

**Profiles of the nominated candidates for the election of Directors  
in replacement of those to be retired by rotation**

**1. Asst.Prof.Siriporn Maneepun**

<b>Name</b>	:	Asst.Prof.Siriporn Maneepun
<b>Nationality</b>	:	Thai
<b>Age</b>	:	56 years
<b>Type of director to be appointed</b>	:	Member of Audit Committee / Independent Director / Chairman of Corporate Governance Committee
<b>Shareholding</b>	:	Owned shares: 0.00% of total issued shares
(As of 31 December 2025)		
<b>Education</b>	:	<ul style="list-style-type: none"> <li>• Bachelor of Law, Chulalongkorn University</li> <li>• Master of Comparative Jurisprudence, Howard University, U.S.A.</li> <li>• Master of Laws, Temple University, U.S.A.</li> <li>• Barrister-at-Law, the Thai Bar under the Royal Patronage</li> </ul>
<b>Thai Institute of Directors Association (IOD) training programs and another institute</b>	:	<ul style="list-style-type: none"> <li>• Certificate of Thai Institute of Directors Association (IOD) in Director Accreditation Program (DAP), Class 27/2004</li> <li>• Certificate of Thai Institute of Directors Association (IOD) in Special Event 1/2025: Elevating Boardroom Success with New Evaluation Services</li> </ul>

**Working experience:**

2025 - Present	Chairman of Corporate Governance Committee of Veranda Resort Public Company Limited
2020 - Present	Audit Committee / Independent Director of Veranda Resort Public Company Limited

**Position in subsidiaries:** None

**Position in other listed companies:** None

**Position in other non-listed companies or organizations:** 8 companies

2021 – Present	Director of XET Co.,Ltd
2020 – Present	Director of Chumpon Bay Hills Co.,Ltd
2020 – Present	Director of Khao Khor Thani Co.,Ltd
2020 – Present	Director of Hin Rong Khla Thani Co.,Ltd
2020 – Present	Director of Phu Nam Fah Co.,Ltd
2010 – Present	Director of Suk Sri Wong Co.,Ltd
2010 – Present	Director of Dragon Tale Co.,Ltd
2010 – Present	Director of Nana Hotel Co.,Ltd

**Duration of being a director of the Company** : 5 years from the first appointment as director

**Date of first appointment as director** : May 13, 2020

**Family Relationship among Directors and** : None

**Executives**
**Illegal record in the past 10 years** : None

**Other business that may cause a conflict of the interest or business competitive to the Company** : None

**Attending the Board of Directors Meeting in 2025** : 4 / 4

**Attending the Sub-Committee Meeting in 2025** : 3 / 4

**Nomination Process**

The nomination of directors to replace those who retire by rotation in 2026, the Company gives an opportunity for the minor shareholders to propose the name of qualified candidates for consideration and election as Director during the period of October 30, 2025 – December 30, 2025 and disclosed the criteria and procedures via the Company's website. However, no minority shareholders nominated a candidate for election as Director.

In nominating the person to hold the office of the Company's independent director, the Nomination and Remuneration Committee shall consider the independence of each independent director to ensure that the Company's independent directors are fully qualified in accordance with relevant rules and/or laws, and propose to the Board of Directors Meeting and/or the Shareholder Meeting for consideration and appointment to be the Company's independent director (as the case may be).

The Board of director has concurred with the recommendation of the Nomination and Remuneration Committee that Asst.Prof.Siriporn Maneepun has held the appropriate qualifications and does not possess disqualifying characteristics as specified by law on public limited companies, and does not possess characteristics indicating a lack of appropriateness in respect to trustworthiness in managing business with shares held by public shareholders as specified by law on securities and exchange including has fully qualified in accordance with the Company's definition of Independent Director which is specified pursuant to those defined by the Capital Market Supervisory Board, resulting to perform their duties and express opinion independently. Therefore, The Board of Directors agreed to propose that the 2026 Annual General Meeting of Shareholders to approve the re-election of Asst.Prof.Siriporn Maneepun to hold the office for another term.

