

Thai Reinsurance Plc.

Profile of Director for re-election

1. Mr. Chandran Ratnaswami

Age	70
Education	MBA., University of Toronto, Canada
Directorship training program	-
Position in the Company	8 years' directorship details below :
<u>Period</u>	<u>Current Position</u>
2018 - Present	Chairman of Investment Committee
2017 - Present	Vice Chairman / Chairman of Nomination & Remuneration Committee
2012 – 2017	Director
Type of director	Director
Nominating guideline & procedure	<p>All stakeholders could propose qualified nominees to the Nomination & Remuneration Committee. The Committee will then consider the nomination of directors by applying the guideline and taking into consideration of nominees, of whom shall be knowledgeable with fundamental and expertise from various occupation (not only to insurance business), being leadership, having vision, high principles and ethics, good working record and be able to express their opinion independently.</p> <p>The Board of Directors agrees with the recommendation of the Nomination & Remuneration Committee, without participation of any member having interest herein, that Mr.Chandran Ratnaswami has all required qualification of the person who may become the Company's Director pursuant to the Public Limited Company Act. He is knowledgeable and capable, having experience in insurance and investment . He has well performed his duty to protect the interest of the Company and all shareholders. The Board recommends the shareholders to re-elect Mr.Chandran Ratnaswami to be a director for another term.</p>

Position in other listed and non-listed companies

a. <u>Listed company in Thailand</u>	None	
b. <u>Overseas listed companies</u>	(5)	
<u>Period</u>	<u>Position</u>	<u>Company</u>
2016 – Present	Director of Audit Committee, Director of Nomination & Remuneration Committee	Quess Corp.Ltd.
2014 – Present	Director	Fairfax India Holdings Corp.
2012 – Present	Director	IIFL Finance Ltd.
2012 – Present	Director Audit Committee, Director of Nomination & Remuneration Committee, Director of Risk Management Committee	Thomas Cook (India) Ltd.
2010 – Present	Director of Audit Committee	Zoomer Media Limited

c. Overseas non-list companies (19)

<u>Period</u>	<u>Position</u>	<u>Company</u>
2017 – Present	Chairman of Investment Committee , Director of Audit Committee, Chairman of Risk Management Committee, Chairman of Policy holder Protection, Director of Nomination & Remuneration Committee, Director of Social Responsibility Committee, Director of Share Allotment	Go Digit General Insurance Ltd.
2017 – Present	Director of Social Responsibility Committee	Go Digit Infoworks Services Private Ltd.
2017 – Present	Director	Bangalore International Airport Ltd.
2016 – Present	Chairman of Investment Committee Director of Remuneration Committee	Fairfirst Insurance Ltd.
2016 – Present	Director	Sanmar Engineering Services Ltd.
2015 – Present	Chairman of Nomination&Remuneration Committee	National Collateral Management Services
2015 – Present	Director	HW Private Investments Ltd.
2015 – Present	Director	I Investments Ltd.
2014 – Present	Director	H Investments Ltd.
2014 – Present	Director	FIH Mauritius Investments Ltd.
2014 – Present	Director	FIH Private Investments Ltd.
2011 – Present	Director	Fairbridge Investments(Mauritius)Ltd.
2011 – Present	Director	Fairbridge Capital Private Ltd.
2011 – Present	Director	Fairbridge Capital(Mauritius)Ltd.
2008 – Present	Director, Advisory Committee director	Primary Real Estate Investments
2004 – Present	Director	FAL Corporation
2004 – Present	Director	ORE Holdings Ltd.
2004 – Present	Director	Cheran Enterprise Private Ltd.
2000 – Present	Director	HWIC Asia Fund
THRE shareholding		None
Position in rival companies/connected business that may cause conflict of interest		None
Relationship with management/major shareholder of the Company		None
Provide professional service(e.g. auditor, legal advisor)		None
Board meeting attendance in 2019		4/4
Nomination and Remuneration Committee meeting attendance in 2019		2/2
Investment Committee meeting attendance in 2019		1/1

