

**Thaire Life Assurance Public Company Limited**

**1. Name and Profile of Nominated Directors**

**1.1 Mrs. Komkai Thusaranon**

Age	74 Years
Education/Training	<ul style="list-style-type: none"> <li>- Master Development Economics, National Institute of Development Administration</li> <li>- Bachelor of Accounting ,Chulalongkorn University</li> <li>- OIC Advance Insurance Program, class 1/2011</li> <li>- Top Executive Program, class 34, Civil Service Development Institute</li> <li>- Certificate of National Defense Couse, National Defense College, class 17/2003</li> <li>- Certificate of Executive Program, class 7/2007, Capital Market Academy</li> <li>- Advance Audit Committee Program (AACP), class 49/2023</li> <li>- Director Leadership Certification Program (DLCP), class 49/2023</li> <li>- Directors Certification Program (DCP), class 26/2003</li> </ul>
Directorship Training Program by the Thai Institute of Directors Association (IOD)	
Nominated Position	Independent Director
Position in the Company	Chairman of Audit Committee / Director of the Enterprise Risk Management Committee / Director of the Remuneration and Nominating Committee
Number of years held the director position	8 Years 9 Months, appointed on July 2016
Work Experience	<u>Thaire life Assurance Public Company Limited</u>
May 2023 – Present	<ul style="list-style-type: none"> <li>- Director of the Enterprise Risk Management Committee</li> </ul>
May 2023 – Present	<ul style="list-style-type: none"> <li>- Chairman of the Audit Committee</li> </ul>
Jul 2016 – Present	<ul style="list-style-type: none"> <li>- Director of the Nominating and Remuneration Committee</li> </ul>
Jul 2016 – Present	<ul style="list-style-type: none"> <li>- Independent Director</li> </ul>
	<u>Bangkok Life Assurance Public Company Limited</u>
May 2023 – Present	<ul style="list-style-type: none"> <li>- Independent Director</li> </ul>
May 2023 – Present	<ul style="list-style-type: none"> <li>- Director of the Audit Committee</li> </ul>
Jul 2016 – Present	<ul style="list-style-type: none"> <li>- Member of the Performance Assessment and Evaluation Committee</li> </ul>
Jul 2016 – Present	<ul style="list-style-type: none"> <li>- Chairman of the Corporate Governance and Sustainability Committee</li> </ul>

**Nominating Guideline and Procedure**

All stakeholders could propose qualified nominees to the Nominating and Remuneration Committee. The Nominating and Remuneration Committee will then consider the nomination of directors by applying the guideline by taking into consideration of nominees, of whom shall be a knowledgeable with fundamental and expertise from various occupation (not limit only to the insurance field), being a leadership, having vision, high principles and ethics, good working record and being capable of expressing their opinion independently.

The Board of Directors has considered carefully according to the rules and through the screening process as recommended by the Nominating and Remuneration Committee, without participation from any member having interest therein, that Mrs. Komkai Thusaranon has all required qualifications of the person who may become the Company's independent director pursuant to the Public Limited Company Act and the company's definition of the Independent Director. She is knowledgeable and capable, having extensive experience in auditing and Insurance having well performed his duty as Company's director to protect the interest of the Company and all shareholders.

The Board of Directors has considered that the person who is nominated to be an independent director will be able to provide Comments can be independently and in accordance with the related criteria.

**Position in other listed and non-listed companies**

**a. Listed Company**

1 Companies

- Independent Director, Bangkok Life Assurance Public Company Limited

**b. Non-listed Company**

-None-

**Definition of Independent Director**

The company has defined the definition of Independent Directors of the company as shown in "Corporate Governance" title "Nomination and Appointment of Independent Director" section of Form 56-1 One Report, conforms to the equivalent of the Securities and Exchange Commission and the Stock Exchange of Thailand.