**2. Mr. Pawatt Ongvasith**

<b>Name</b>	:	Mr. Pawatt Ongvasith
<b>Nationality</b>	:	Thai
<b>Age</b>	:	54 years
<b>Type of director to be appointed</b>	:	Vice Chairman of Board / Chairman of Executive Committee / Chief Executive Officer
<b>Shareholding</b>	:	Owned shares: 26.57% of total issued shares
(As of 31 December 2025)		
<b>Education</b>	:	<ul style="list-style-type: none"> <li>• Bachelor of Business Administration (Honours), Chulalongkorn University</li> <li>• Master of Business Administration, Boston University, USA</li> </ul>
<b>Thai Institute of Directors Association (IOD) training programs and another institute</b>	:	<ul style="list-style-type: none"> <li>• Certificate of Thai Institute of Directors Association (IOD) in Director Accreditation Program (DAP), Class 22/2004</li> </ul>

**Working experience:**

2004 – Present	Vice Chairman of Board/ Chairman of Executive Committee /Chief Executive Officer/ Acting Vice President of Business and Property Development Department of Veranda Resort Public Company Limited
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**Position in subsidiaries:** 8 companies

2024 – Present	Director of Veranda Realty One Co.,Ltd.
2021 – Present	Director of VL Phuket Co.,Ltd
2019 – Present	Director of Veranda Planner Co.,Ltd
2015 – Present	Director of Veranda Cuisine Co.,Ltd
2015 – Present	Director of The Isa Resort Co.,Ltd
2013 – Present	Director of Veranda Beach Pattaya Co.,Ltd
2012 – Present	Director of Oak Tree Realty Co.,Ltd
2006 – Present	Director of Oak Tree Co.,Ltd

**Position in other listed companies:** 1 company

2003 – Present	Director of Major Cineplex Group PCL.
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**Position in other non-listed companies or organizations:** 7 companies

2018 – Present	Director of Hangiew Holding PTE. LTD.
2018 – Present	Director of Vivat Investment Limited

2016 – Present	Director of VBK Consultant Co.,Ltd
2012 – Present	Director of Ajis Thailand Co.,Ltd
2010 – Present	Director of BLP Holding Co.,Ltd
2005 – Present	Director of VC Land Co.,Ltd
2001 – Present	Director / Executive Director of Subvivat Construction Co.,Ltd

<b>Duration of being a director of the Company</b>	:	12 years from the first appointment as director
<b>Date of first appointment as director</b>	:	August 23, 2013
<b>Family Relationship among Directors and Executives</b>	:	Younger sibling of Mrs. Tosaporn Angsuwarangsi / Aunt of Mr.Varut Tantiphipop
<b>Illegal record in the past 10 years</b>	:	None
<b>Other business that may cause a conflict of the interest or business competitive to the Company</b>	:	None
<b>Attending the Board of Directors Meeting in 2025</b>	:	4 / 4
<b>Attending the Sub-Committee Meeting in 2025</b>	:	9 / 9

### Nomination Process

The nomination of directors to replace those who retire by rotation in 2026, the Company gives an opportunity for the minor shareholders to propose the name of qualified candidates for consideration and election as Director during the period of October 30, 2025 – December 30, 2025 and disclosed the criteria and procedures via the Company's website. However, no minority shareholders nominated a candidate for election as Director.

In nominating the person to hold the office of the Company's independent director, the Nomination and Remuneration Committee shall consider the independence of each independent director to ensure that the Company's independent directors are fully qualified in accordance with relevant rules and/or laws, and propose to the Board of Directors Meeting and/or the Shareholder Meeting for consideration and appointment to be the Company's independent director (as the case may be).

The Board of director has concurred with the recommendation of the Nomination and Remuneration Committee that Mr. Pawatt Ongvasith has held the appropriate qualifications and does not possess disqualifying characteristics as specified by law on public limited companies, and does not possess characteristics indicating a lack of appropriateness in respect to trustworthiness in managing business with shares held by public shareholders as specified by law on securities and exchange including, and is knowledgeable, and has abilities and experiences in the business related to the Company's operations. Therefore, The Board of Directors agreed to propose that the 2026 Annual General Meeting of Shareholders to approve the re-election of Mr. Pawatt Ongvasith to hold the office for another term.