2. Mr.Sara Lamsam

Age	49
Education	Master’s Degree (Administration), Boston University, U.S.A.
Directorship training program	Director Certification Program class 4/2000 - IOD
Other training program	<ul style="list-style-type: none"> - Advanced Master of Management Program class 2, NIDA - Business Revolution and Innovation Network class 2, The Federation of Thai Industries - Top Management Development, Royal Thai Police 2019 - Global Business Leaders Program , LEAD Business Institute, partner of Cornell University, USA - Top Executive Program in Commerce and Trade (TEPCoT 8), Commerce Adademy - Harvard Business School Advanced Management Program 186, Boston, USA - Executive Management with Business Development class 1, Institute of Business & Industrial Development - Program of Senior Executive on Justice Administration class 17, Judicial Training Institute - Metropolitan Development Training Course for the Top Executives (Mahanakorn) class 1 Urban Green Development Institute Bangkok - Thailand Insurance Leadership Program class 1, OIC Advanced Insurance Institute - Capital Market Academy Leader Program 4/2007 - Executive Courses in Applied Psychology Administration class 97
Position in the Company	Directorship details below:
Period	Position
2020 – 2023 (3 years)	Independent Director
2016 - 2020 (4 years)	Independent Director
2009 - 2016 (7 years)	Director
Type of Director	Independent Director
Nominating guideline & procedure	All stakeholders could propose qualified nominees to the Nomination & Remuneration Committee. The Committee will then consider the nomination of directors by applying the guideline and taking into consideration of nominees, of whom shall be knowledgeable with fundamental and expertise from various occupation (not only to insurance business), being leadership, having vision, high principles and ethics, good working record and be able to express the opinion independently.

The Board of Directors considers and agrees with the recommendation of the Nomination & Remuneration Committee, without participation of any member having interest therein, that Mr.Sara Lamsam has all required qualifications of the person who may become the Company's director pursuant to the Public Limited Company Act and the Company's definition of the Independent Director. He is knowledgeable and capable, having extensive management experience in various fields including management, finance, life and non-life insurance business and having well performed his duty as Company's independent director to protect the interest of the Company and all shareholders. The Board recommends the shareholders to re-elect Mr.Sara Lamsam to be independent director for another term.

Position in other company

a. Listed Companies 3

<u>Period</u>	<u>Position</u>	<u>Company</u>
2016 – Present	Director	Kasikorn Bank Plc.
2018 – Present	Director of Corporate Governance	Kasikorn Bank Plc.
2516 - 2018	Director of Risk Management	Kasikorn Bank Plc.
2009 – Present	Advisor to Managing Director	Muangthai Insurance Plc.
2008 - Present	Director, Executive Director	Muangthai Insurance Plc
2009 – Present	Director of Risk Management	Phatra Leasing Plc.
2007 - Present	Chairman of Executive Committee	Phatra Leasing Plc.
2004 - Present	Director	Phatra Leasing Plc.

b. Non-listed companies & other 16

2010 – Present	President & CEO	Muang Thai Life Assurance Plc.
2003 – Present	Director	Muang Thai Life Assurance Plc.
2017 - Present	Director	Fuchsia Venture Capital Co.,Ltd.
2017 – Present	Board Advisor, Risk Management Committee Advisor	The Thai Chamber of Commerce
2016 – Present	Director, Chairman of Risk Management Committee	MB Ageas Life Insurance
2017 – Present	Director	The Federation of Thai Insurance Organizations
2016 – Present	Vice President (marketing)	Thai Life Assurance Association
2016 – Present	President	The Financial Planners Association
2015 – Present	Advisor	The Society of Actuaries of Thailand
2012 – Present	Director	Yupong Co.,Ltd.
2009 – Present	Director & CEO	Muanthai Group Holding Co.,Ltd., Muangthai Holding Co.,Ltd.

2009 – Present	Director	Muang Thai Asset Co., Ltd.
2008 – Present	Director	Muang Thai Group Service Co., Ltd.
2007 – Present	Director	Muang Thai Real Estate PCL.
2007 – Present	Director	T.I.I. Co., Ltd.
1998 – Present	Director	Yuphayong Co., Ltd.
Independent Director Definition	The definition of Independent Directors, as shown in the section of “ Corporate Governance ” of Annual Report conforms to the minimum requirement of the Securities and Exchange Commission and the Stock Exchange of Thailand.	
THRE shareholding	<u>No. of shares</u>	<u>% of total</u>
	3,500,000	0.08
Position in rival companies/connected business that may cause conflict of interest	None	
Relationship with management/major shareholder of the Company	None	
Provide professional service(e.g. auditor, legal advisor)	None	
Board attendance in 2019	1/4	

Profile of candidates proposed for election as independent director to fill the vacancy