**THREL shareholding**

-None-

**Meeting attendance in 2024**

- 7 of 7 The Board of Directors Committee (equivalent to 100%)

- 4 of 4 The Audit Committee (equivalent to 100%)

- 4 of 4 The Enterprise Risk Management Committee (equivalent to 100%)

- 2 of 2 The Nominating & Remuneration Committee (equivalent to 100%)

## 1.2 Mr. Tarate Poshyananda

Age	61 Years
Education/Training	<ul style="list-style-type: none"> <li>- Master in marketing, Webster University, St. Louis, Missouri, USA</li> <li>- OIC Advance Insurance Program, class 5</li> </ul>
Directorship Training Program by the Thai Institute of Directors Association (IOD)	<ul style="list-style-type: none"> <li>- Directors Accreditation Program (DAP), class 74/2008</li> <li>- Directors Certification Program (DCP), class 183/2013</li> <li>- Advance Audit Committee Program (AACP), class 33/2019</li> <li>- Anti-Corruption for Executive Program (ACEP), 2013</li> <li>- Board Nomination and Compensation Program (BNCP), class 7/2019</li> </ul>
Nominated Position	Independent Director
Position in the Company	Chairman of the Investment Committee / Director of the Enterprise Risk Management Committee
Number of years held the director position	6 years (Since April 2019)
Work Experience	<u>Thaire Life Assurance Public Company Limited</u>
May 2023 – Present	<ul style="list-style-type: none"> <li>- Chairman of the Investment Committee</li> </ul>
Apr 2019 – Present	<ul style="list-style-type: none"> <li>- Director of the Enterprise Risk Management Committee</li> </ul>
Apr 2019 – Present	<ul style="list-style-type: none"> <li>- Independent Director</li> </ul>
2015 – Present	<u>S.Kijchai Enterprise Public Company Limited</u>
2015 – Present	<ul style="list-style-type: none"> <li>- Chairman of the Audit Committee</li> </ul>
2015 – Present	<ul style="list-style-type: none"> <li>- Director of Nominating and Remuneration Committee</li> </ul>
2015 – Present	<ul style="list-style-type: none"> <li>- Independent Director</li> </ul>
2008 – 2019	<u>MPG Public Company Limited</u>
2008 – 2019	<ul style="list-style-type: none"> <li>- Director of the Audit Committee</li> </ul>
Jan 2024 – Present	<ul style="list-style-type: none"> <li>- Independent Director</li> </ul>
Jan 2024 – Present	<u>Government Housing Bank (GH Bank)</u>
2024 – Present	<ul style="list-style-type: none"> <li>- Chairman of the Audit Committee</li> </ul>
2024 – Present	<ul style="list-style-type: none"> <li>- Director of Nominating and Remuneration Committee</li> </ul>
2023 – Present	<u>Y Property Holdings (THAI) Co., Ltd</u>
2020 – Present	<ul style="list-style-type: none"> <li>- Director</li> </ul>
2020 – Present	<u>Green Power 2 Co., Ltd</u>
2020 – Present	<ul style="list-style-type: none"> <li>- Director</li> </ul>
2020 – Present	<u>Cash Sprite Co., Ltd</u>
2020 – Present	<ul style="list-style-type: none"> <li>- Director</li> </ul>
2020 – Present	<u>Corp Power Co., Ltd</u>
2020 – Present	<ul style="list-style-type: none"> <li>- Director</li> </ul>

**Nominating Guideline and Procedure**

All stakeholders could propose qualified nominees to the Nominating and Remuneration Committee. The Nominating and Remuneration Committee will then consider the nomination of directors by applying the guideline by taking into consideration of nominees, of whom shall be a knowledgeable with fundamental and expertise from various occupation (not limit only to the insurance field), being a leadership, having vision, high principles and ethics, good working record and being capable of expressing their opinion independently.

The Board of Directors has considered carefully according to the rules and through the screening process as recommended by the Nominating and Remuneration Committee, without participation from any member having interest therein, that Mr. Tarate Poshyananda has all required qualifications of the person who may become the Company's independent director pursuant to the Public Limited Company Act and the company's definition of the Independent Director. He is knowledgeable and capable, having extensive experience in insurance and banking and having well performed his duty as Company's director to protect the interest of the Company and all shareholders.

The Board of Directors has considered that the person who is nominated to be an independent director will be able to provide Comments can be independently and in accordance with the related criteria.

