



บริษัท โตโย-ไทย คอร์ปอเรชั่น จำกัด (มหาชน)  
TOYO-THAI CORPORATION PUBLIC COMPANY LIMITED

**Board of Directors**  
As at 31<sup>st</sup> December 2013



<b>Name – Surname</b>	:	Mr. Gumthorn Utarnwuthipong
<b>Type of Nominated Position</b>	:	Nomination and Remuneration Committee Chairman of Risk Management Committee Independent Director & Audit Committee
<b>Current Position</b>	:	Nomination and Remuneration Committee Chairman of Risk Management Committee Independent Director & Audit Committee
<b>Years of Age</b>	:	73 years
<b>Nationality</b>	:	Thai
<b>Education</b>	:	Master's Degree Faculty of Engineering (Plant Engineering) Darmstadt Institute for Hesse, Germany Bachelor's Degree Faculty of Science (Chemical Engineering) Chulalongkorn University
<b>Director Training</b>	:	13-14 June 2013 Role of the Compensation Committee (RCC) 26 July 2008 Director Accreditation Program (DAP) 21 November 2008 Audit Committee Program (ACP) Thai Institute of Directors Association (IOD)
<b>Years of being Board of Director</b>	:	6 years (2008- Present)
<b>Working Experience</b>	:	2010 - Present Nomination and Remuneration Committee Chairman of Risk Management Committee Toyo-Thai Corporation Public Company Limited 2008 - Present Independent Director & Audit Committee Toyo-Thai Corporation Public Company Limited
<b>Positions in other listed companies</b>	:	None
<b>Positions in non-listed companies</b>	:	None
<b>Position in competing /Involving Business Person</b>	:	None
<b>No. of Shareholding in TTCL</b>	:	114,700 shares equivalent to 0.02% of total shares
<b>Legal dispute in criminal cases (other than criminal cases with petty offences)</b>	:	None
<b>Restrict Qualification by the Public Act. B.E. 2535</b>	:	None
<b>Meeting Attendance in 2013</b>		
The Board of Directors' Meeting	:	6 meetings from total of 6 meetings (100%)
The Audit Committee Meeting	:	6 meetings from total of 6 meetings (100%)
The Nomination & Remuneration Meeting	:	3 meetings from total of 3 meetings (100%)
The Risk Management Committee Meeting	:	4 meetings from total of 4 meetings (100%)
The Annual General Shareholders' Meeting	:	1 meeting from total of 1 meeting (100%)
The Extra Ordinary General Shareholders' Meeting	:	1 meeting from total of 1 meeting (100%)

**Criteria and Recruitment**

The Company considered and proposed to the Meeting of Shareholders to approve the re-appointment of Mr.Gumthorn Utarnwuthipong to be Nomination and Remuneration Committee, Chairman of Risk Management Committee and Independent Director & Audit Committee based on the recommendation of the Nomination and Remuneration Committee that Mr.Gumthorn Utarnwuthipong has qualifications in compliance with the Article of Association, the Securities and Exchange Act B.E.2535, and the Public Act B.E.2535. His knowledge, skills, experience, and capability will be beneficial to the Company's business.



บริษัท โตโย-ไทย คอร์ปอเรชั่น จำกัด (มหาชน)  
TOYO-THAI CORPORATION PUBLIC COMPANY LIMITED

