

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



1.Name: Mr. Kunakorn Makchaidee

Age: 63 Years

Position: Director, Independent Director and Chairman of Audit Committee

Date of appointment: February 25, 2005

Shareholding: -16,000,000 - / Share (1%) as of December 29, 2017

Education / Training:

- MBA (Finance) from Delta State University, USA.
- Bachelor of Accounting from University of the Thai Chamber of Commerce

Director Training from Thai Institute of Directors Association (IOD)

- Diploma of Director Certificate Program from Thai institute of Director Association (IOD) and Australian Institute of Company Directors (AICD) Class 7/2001
- Certificate of Attendance, Chairman 2001 from Thai institute of Director Association (IOD) and Australian Institute of Company Directors (AICO) Class 5/2001
- DCP Re-Refresher Course Class 7/2005
- Certificate of Attendance, Audit Committee Program Class 17/2007

Board member / Management in Listed Company – The Stock Exchange of Thailand

- 2005 - Present Director, Independent Director and Chairman of Audit Committee
AIRA Factoring Plc.

Board member / Management in Non - Listed Company – The Stock Exchange of Thailand

- 2002 – Present Director
Chao Khun Agro Products Co., Ltd.
- 1992- Present Director
Business Venture Promotion Co., Ltd.

Position in Other Organization / Institutions:

- 2005-Present The Working Party on Free Trade in Financial Services Fiscal Policy Office
Ministry of Finance (Representative of Thai Investors Association)
- 2001-Present Audit Committee of the Thai Chamber of Commerce and Board of Trade of
Thailand



AIRA Factoring Public Company Limited
บริษัท ไอรา แฟคตอริง จำกัด (มหาชน)
 เลขที่ป.ม.จ. 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

- 2015-Present Director of the Small and Medium Business
- 2015-Present Director of Overseas Chamber of Commerce
- 1955-Present Director and Secretary and Founder member of Thai Venture Capital Association
- 2000-Present Director and Secretary and Founder member of Thai Factoring Association
- 2001-Present Fellow Member of Thai Institute of Directors Association (IOD)

Work Experience (5-Years Past Experiences):

- 1992- 2009 Independent Director
Bangkok Ranch Plc.
- 2001- 2009 Audit Committee
Bangkok Ranch Plc.

Relation among Family with other Directors and Management of the Company or Subsidiaries: -None-

Prohibited Features:

- No Criminal-Free Track Record
- No history of potential conflict of interest with the Company in the past year

Chang of Name-Surname: -None-



2. Mr. Poonsak Thiapairat

Age: 54 Years

Position: Independent Director Audit Committee, and Nomination and Remuneration Committee

Date of appointment: February 25, 2004

Shareholding: -9,440,000-/Share (0.59%) as of December 29, 2017

Education / Training:

- MBA (Finance and International Business), Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Master of Science Program in Logistics, Chulalongkorn University

Director Training from Thai Institute of Directors Association (IOD)

- Directors Accreditation Program (DAP) class 11/2004
- Finance for Non-Finance Director (FN) class 23/2005

Board member / Management in Listed Company – The Stock Exchange of Thailand

- 2004- Present Independent Director, Audit Committee and Nomination and Remuneration Committee
AIRA Factoring Plc.

Board member / Management in Non - Listed Company – The Stock Exchange of Thailand

- 2002- Present Executive
Eternity Co., Ltd. Group

Position in Other Organization / Institutions: -None-

Work Experience (5-Years Past Experiences):

- 2004- Present Independent Director, Audit Committee and Nomination and Remuneration Committee
AIRA Factoring Plc.
- 2002- Present Executive
Eternity Co., Ltd. Group

Relation among Family with other Directors and Management of the Company or Subsidiaries: -None-

Prohibited Features:

- No Criminal-Free Track Record
- No history of potential conflict of interest with the Company in the past year

Change of Name-Surname: -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