**Position in other listed and non-listed companies**

a. Listed Company

1 Companies

- Independent Director, S.Kijchai Enterprise Public Company Limited

b. Non-listed Company

5 Companies

- Chairman of the Audit Committee, Government Housing Bank

- Director, Y Property Holdings (THAI) Co., Ltd

- Director, Green Power 2 Co., Ltd

- Director, Cash Sprite Co., Ltd

- Director, Corp Power Co., Ltd

**Definition of Independent Director**

The company has defined the definition of Independent Directors of the company as shown in "Corporate Governance" title "Nomination and Appointment of Independent Director" section of Form 56-1 One Report, conforms to the equivalent of the Securities and Exchange Commission and the Stock Exchange of Thailand.

**THREL shareholding**

-None-

**Meeting attendance in 2024**

- 7 of 7 The Board of Directors Committee (equivalent to 100%)

- 6 of 6 The Investment Committee (equivalent to 100%)

- 4 of 4 The Enterprise Risk Management Committee (equivalent to 100%)

**2. Profile of candidates proposed for election as director to fill the vacancy**

**2.1 Mrs. Kesara Manchusree**

Age	65 Years
Education/Training	<ul style="list-style-type: none"> <li>- Honorary Doctor of Arts in Finance and Banking, Kasem Bundit University</li> <li>- Master of Science in Finance, Golden Gate University, San Francisco, U.S.A</li> <li>- Bachelor of Art Economics, Thammasat University</li> <li>- ASEP "Advanced Senior Executive Program" Evanston, Illinois, USA</li> <li>- Sasin and Kellogg School of Management, Senior Executive Program, Chulalongkorn University</li> <li>- Certificate, Capital Market Academy Leadership Program, The Stock Exchange of Thailand, class 4</li> </ul>
Directorship Training Program by the Thai Institute of Directors Association (IOD)	<ul style="list-style-type: none"> <li>- Directors Certification Program (DCP), class 83/2006</li> <li>- Role of The Chairman Program (RCP), class 46/2020</li> <li>- Advance Audit Committee Program (AACP), class 45/2022</li> </ul>
Nominated Position	Independent Director
Work Experience	<u>Interlink Telecom Public Company Limited</u>
2018 – Present	<ul style="list-style-type: none"> <li>- Independent Director and Chairman of the Audit Committee</li> </ul>
2020 – Present	<ul style="list-style-type: none"> <li>- Independent Director and Chairman of the Audit Committee</li> </ul>
2020 – Present	<ul style="list-style-type: none"> <li>- Director of Nomination and Remuneration Committee</li> </ul>
2020 – Present	<u>NgernTidLor Holding Public Company Limited</u>
2020 – Present	<ul style="list-style-type: none"> <li>- Independent Director and Chairman of the Audit Committee</li> </ul>
2020 – Present	<ul style="list-style-type: none"> <li>- Director of Nomination and Remuneration Committee</li> </ul>
2024 – Present	<u>National Institute of Metrology (Thailand)</u>
2024 – Present	<ul style="list-style-type: none"> <li>- Honorable director</li> </ul>
2024 – Present	<u>Nice Group Holding Corp</u>
2021 – Present	<ul style="list-style-type: none"> <li>- Independent Director and Chairman of the Audit Committee</li> </ul>
2021 – Present	<ul style="list-style-type: none"> <li>- Director of Nomination and Remuneration Committee</li> </ul>
2019 – Present	<u>Nutra Regenerative Protein Co., Ltd</u>
2021 – Present	<ul style="list-style-type: none"> <li>- Independent Director and Chairman of Director</li> </ul>
2021 – Present	<u>A Commerce Group Public Company Limited</u>
2019 – Present	<ul style="list-style-type: none"> <li>- Independent Director and Chairman of the Audit Committee</li> </ul>