### 3. Mr.Kittisak Sopchokchai

<b>Name</b>	:	Mr.Kittisak Sopchokchai
<b>Nationality</b>	:	Thai
<b>Age</b>	:	71 years
<b>Type of director to be appointed</b>	:	Director / Member of Corporate Sustainability and Risk Management Committee
<b>Shareholding</b>	:	Owned shares: 2.47% of total issued shares
(As of 31 December 2025)		
<b>Education</b>	:	<ul style="list-style-type: none"> <li>Bachelor of Economics, Thammasat University</li> </ul>
<b>Thai Institute of Directors Association (IOD) training programs and another institute</b>	:	<ul style="list-style-type: none"> <li>Certificate of Thai Institute of Directors Association (IOD) in Director Accreditation Program (DAP), Class 54/2006</li> <li>Certificate of Thai Institute of Directors Association (IOD) in Special Event 1/2025: Elevating Boardroom Success with New Evaluation Services</li> </ul>

### Working experience:

2018 – Present	Director / Corporate Sustainability & Risk Management Committee
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**Position in subsidiaries** 2 companies

2011 – Present	Director of Oak Tree Realty Co.,Ltd
2008 – Present	Director of Veranda Oak Tree Co.,Ltd

**Position in other listed companies:** 1 company

2003 – Present	Director of Advance Information Technology PCL.
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**Position in other non-listed companies or organizations:** 10 companies

2016 – Present	Director of Tonkoon Development Co.,Ltd
2016 – Present	Director of Sureetriboon Development Co.,Ltd
2015 – Present	Director of Sureetriboon Holding Co.,Ltd
2010 – Present	Director of KSP Square Co.,Ltd
2008 – Present	Director of Digit Control Co.,Ltd
2006 – Present	Director of Vich Space Co.,Ltd
2006 – Present	Director of TOA Electronics (Thailand) Co.,Ltd
1996 – Present	Director of Audio Engineering Service Co.,Ltd
1983 – Present	Chairman of the Board Director of Vichai Trading (1983) Co.,Ltd
1985 – Present	Director of Sound System Co.,Ltd

**Duration of being a director of the Company** : 9 years from the first appointment as director

**Date of first appointment as director** : July 8, 2016

**Family Relationship among Directors and** : None

**Executives**

**Illegal record in the past 10 years** : None

**Other business that may cause a conflict of the** : None

**interest or business competitive to the Company**

**Attending the Board of Directors Meeting in 2025** : 3 / 4

**Attending the Sub-Committee Meeting in 2025** : 4 / 4

**Nomination Process**

The nomination of directors to replace those who retire by rotation in 2026, the Company gives an opportunity for the minor shareholders to propose the name of qualified candidates for consideration and election as Director during the period of October 30, 2025 – December 30, 2025 and disclosed the criteria and procedures via the Company's website. However, no minority shareholders nominated a candidate for election as Director.

In nominating the person to hold the office of the Company's independent director, the Nomination and Remuneration Committee shall consider the independence of each independent director to ensure that the Company's independent directors are fully qualified in accordance with relevant rules and/or laws, and propose to the Board of Directors Meeting and/or the Shareholder Meeting for consideration and appointment to be the Company's independent director (as the case may be).

The Board of director has concurred with the recommendation of the Nomination and Remuneration Committee that Mr.Kittisak Sopchokchai has held the appropriate qualifications and does not possess disqualifying characteristics as specified by law on public limited companies, and does not possess characteristics indicating a lack of appropriateness in respect to trustworthiness in managing business with shares held by public shareholders as specified by law on securities and exchange including, and is knowledgeable, and has abilities and experiences in the business related to the Company's operations. Therefore, The Board of Directors agreed to propose that the 2026 Annual General Meeting of Shareholders to approve the re-election of Mr.Kittisak Sopchokchai to hold the office for another term.

**4. Mr. Siritwat Vongjarukorn**

**Name** : Mr. Siritwat Vongjarukorn

**Nationality** : Thai

**Age** : 57 years

**Type of director to be appointed** : Director / Member of Nomination and Remuneration Committee

**Shareholding** : Owned shares: 1.07% of total issued shares

(As of 31 December 2025)

- Education** :
- Bachelor of Engineering, Chulalongkorn University
  - Honorary Doctorate Degree of Science in Information Technology, Sripatum University
- Thai Institute of Directors Association (IOD) training programs and another institute** :
- Certificate of Thai Institute of Directors Association (IOD) in Director Accreditation Program (DAP), Class 9/2004
  - Certificate of Thai Institute of Directors Association (IOD) in Director Certification Program (DCP), Class 42/2004

**Working experience:**

2017 – Present Director / Nomination and Remuneration Committee of Veranda Resort Public Company Limited

**Position in subsidiaries:** None

**Position in other listed companies:** 2 companies

2013 – Present Director of Matchon PCL.

