

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Mr. Kalin Sarasin
Position	Independent Director, Chair of the Audit Committee, and Member of the Risk, Cybersecurity and Finance Committee
Type of Director to be elected	Independent Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Nomination and Remuneration Committee that he is qualified according to the relevant regulations and he has extensive knowledge and experiences consistent with the Company's business strategies. Furthermore, he is an independent director who is qualified in accordance with the regulations relevant to independent director and Corporate Governance Practices of the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	1 st March 2023
A number of resuming	-
The latest appointment	1 st March 2023
Age (years)	61
Nationality	Thai
Education	- Master's Degree (Business Administration), University of Notre Dame, USA - Bachelor's Degree (Industrial Engineering), Lehigh University, USA
Training	- Director Accreditation Program (DAP 105/2013), Thai Institute of Directors Association (IOD) - The National Defence Course Class 57, National Defence College - Capital Market Academy Leader Program Class 17/2013, Capital Market Academy - Advanced Management Program (AMP 171), Harvard Business School
Position in other organization	
• Listed Company in SET	4 companies - Director, SCGJWD Logistics Public Company Limited - Independent Director and Member of the Audit Committee, Thai President Foods Public Company Limited - Director, Kasikornbank Public Company Limited - Advisor to President, The Siam Cement Public Company Limited
• Non-listed Company in SET	28 companies - Director, Thai Digital Platform Social Enterprise Company Limited - Director, Toppan (Thailand) Company Limited - Director, Toyota Motor Thailand Company Limited - Director, Sarasin Company Limited - Director, Seatran Port Company Limited - Senior Chairman, The Thai Chamber of Commerce and Board of Trade of Thailand - Chairman, Pol. Gen. Pow Sarasin Foundation - Chairman of the Organ Donation Promoting Committee, The Thai Red Cross Organ Donation Center

- Chairman of the BCG Model Implementation Sub-committee on Tourism and Creative Economy
- Chairman of the University Council, University of the Thai Chamber of Commerce
- President, Thai-Japanese Association
- Executive Director of National Blood Center, The Thai Red Cross Society
- Executive Director of the Plasma Fractionation Center, National Blood Center, The Thai Red Cross Society
- Specialist Member of the National Geo-Informatics Board
- Member of the National Intellectual Property Policy Committee
- Member of the National Science and Technology Development Agency Governing Board
- Specialist on Business Administration of the National Digital Economy and Society Committee
- Member of the National Strategy Committee
- Member of the National Economic Reform Committee
- Member of the Board of Investment
- Member of the National 5G Committee
- Member of the Board, Centre for the Administration of Economic Situations due to the Outbreak of the Communicable Disease Coronavirus 2019 (COVID-19)
- Member of the Advisory Board on the Private Business Sector within the Centre for the Administration of the Situation due to the Outbreak of the Communicable Disease Coronavirus 2019 (COVID-19)
- Member of the Council and Chairman of the Audit Committee, The Thai Red Cross Society
- Director, Police General Hospital Foundation under the Royal Patronage of Her Majesty the Queen
- Member of the State Enterprise Director Nomination Sub-committee
- Specialist, Industrial Sector, National Research Council of Thailand
- Member of the Tourism & MICE Promotion Working Group (D3) and Head of Private Sector Team of the SMEs & Productivity Promotion Working Group (D2) under the Public-Private Collaborative Committee

- Other organizations that may cause conflict of interests to the Company

None

Ownership in securities issued by True (as of 1st March 2023)

None

Meeting attendance
As from the registration date of amalgamation (1st March 2023 - 27th March 2023)

- | | |
|---|-----------|
| - Board Meeting | 2/2 times |
| - Audit Committee Meeting | None |
| - Risk, Cybersecurity and Finance Committee Meeting | 1/1 time |

Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years

None

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Mrs. Pratana Mongkolkul
Position	Independent Director, Member of the Audit Committee, and Member of the Corporate Governance Committee
Type of Director to be elected	Independent Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Nomination and Remuneration Committee that she is qualified according to the relevant regulations and she has extensive knowledge and experiences consistent with the Company's business strategies. Furthermore, she is an independent director who is qualified in accordance with the regulations relevant to independent director and Corporate Governance Practices of the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	1 st March 2023
A number of resuming	-
The latest appointment	1 st March 2023
Age (years)	58
Nationality	Thai
Education	<ul style="list-style-type: none"> - Master's degree in business administration, Thammasat University - Bachelor's Degree in accounting, Thammasat University - Advanced Management Program 180/2011, Harvard Business School, Harvard University. USA
Training	<ul style="list-style-type: none"> - Board Nomination and Compensation Program (BNCP) (12/2021) by Thai Institute of Directors Association (IOD) - Director Leadership Certification Program (DLCP) (2/2021) by Thai Institute of Directors Association (IOD) - Ethical Leadership Program (ELP) (21/2021) by Thai Institute of Directors Association (IOD) - IT Governance and Cyber Resilience Program (ITG) (3/2017) by Thai Institute of Director Association (IOD) - Advanced Audit Committee Program (AAP) (22/2016) by Thai Institute of Directors Association (IOD) - Director Certification Program (DCP) (34/2003) by Thai Institute of Directors Association (IOD) - Director Accreditation Program (DAP) (2/2003) by Thai Institute of Directors Association (IOD) - IP Bar 2021: IP Challenges in the Next Normal by The Central Intellectual Property and International Trade Court (Thailand) - Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives Rationale (20/2016) by King Prajadhipok's Institute - Public Director Certification Program (13/2015) by King Prajadhipok's Institute - Thai Intelligent Investors (1/2012) by Thai Investors Association - Capital Market Leader Program (6/2008) by Capital Market Academy - Chief Financial Officer Certificate Program (1/2004) by Institute of Certified Accounting and Auditors of Thailand - Director Diploma Examination 2003 by The Australian Institute of Directors Association

Position in other organization

- Listed Company in SET
4 companies
 - Independent Director and Member of the Audit Committee, Plus Tech Innovation Public Company Limited
 - Independent Director and Chairman of the Audit Committee, Central Retail Corporation PLC.
 - Independent Director, Vice Chairman and Chairman of the Audit Committee, Rojukiss International PLC.
 - Independent Director, Chairman of the Risk Management Committee, Member of the Nomination and Remuneration Committee and Member of the Good Corporate Governance Committee, FN Factory Outlet PLC.

- Non-listed Company in SET
3 companies
 - Associate Judge # 10, 13, The Central Intellectual Property and International Trade Court (Thailand)
 - Director, Boutique Consulting Group Company Limited
 - Director, Boutique Property Management Co., Ltd.

- Other organizations that may cause conflict of interests to the Company
None

- Ownership in securities issued by True (as of 1st March 2023)
None

- Meeting attendance
As from the registration date of amalgamation (1st March 2023 - 27th March 2023)
 - Board Meeting 2/2 times
 - Audit Committee Meeting None
 - Corporate Governance Committee Meeting None

- Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years
None

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Mr. Lars Erik Tellmann								
Position	Director, Member of the Nomination and Remuneration Committee, Member of the Corporate Governance Committee, and Member of the Risk, Cybersecurity and Finance Committee (Non-Executive Director / Authorized Director)								
Type of Director to be elected	Director								
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Nomination and Remuneration Committee that he is qualified according to the relevant regulations and he has extensive knowledge and experiences consistent with the Company's business strategies.								
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None								
Date of First Appointment	1 st March 2023								
A number of resuming	-								
The latest appointment	1 st March 2023								
Age (years)	51								
Nationality	Norwegian								
Education	- Master of Business Administration (MBA), Heriot-Watt University, Scotland - Master of Science in Business (M.Sc.) - Siviløkonom (NO), NORD University, Norway								
Training	- Certificate in Global Management, INSEAD, France - Director Certification Program (DCP) (165/2012), Thai Institute of Directors Association - International Directors Programme (IDP53/2022), INSEAD, Singapore/France								
Position in other organization									
<ul style="list-style-type: none"> • Listed Company in SET • Non-listed Company in SET 	<p>None</p> <p>5 companies</p> <ul style="list-style-type: none"> - Senior Vice President - Head of Investment Management Thailand, Telenor Asia - Director, Carousell Ltd. - Director, Telenor Microfinance Bank Ltd. - Director, Telenor Pakistan Ltd. - Senior Vice President - Head of Financial Services, Telenor Asia 								
<ul style="list-style-type: none"> • Other organizations that may cause conflict of interests to the Company 	None								
Ownership in securities issued by True (as of 1 st March 2023)	None								
Meeting attendance As from the registration date of amalgamation (1 st March 2023 - 27 th March 2023)	<table border="0" style="width: 100%;"> <tr> <td style="width: 80%;">- Board Meeting</td> <td style="text-align: right;">2/2 times</td> </tr> <tr> <td>- Nomination and Remuneration Committee Meeting</td> <td style="text-align: right;">1/1 time</td> </tr> <tr> <td>- Corporate Governance Committee Meeting</td> <td style="text-align: right;">None</td> </tr> <tr> <td>- Risk, Cybersecurity and Finance Committee Meeting</td> <td style="text-align: right;">1/1 time</td> </tr> </table>	- Board Meeting	2/2 times	- Nomination and Remuneration Committee Meeting	1/1 time	- Corporate Governance Committee Meeting	None	- Risk, Cybersecurity and Finance Committee Meeting	1/1 time
- Board Meeting	2/2 times								
- Nomination and Remuneration Committee Meeting	1/1 time								
- Corporate Governance Committee Meeting	None								
- Risk, Cybersecurity and Finance Committee Meeting	1/1 time								
Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years	None								

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Dr. Teerapon Tanomsakyut
Position	Director, Member of the Corporate Governance Committee, and Member of the Executive Committee (Non-Executive Director / Authorized Director)
Type of Director to be elected	Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Nomination and Remuneration Committee that he is qualified according to the relevant regulations and he has extensive knowledge and experiences consistent with the Company's business strategies.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	1 st March 2023
A number of resuming	-
The latest appointment	1 st March 2023
Age (years)	44
Nationality	Thai
Education	<ul style="list-style-type: none"> - Doctorate Degree in Technology and Innovation Management, Chulalongkorn University - Master Degree in Engineering Management, Royal Melbourne Ins of Tech, Australia - Bachelor Degree in Civil Engineering, Kasetsart University
Training	<ul style="list-style-type: none"> - Director Certification Program (DCP) (2019), Thai Institute of Directors Association (IOD) - Corporate Governance (2017), True Corporation Public Company Limited - Strategy and Innovation for Businesses in Asia (SIBA) (2013), MIT Sloan School of Management
Position in other organization	None
<ul style="list-style-type: none"> • Listed Company in SET • Non-listed Company in SET 	<p>12 companies</p> <ul style="list-style-type: none"> - Director, True Digital Park Company Limited - Director, True Incube Company Limited - Director, CP Seeding Social Impact Company Limited - Director, Innospace (Thailand) Company Limited - Director, Plookpanya Foundation - Director, C.P. Retail Development Company Limited - Director, Show No Limit Company Limited - Director, Techsauce Media Company Limited - Director, CP Social Impact Company Limited - Director, CP Social Enterprise Company Limited - Director, Charoen Pokphand for Rural Lives' Development Foundation (C.P.) - Director, CP CSE Company Limited
<ul style="list-style-type: none"> • Other organizations that may cause conflict of interests to the Company 	None

Ownership in securities issued by True
(as of 1st March 2023)