	<u>Daol Investment Management Company Limited</u>
2019 – Present	<ul style="list-style-type: none"> <li>- Chairman and Director of the Audit Committee</li> </ul>
	<u>TSFC Securities Public Company Limited</u>
2018 – Present	<ul style="list-style-type: none"> <li>- Chairman and Chairman of the Corporate Governance Committee</li> </ul>
	<u>Daol Securities (Thailand) Public Company Limited</u>
2018 – Present	<ul style="list-style-type: none"> <li>- Independent Director and Chairman of the Audit Committee</li> </ul>
	<u>The Social Enterprise Thailand Association</u>
2020 – Present	<ul style="list-style-type: none"> <li>- Honorable director</li> </ul>
	<u>Thai Institute of Directors (IOD)</u>
2021 – Present	<ul style="list-style-type: none"> <li>- Director of Private Sector Collective Action Coalition Against Corruption Council (CAC)</li> </ul>
	<u>Thammasat University</u>
2021 – Present	<ul style="list-style-type: none"> <li>- Director of Economics Faculty</li> </ul>
	<u>The Stock Exchange of Thailand</u>
2014 – May 2018	<ul style="list-style-type: none"> <li>- Director and Manager</li> </ul>
	<u>World Federation of Exchange (WFE)</u>
2016 – May 2018	<ul style="list-style-type: none"> <li>- Director</li> </ul>
	<u>Management System Certification Institute (Thailand)</u>
2017 – May 2018	<ul style="list-style-type: none"> <li>- Director</li> </ul>
<b>Nominating Guideline and Procedure</b>	<p>All stakeholders could propose qualified nominees to the Nominating and Remuneration Committee. The Nominating and Remuneration Committee will then consider the nomination of directors by applying the guideline by taking into consideration of nominees, of whom shall be a knowledgeable with fundamental and expertise from various occupation (not limit only to the insurance field), being a leadership, having vision, high principles and ethics, good working record and being capable of expressing their opinion independently.</p> <p>The Board of Directors has considered carefully according to the rules and through the screening process as recommended by the Nominating and Remuneration Committee, without participation from any member having interest therein, that Mrs. Kesara Manchusree has all required qualifications of the person who may become the Company's director pursuant to the Public Limited Company Act. She is knowledgeable and capable, having proficient management experience in finance will benefit to the Company business and she can perform her duty to protect the interest of the Company and all shareholders.</p> <p>The Board recommends the shareholders to re-elect Mrs. Kesara Manchusree to be Independent director to replace the vacancy.</p>

**Position in other listed and non-listed companies**

a. Listed Company 2 Companies  
- Independent Director, Interlink Telecom Public Company Limited  
- Independent Director, NgernTidLor Public Company Limited

b. Non-listed Company 15 Companie

**Definition of Independent Director** The company has defined the definition of Independent Directors of the company as shown in “Corporate Governance” title “Nomination and Appointment of Independent Director” section of Form 56-1 One Report, conforms to the equivalent of the Securities and Exchange Commission and the Stock Exchange of Thailand.

**THREL shareholding** -None-

3. Information of holding a directorship in listed companies or other rival incorporation/ any related business with THREL

Nominated Persons	Listed Company*		Other incorporation (non-listed company)*	Other rival incorporations/ business that may deemed as a conflict of interest with THREL
	Amount	Type of Director		
1. Mrs. Komkai Thusaranon	1	- Independent Director / Director of Audit Committee, Bangkok Life Assurance Public Company Limited	1	None
2. Mr. Tarate Poshyananda	1	- Independent Director / Chairman of Audit Committee, S.Kijchai Enterprise Public Company Limited	5	None
3. Mrs. Kesara Manchusree	2	- Independent Director / Chairman of Audit Committee, Interlink Telecom Public Company Limited - Independent Director / Chairman of Audit Committee, NgernTidLor Public Company Limited	15	None

\* means listed company in the Stock Exchange of Thailand

4. Relationship characteristics of nominated person qualified as independent directors

Relationship Characteristics	Name of nominated person qualified as independent directors (3 person)		
	Mrs. Komkai Thusaranon	Mr. Tarate Poshyananda	Mrs. Kesara Manchusree
Holding of THREL Share - Amount - Ratio of issued shares having voting rights (%)	None	None	None
Being close relatives to executive/major shareholders of THREL /controlling person of company and its subsidiaries	No	No	No
Having relationship in any of these characteristics to THREL /parent company/ subsidiary company/ associate company/ major shareholder/or controlling person either at present or during the past 2 years  - Being an executive director, staff, employee or advisor who receives salary  - Being a professional service provider such as auditor or legal consultant  - Having business relationship (such as buy/ sell raw materials/ products/ services/ lending/ borrowing) specify transaction size	No  No  Yes*	No  No  None	No  No  None

Note: The Company has significant business transactions with a legal entity in which an independent director to be a director. The transaction is a normal business transaction for reinsurance business. Such transactions, which have been concluded on commercial terms and bases agreed upon the insurance condition of business between the Company and other parties.