

### Information of the Independent Directors to Present as Proxy for Annual General Meeting

#### 1. Mrs. Tongurai Limpiti : Independent Director and Chairman

- Age 61 Years
- Education / Training:
  - Bachelor's degree in Accounting, Chulalongkorn University
  - MBA (Accounting and Finance), University of Wisconsin, Madison
  - Advanced Management Program, Harvard Business School, U.S.A.
  - Certificate, Joint State-Private Sector Course, National Defense College of Thailand class 52
  - Certificate, Executive Program, Capital Market Academy
  - Certificate, Advanced Management Program (AMP), Harvard Business School, USA
  - Certificate, Executive Program in Energy Literacy for Sustainable Future TEA Class 1 Thailand Energy Academy
  - Certificate, Macroeconomic Challenges of Global Imbalances London School of Economics & Political Science
  - Certificate, Corporate Governance Program for Directors and Top Executives of State Enterprises and Public Organizations, Public Director Institute (PDI) Class 12, King Prajadhipok's Institute
  - Director Certification Program (DCP) รุ่นที่ 8/2001
- Work Experience
  - 2016 - Present Independent Director and Chairman AIRA Factoring Plc
  - 2016 - Present Vice Chairman Bangkok Commercial Asset Management Plc.
- Shareholding: as of December 31, 2016 -None-
- Relation among Family with other Directors and Management of the Company or Subsidiaries: ---None-
- Criminal-Free Track Record for the past 10 years: -None-





**AIRA Factoring Public Company Limited**  
 บริษัท ไอรา แฟคตอริ่ง จำกัด (มหาชน)  
 เลขที่บมจ. 0107547000141

319 Chamchuri Square , 20 Floor, Phayathai Road Pathumwan Sub-District, Pathumwan District, Bangkok 10330  
 319 อาคารจัตุรัสจามจุรี ชั้น 20 ถนนพญาไท แขวงปทุมวัน เขตปทุมวัน กรุงเทพฯ 10330  
 Tel. 2-2657-6222 Fax: 0-2657-6244, 0-2657-6245

2. Mr. Poonsak Thiapairat: Independent Director Audit Committee, and  
 Nomination and Remuneration Committee



- Age 53 Years
- Education / Training:
  - MBA (Finance and International Business), Sasin Graduate Institute of Business Administration of Chulalongkorn University
  - Master of Science Program in Logistics, Chulalongkorn University
  - Directors Accreditation Program (DAP) 11/2004
  - Finance for Non-Finance Director (FN) 23/2005
- Work Experience
  - 2004- Present Independent Director, Audit Committee and Nomination and Remuneration Committee AIRA Factoring Plc.
  - 2002- Present Executive Eternity Co, Ltd. Group
- Shareholding: as of December 29, 2016 total 9,440,000 shares (0.59%)
- Relation among Family with other Directors and Management of the Company or Subsidiaries: -None-
- Criminal-Free Track Record for the past 10 years: -None-



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### Definition of Independent Director of AIRA Factoring PLC.

Independent Director is the Director, who is independent from major shareholders, management and related person, can perform their duties to conduct shareholders' interest with proper balancing and cannot manage in the Company, subsidiaries and any related companies which may effect or limit in giving independent suggestion.

An Independent Director must

1. Holds shares not exceeding 1 percent of the total share with voting right of the applicant, its parent company, subsidiaries, associates, major shareholders, and controlling parties of the applicant, provided that the share held by the related parties if such independent director shall be included.
2. Be the director who did not participate in the management of the Company, subsidiaries, affiliates or related companies.
3. Be the director of no interest whether directly or indirectly, in the finance and administration of the Company, subsidiaries, affiliates or related companies.
4. Be the director who is not a related person or close relative of management or major shareholders of the company.
5. Be the director is not appointed as a representative to safeguard interests of Directors, major shareholder or shareholders which is related to the major shareholders of the company.
6. Can perform duties by providing any comment or report the performance of duties independently as assigned by the Board of Directors not under the control of management or major shareholders of the Company including related persons or close relatives of such persons.

The definition of the independent director is equivalent to the minimum requirement of the Stock Exchange of Thailand and the Security and Exchange Commission