1. Mrs.Chaveewan Aksornsawaddi

Age	57
Education	Master of Science(Accounting), Thammasat University
Directorship training program	-
Other training	Accounting & Auditing Training – Federation of Accounting Professions
Type of director	Independent Director
Nominating guideline & procedure	<p>All stakeholders could propose qualified nominees to the Nomination & Remuneration Committee. The Committee will then consider the nomination of directors by applying the guideline and taking into consideration of nominees, of whom shall be knowledgeable with fundamental and expertise from various occupation (not only to insurance business), being leadership, having vision, high principles and ethic, good working record and be able to express their opinion independently.</p> <p>The Board of Directors consider and agree with the recommendation of the Nomination Remuneration Committee that Mrs.Chaveewan Aksornsawaddi has all required qualification of the person who may become the Company's director pursuant to the Public Limited Company Act and the definition of Company's independent director. She has the strong experience in accounting, finance and insurance which will benefit to the Company and can perform her duty as independent director to protect the interest of the Company and shareholders. The Board recommends the shareholders to appoint Mrs. Chaveewan Aksornsawaddi to be the Company's independent director.</p>

Position in other listed and non-listed companies

a. Listed Company Noneb. Non-Listed Company

Sept. 2019 – Present	Vice-Rector for Finance, Mahamakut Buddhist University
2012 – Present	Independent Advisor

Working Experience

1997 - 2011	Partner	Pricewaterhouse Coopers, Bangkok
1996 - 1997	EVP – Supporting Function	Pacific Finance & Securities Pcl.
1995 - 1996	Financial Controller	Siam TV & Communication Co.,Ltd.
1993 - 1996	Principle	Coopers & Lybrand, Bangkok
1992 - 1993	Manager (on secondment basis)	Coopers & Lybrand, Reading
1984 - 1992	Senior Manager	Coopers & Lybrand, Bangkok

Independent Director Definition The definition of Independent Directors, as shown in the section of “Corporate Governance” of Annual Report conforms to the minimum requirement of the Securities and Exchange Commission and the Stock Exchange of Thailand.

THRE shareholding None

Position in rival companies/connected business that may cause conflict of interest None

Relationship with management/major shareholder of the Company None

Provide professional service (e.g. auditor, legal advisor) None

Profile of candidates proposed for election as independent director to fill the vacancy

2. Ms. Ada Ingawanij

Age	51
Education	MSc. In International Banking and Finance Studies University of Southampton, England (under Bank of Thailand Scholarship) BSc.(Hon) in Accounting and Economics University of Southampton, England
Directorship training program	Director Certification Program class 206 - IOD
Other training program	Capital Market academy Leader Program CMA class 22 Capital Market academy Greater Mekong Subregion Program class 4
Type of Director	Independent Director
Nominating guideline & procedure	All stakeholders could propose qualified nominees to the Nomination & Remuneration Committee. The Committee will then consider the nomination of directors by applying the guideline and taking into consideration of nominees, of whom shall be knowledgeable with fundamental and expertise from various occupation (not only to insurance business), being leadership, having vision, high principles and ethic, good working record and be able to express their opinion independently. The Board of Directors consider and agree with the recommendation of the Nomination & Remuneration Committee that Ms.Ada Ingawanij has all required qualification of the person who may become the Company's director pursuant to the Public Limited Company Act and the definition of Company's independent director with the experience in investment, accounting & finance and corporate governance which will benefit to the Company and can perform here duty as independent director to protect the interest of the Company and shareholders. The Board recommends the shareholders to appoint Ms.Ada Ingawanij to be the Company's independent director.

Position in other listed and non-listed companya. Listed Company Noneb. Non-Listed Company 3

2019 – Present	Director, Member of Audit Committee	Sukhumvit Asset Management Co.,Ltd.
2019– Present	Director and Executive Committee	Foundation for Public Policy & Good Governance
2008 – Present	Member of Investment advisory Committee	The Thai Red Cross Society
2002 – 2005	Director	Thai Bond Dealing Center

Working Experience

2015 – 2018	Executive Vice President	Thai Institute of Directors
2008 – 2013	Global Markets	The Royal Bank of Scotland
2006 – 2008	Country Debt Head	ABN Amro Bank N.V
2002 – 2006	Head of Institutional Marketing and Sales	The Hongkong & Shanghai Banking Corp.
1998 – 2002	Head of Fixed-Income	ABN Amro Bank N.V.
1992 – 1997	Portfolio Manager	Reserves Management Division, Bank of Thailand

Independent Director Definition The definition of Independent Directors, as shown in the section of “Corporate Governance” of Annual Report conforms to the minimum requirement of the Securities and Exchange Commission and the Stock Exchange of Thailand.

THRE shareholding None

Relationship in rival companies/connected business that may cause conflict of interest None

Relationship with management/major shareholder of the Company None

Provide professional service (e.g. auditor, legal advisor) None