## Board of Directors

As at 31<sup>st</sup> December 2013



<b>Name – Surname</b>	: Mr. Ryuzo Nagaoka
<b>Type of Nominated Position</b>	: Chairman of Nomination and Remuneration Committee Independent Director & Audit Committee
<b>Current Position</b>	: Chairman of Nomination and Remuneration Committee Independent Director & Audit Committee
<b>Years of Age</b>	: 78 years
<b>Nationality</b>	: Japanese
<b>Education</b>	: Doctorate's Degree Faculty of Engineering (Civil Engineering) University of Wisconsin, U.S.A. Master's Degree Faculty of Engineering (Mechanical Engineering) University of Wisconsin, U.S.A. Bachelor's Degree Faculty of Engineering (Mechanical Engineering) Keio University, Japan
<b>Director Training</b>	: 20 August 2008 Director Accreditation Program (DAP) Thai Institute of Directors Association (IOD)
<b>Years of being Board of Director</b>	: 6 years (2008 - Present)
<b>Working Experience</b>	: 2010 - Present Chairman of Nomination and Remuneration Committee Toyo-Thai Corporation Public Company Limited 2008 - Present Independent Director & Audit Committee Toyo-Thai Corporation Public Company Limited 2004 - Present Managing Director Nagaoka & Associates Inc.
<b>Positions in other listed companies</b>	: None
<b>Positions in non-listed companies</b>	: 1
<b>Position in competing /Involving Business Person</b>	: None
<b>No. of Shareholding in TTCL</b>	: 100,000 shares equivalent to 0.02% of total shares
<b>Legal dispute in criminal cases (other than criminal cases with petty offences)</b>	: None
<b>Restrict Qualification by the Public Act. B.E. 2535</b>	: None
<b>Meeting Attendance in 2013</b>	
The Board of Directors' Meeting	: 6 meetings from total of 6 meetings (100%)
The Audit Committee Meeting	: 6 meetings from total of 6 meetings (100%)
The Nomination & Remuneration Committee Meeting	: 3 meetings from total of 3 meetings (100%)
The Risk Management Committee Meeting	: None
The Annual General Shareholders' Meeting	: 1 meeting from total of 1 meeting (100%)
The Extra Ordinary General Shareholders' Meeting	: 1 meeting from total of 1 meeting (100%)

## Criteria and Recruitment

The Company considered and proposed to the Meeting of Shareholders to approve the re-appointment of Mr. Ryuzo Nagaoka to be Chairman of Nomination and Remuneration Committee and Independent Director & Audit Committee based on the recommendation of the Nomination and Remuneration Committee that Mr. Ryuzo Nagaoka has qualifications in compliance with the Article of Association, the Securities and Exchange Act B.E. 2535, and the Public Act B.E. 2535. His knowledge, skills, experience, and capability will be beneficial to the Company's business.



บริษัท โตโย-ไทย คอร์ปอเรชั่น จำกัด (มหาชน)  
TOYO-THAI CORPORATION PUBLIC COMPANY LIMITED

**Board of Directors**  
**As at 31<sup>st</sup> December 2013**



<b>Name – Surname</b>	: Mrs. Nijaporn Charanachitta
<b>Type of Nominated Position</b>	: Director
<b>Current Position</b>	: Director (Authorized to Bind the Company)
<b>Years of Age</b>	: 63 years
<b>Nationality</b>	: Thai
<b>Education</b>	: Master's Degree Faculty of Business Administration (Finance) University of Wisconsin, U.S.A.
	: Bachelor's Degree Faculty of Arts Chulalongkorn University
<b>Director Training</b>	: 2-22 March 2005 Director Certification Program (DCP) Thai Institute of Directors Association (IOD)
<b>Years of being Board of Director</b>	: 6 years (2008 - Present)
<b>Working Experience</b>	: 2007 - Present Director Toyo-Thai Corporation Public Company Limited Chairman of Board of Director OHTL Public Company Limited Chairman of Board of Director Amari Public Company Limited Director Amari Hotel and Resort Co., Ltd. Director Nomination & Remuneration Committee Charoong Thai Wire & Cable Public Company Limited 1994 - Present Director and Senior Executive Vice President Italian-Thai Development Public Company Limited
<b>Positions in other listed companies</b>	: 4
<b>Positions in non-listed companies</b>	: 1
<b>Position in competing /Involving Business Person</b>	: 1
<b>No. of Shareholding in TTCL</b>	: 4,847,207 shares equivalent to 0.87% of total shares
<b>Legal dispute in criminal cases (other than criminal cases with petty offences)</b>	: None
<b>Restrict Qualification by the Public Act. B.E. 2535</b>	: None
<b>Meeting Attendance in 2013</b>	
The Board of Directors' Meeting	: 6 meetings from total of 6 meetings (100%)
The Audit Committee Meeting	: None
The Nomination & Remuneration Meeting	: None
The Risk Management Committee Meeting	: None
The Annual General Shareholders' Meeting	: 1 meeting from total of 1 meeting (100%)
The Extra Ordinary General Shareholders' Meeting	: 1 meeting from total of 1 meeting (100%)

**Criteria and Recruitment**

The Company considered and proposed to the Meeting of Shareholders to approve the re-appointment of Mrs.Nijaporn Charanachitta to be Director based on the recommendation of the Nomination and Remuneration Committee that Mrs.Nijaporn Charanachitta has qualifications in compliance with the Article of Association, the Securities and Exchange Act B.E. 2535, and the Public Act B.E. 2535. Her knowledge, skills, experience, and capability will be beneficial to the Company's business.