list-style-type: none"> ◆ Board of Directors 4/4 meetings ◆ Executive Committee 12/13 meetings
Directorships in the Company (PPS)		
◆ Appointed since 17 April 2013 - 22 April 2016	:	as the first term as Company's Director
◆ Appointed since 22 April 2016 - present	:	as the second term as Company's Director
◆ Nominated to be re-elected for another term	:	to be the third term as Company's Director
Number of year as a Company's Director	:	7 years
Directorships in other listed company	:	- None -
Directorships in other company		
◆ 2015 - Present	:	Director of PPS Oneworks Co.,Ltd.
Other present positions		
◆ 2015 - Present	:	Director of the Consulting Engineers Association of Thailand (CEAT)
Criminal history for the past 10 years	:	- None -
Shareholding in the Company		
◆ <u>12,657,525</u> Shares (1.472%) ¹		
◆ <u>12,657,525</u> Shares (1.472%) ²		
Family Relationship between Company's Director(s) and Executives	:	- None -

**1.3 Mr. Pisit Saeng-Xuto****Nominated to be elected as : Independent Director / Audit****Age : 46 years****Nationality : THAI**

Educational Profile : ♦ Bachelor of Engineering (Industrial Engineering) , ChiangMai University, ChiangMai, Thailand , (1993)
♦ Master of Engineering (Industrial Engineering) , Chulalongkorn University , Bangkok , Thailand , (1997)

Training : ♦ Director Accreditation Program (DAP) , 139/2017 Thai Institute of Directors
♦ July 2011 : Association of Thai Professionals in America and Canada-AIPAC 2011) : Renaissance Seattle Washington U.S.A
♦ May 2011 : Education in National University of Singapore and Visit Urban Redevelopment Authority
♦ Management for the Executives University (Class 23) The Higher Education Commission
♦ December 2009 : Education in Digital Era : Continuous Professional Development for ICT-based Learning” Yogyakarta – Indonesia
♦ October 2006 : Industrial Engineering ; Donghua University Shanghai ; People’s Republic of China
♦ October 2005 : Industrial Engineering ; University of Malaya ; Malaysia
♦ October 2004 : Design Manufacturing and Engineering Management ; University of Strathclyde Glasgow ; United Kingdom

Working Experiences

2016 - Present : Dean of Faculty of Engineering ,Ramkhamhaeng University
2016 - Present : Independent Director and Audit Committee of Thai Enger Holding Public Co., Ltd.
2008 - 2016 : Director of e-Testing Bureau ,Ramkhamhaeng University
2003 - 2008 : Deputy Dean for Policy and Planning ,Ramkhamhaeng University
1999 - 2003 : Head of Department of Industrial Engineering ,Ramkhamhaeng University
1998 - 1999 : Assistant Dean for Policy and Planning ,Ramkhamhaeng University

Present Position : - None-**Professional** : Industrial Engineering



Holding a position of Director in Listed Company	:	1 company
Position in the Company (PPS)	:	-None-
Meeting Attendance in 2018	:	-None-
Directorships in the Company (PPS)	:	-None-
Number of year as a Company's Director	:	-None-
Directorships in other listed company	:	- None -

Directorships in other company

◆ 2016 - Present : Independent Director and Audit Committee of Thai Enger Holding Public Co., Ltd.

Other present Positions

- ◆ 2016 - Present : Dean of Faculty of Engineering ,Ramkhamhaeng University
- ◆ 2016 - Present : Committee of Department of Intellectual Property under Ministry of Commerce ,Thailand
- ◆ 2015 - Present : Vice Chairman Subcommittee on Issue License for Juristic Person
- ◆ 2015 - Present : Vice Chairman Subcommittee on Development of information technology
- ◆ 2015 - Present : Vice Chairman Subcommittee on Continuing Professional Development (CPD)
- ◆ 2015 - Present : Chairman of the Subcommittee on Knowledge Test Ordinary course for Senior Professional Engineering (Industrial Engineering)
- ◆ 2015 - Present : Chairman of Committee of License for Senior Professional and Professional Practice (Industrial Engineering)
- ◆ 2015 - Present : Council Board (6th Session)
- ◆ 2009 - Present : Committee on Outstanding award Textbook under Found the King Patronage