2003 – Present Director / Chairman of Executives of MFEC PCL.

**Position in other non-listed companies or organizations:** 11 companies

2023 – Present Director of Banpong Tapioca Flour Industrial Co., Ltd.

2023 – Present Director of InnovestX Securities Co.,Ltd.

2022 – Present Director of Thailand Development Research Institute (TDRI)

2022 – Present Director of Advance Intelligence Modernity Co.,Ltd.

2021 – Present Director of Omega Grid Co.,Ltd

2021 – Present Director of Venture Lab Co.,Ltd

2020 – Present Director of I2 Enterprise Co.,Ltd

2017 – Present Director of Angstrom Solutions Co.,Ltd

2013 – Present Director of Prompt Now Co.,Ltd

2011 – Present Director of M.I.S. Outsourcing Co.,Ltd

2005 – Present Director of Pra In FinTech Co.,Ltd

**Duration of being a director of the Company** : 8 years from the first appointment as director

**Date of first appointment as director** : February 22, 2017

**Family Relationship among Directors and Executives** : None

**Illegal record in the past 10 years** : None

**Other business that may cause a conflict of the** : None

**interest or business competitive to the Company**

**Attending the Board of Directors Meeting in 2025** : 3 / 4

**Attending the Sub-Committee Meeting in 2025** : 2 / 3

**Nomination Process**

The nomination of directors to replace those who retire by rotation in 2026, the Company gives an opportunity for the minor shareholders to propose the name of qualified candidates for consideration and election as Director during the period of October 30, 2025 – December 30, 2025 and disclosed the criteria and procedures via the Company's website. However, no minority shareholders nominated a candidate for election as Director.

In nominating the person to hold the office of the Company's independent director, the Nomination and Remuneration Committee shall consider the independence of each independent director to ensure that the Company's independent directors are fully qualified in accordance with relevant rules and/or laws, and propose to the Board of Directors Meeting and/or the Shareholder Meeting for consideration and appointment to be the Company's independent director (as the case may be).

The Board of director has concurred with the recommendation of the Nomination and Remuneration Committee that Mr. Siriwat Vongjarukorn has held the; appropriate qualifications and does not possess disqualifying characteristics as specified by law on public limited companies, and does not possess characteristics indicating a lack of appropriateness in respect to trustworthiness in managing business with shares held by public shareholders as specified by law on securities and exchange including, and is knowledgeable, and has abilities and experiences in the business related to the Company's operations. Therefore, The Board of Directors agreed to propose that the 2026 Annual General Meeting of Shareholders to approve the re-election of Mr. Siriwat Vongjarukorn to hold the office for another term.

**Definition of independent directors**

1. holding shares not exceeding 1 (one) percent of the total number of shares with voting rights of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director;
2. neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the Company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than 2 (two) years. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the company;
3. not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, directors, executive, major shareholder, controlling person, or person to be nominated as directors, executive or controlling person of the company or its subsidiary company;
4. neither having nor used to have a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgement, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 (two) years.

The term 'business relationship' under the first paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, and any other similar actions, which result in the Company or his counterparty being subject to indebtedness payable to the other party in the amount of 3 (three) percent or more of the net tangible assets of the Company or Baht 20,000,000 (twenty million) or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of related party transaction under the Notification of the Capital Market Supervisory Board governing rules on related party transaction mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of 1 (one) year prior to the date on which the business relationship with the person commences;

5. neither being nor used to be an auditor of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 (two) years;
6. neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding Baht 2,000,000 (two million) per year from the Company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than 2 (two) years;
7. not being a director appointed as representative of directors of the Company, major shareholder or shareholder who is related to major shareholder;
8. not undertaking any business in the same nature and in competition to the business of the Company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 (one) percent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the Company or its subsidiary company;
9. not having any other characteristics which cause the inability to express independent opinions with regard to the Company's business operations.