725,980 ordinary shares
representing <0.01% of the total issued shares

Meeting attendance

As from the registration date of amalgamation
(1st March 2023 - 27th March 2023)

- Board Meeting	2/2	times
- Corporate Governance Committee Meeting		None
- Executive Committee Meeting	1/1	time

Interests in any transaction with
Company/Parent Company/Subsidiaries/
Associates or any other entities that may have
a conflict of interests at present or past two years

None

**Definition of Independent Directors
of
True Corporation Public Company Limited**

Independent Director means a director who is independent of any major Shareholders, the group of major Shareholders and the management of any juristic person who is the major Shareholder of the Company including any relationship that would interfere with the exercise of independent judgment and holds the following qualifications which are stricter than the requirements of the SEC and the SET.

- (1) holding shares not exceeding 0.5 percent of the total number of voting rights of the Company, its parent company, subsidiary, affiliate, principal shareholder or controlling person of the Company, including the shares held by related persons of the independent director
- (2) *neither* being *nor* having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the Company, its parent company, subsidiary, affiliate, same-level subsidiary, principal shareholder or controlling person of the Company unless the foregoing status has ended *not* less than two years prior to the date of appointment
- (3) *not* being a person related by blood or registration under laws i.e., father, mother, spouse, sibling, and child, including spouse of the children; of other directors, executives, major shareholders, controlling persons, or persons to be nominated as director executive or controlling persons of the Company or its subsidiary
- (4) *not* having a business relationship with the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person of the Company, in the manner which may interfere with his or her independent judgment, and *neither* being *nor* having been a principal shareholder or controlling person of any person having business relationship with the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person of the Company unless the foregoing relationship has ended *not* less than two years prior to the date of appointment.

The term “business relationship” aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including 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 three percent 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 calculation method for value of connected transactions under the Notification of the Capital Market Supervisory Board concerning rules on connected transactions *mutatis mutandis*. The combination of such indebtedness shall include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences

- (5) *neither* being *nor* having been an auditor of the Company, its parent company, subsidiary, affiliate, major shareholder or controlling person of the Company, and *not* being a principal shareholder or controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the Company unless the foregoing relationship has ended *not* less than two years from the date of appointment
- (6) *neither* being *nor* having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the Company, its parent company, subsidiary, affiliate, major shareholders or controlling person of the Company, and *neither* being *nor* having been a principal shareholder, controlling person or partner of the professional advisor unless the foregoing relationship has ended *not* less than two years from the date of appointment
- (7) *not* being a director who has been appointed as a representative of the Company’s director, major shareholder or shareholders who are related to the major shareholder
- (8) *not* operate any business which has the same nature as and is in significant competition with the business of the Company or subsidiary, or *not* being a principal partner in any partnership, or *not* being an executive director, employee, staff, or advisor who receives salary; or holding shares *not* exceeding one percent of the total number of voting rights of any other company operating business which has the same nature as and is in significant competition with the business of the Company or subsidiary
- (9) *not* having any characteristics which make him/her incapable of expressing independent opinions with regard to the Company’s business affairs
- (10) After having been appointed as independent director with qualifications complying with the criteria under the above (1) to (9), the independent director may be assigned by the Board of Directors to take part in the business decision of the Company, its parent company, subsidiary, affiliate, same-level subsidiary, major shareholder or controlling person of the Company on the condition that such decision shall be a collective one
- (11) In case of any person *either* having *or* having had a business relationship or professional service exceeding the amount under the above (4) or (6), such person shall be waived from the prohibition concerning *neither* having *nor* having had a business relationship or professional service by the Board of Directors’ approval only if the Company provides the opinion of the Board of Directors which perform duty under Section 89/7 of the Securities and Exchange Act B.E. 2535 that the appointment of such person does not impact his or her independent judgment and the Company shall disclose the information required by the Capital Market Supervisory Board in the notice of shareholders ’meeting in the agenda for election of such independent director.
- (12) Not being an authorized director