Criminal history for the past 10 years : - None -

Shareholding in the Company : - None -

Family Relationship between Company's Director(s) and Executives : - None -



**2. Information of Nominated Persons' Shareholding in Project Planning Service Public Company Limited
(As of 31 December 2018)**

Nominated Persons	Number of shares	Percentage of total voting right shares
1. Mr. Prasong Tharachai	101,539,412	11.80
2. Mr. Tat Thongpakdi	12,657,525	1.47
3. Mr. Pisit Saeng-Xuto	None	None

3. Information of holding a directorship in other listed company or other competitor incorporation/any related business with the Company

Nominated Persons	Listed Companies		Other non-listed companies	Other competitor/any related business with the Company
	Number	Type of Director		
1. Mr. Prasong Tharachai	-	None	1	None
2. Mr. Tat Thongpakdi	-	None	1	None
3. Mr. Pisit Saeng-Xuto	1	Independent Director/ Audit Committee of Thai Enger Holding Public Co., Ltd.	None	None

4. Relationship characteristics of nominated persons qualified as Independent Director

Relationship characteristics	Nominated persons qualified as Independent Director
	Mr. Pisit Saeng-Xuto
Holding of the Company's share <ul style="list-style-type: none"> ◆ Number of shares ◆ Ratio to total of voting right share ◆ Being related persons or close relatives to management or major shareholders of the company or its subsidiaries 	None None None
Being relationship in any of those characteristics to the company, its subsidiaries, affiliated company, major shareholders or any juristic entity which may cause conflict of interest of the Company during the past 2 years <ul style="list-style-type: none"> ◆ Being a director and participate in day to day business, or being an officer, employee or consultant who receives regular salary ◆ Being a professional service provider (such as auditor or legal consultant) 	None None



<ul style="list-style-type: none"> ◆ Having business relationship with statistical significance, this may affect cannot act independently. (such as buy/sell goods, raw materials, or giving financial support such as borrowing or lending, etc.) 	None
---	------

5. Definition (Qualifications) of Independent Director : Project Planning Service Public Company Limited

Project Planning Service Public Co., Ltd. (PPS) has defined the definition of Independent Directors which is concentrate to those defined by Securities and Exchange Commission and the Stock Exchange of Thailand. “Independent Director” of the Company means the director who possesses the following qualifications;

- 1) Holding not more than 1% of total voting right shares of the Company, its subsidiaries or affiliates companies, this shall include shares held by relating persons.
- 2) A non-executive directors in the management of the Company, its subsidiaries, affiliates or major shareholders, a person who is not an authorized director, an employee or consultant regularly receiving monthly salary from the Company, its subsidiaries, affiliates or major shareholders.
- 3) A person who has no blood relationship or by legally endorsed relatives as parents, spouses, brotherhood, child and child’s spouse of management persons or major shareholder of the Company, its subsidiaries or affiliates companies.
- 4) No direct or indirect benefit or business relation to the Company, its subsidiaries or affiliates companies, major shareholder or controllable person therefore be able to perform duties, express opinions or report results of performances based on his duties entrusted by the Board of Directors independently.
- 5) A person who is not (or has not been for more than 2 years) the auditor of the Company, any subsidiary company, affiliates or juristic person that may have conflicts.
- 6) A person who is not (or has not been for more than 2 years) any professional service provider who receives the service charge of more than 2 million baht per annum from the Company, any subsidiary company, associated company or juristic person that may have conflicts.
- 7) A director who is not appointed as a representative or nominee to maintain the interests of the Company’s directors or major shareholders
- 8) A person who is not the owner, partnership, director, employee or holding more than 1% share on other companies doing any similar businesses which be the Company’s competitor.
- 9) Who have no characteristics which obstruct their expression on opinions independently to the Company’s performances.
- 10) Independent director who qualified as the above qualifications may be assigned by the Board of Directors to make decision on the Company’s operation including of subsidiary company, associated company, major shareholders by jointly collective decision.