### **Attachment 3**

## For consideration of Agenda 4: To approve the appointment of the Directors to replace the Directors whose tenure have ended.

Name lists and profiles of the Directors who proposed for re-appointment.

1. Mr. Suwat Phongphasura

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Type of director	Executive Director
Age	72 years
Address	149/34 Soi Anglo Plaza, Bangrak, Bangkok
Education	High school certificate
Director training program	DAP-12/2004
Experience	Executive Director-Chairman of Chiangmai
	Frozen Foods PCL.(1988-present)
Positions in other listed companies	None
Positions in non-listed companies	Director of Agrifood Processing Co.,Ltd.(2004-
	presend)
Positions in rival companies / related	None
companies	
Meeting attendance in 2013	Board of Director Meeting 4/4 times
	Executive Director Meeting 2/2 times
	Risk Management Committee Meeting 1 / 1 time
Date and no. of years on the Board	November 3, 1988, 26 years
CM Shareholding on Dec. 31, 2013	2,450,250 shares or 0.64 %
Other information	None of legal dispute over the past 5 years
	None of conflict of interest transaction with the
	company in the past year.

#### Attachment 3

#### **Definition of Independent Director as specified by the Company**

The Company set the property of Independent Directors as provision of Securities and Exchange Commission and Stock Exchange of Thailand by holding a good practice line in corporate governance as follows:

- Not hold the shares excess 1 % of paid-up capital of the company, subsidiary company, joint company or related company, all this let court together with the shares holding by concerned person.
- Is a director in other register company not excess 5 companies.
- Not participate in executing inclusive not be an employee officer, consultant of monthly salary or has an authority to control in the company, subsidiary company, joint company, related company or the company that main shareholders hold the shares both direct and indirect not excess 5 % of paid up capital or is a person that has conflict by must not have benefits or common interest in such manner for a period not less than one year.
- Not to be a person that has blood relationship or by legal register in the form as parents, couple, relations and child inclusive couple of child of executive, main shareholders powerful controller or a person to be proposed as executive or powerful controller of the company or subsidiary company.
- No relationship in business with the company, subsidiary company, joint company or juristic person that may have conflict in the manners that may be the hindrance to use discernment freely and no other manners that causes unable to provide opinion freely concerning operation of the company.
- No benefits or common interest either direct or indirect way in financial and executing fields in the company, subsidiary company, joint company or main shareholders of the company.
- No. forbidden manner as fixed by Securities and Exchange Commission.
- Free form main shareholders of the company.
- Able to take care benefits of every shareholder equally.
- Able to take care not to occur the conflict on interest between the company and executives, main shareholders or other company which has an executive or main shareholders of the same group.
- Able to joint the Board of Director Meeting for making decision in crucial matter of the Company.
- Shall be a person of knowledgeable, ability, talented, experience through state of leader and visibility that would be the benefits toward the conducting business of the company.

## Attachment 3

## 2. Mr. Amnuay Yossuck

Type of director	Independent Director
Age	77 years
Address	No. 91/160 Soi Phitchayanun, Tivanon Rd.,
	Nonthaburi.
Education	Master of Economic (Agriculture), Arisona
	University
	Bachelor of Economics, Thammasat University
	Honorary Doctorate Degree, MaeJo University
Director training program	DAP-15/2004
Experience	Deputy Minister, Ministry of Public
	Health(1981-1983)
	Deputy Minister, Ministry of Finance(1983-
	1985)
	Deputy Minister, Ministry of Commerce(1985-
	1986)
	Prime Minister Adviser(1988-1990)
	Deputy Minister, Ministry of Foreign
	Affairs(1985-1986)
	Independent Director-Chiangmai Frozen Foods
	PCL., from Mar. 12, 1993-present
Positions in other listed companies	None
Positions in non-listed companies	Chairman of Board of Director of Piriyapol
	International(1986-present)
	President of Mae Joe University Council (1999-
	present)
Positions in rival companies / related	None
companies	
Meeting attendance in 2013	Board of Director Meeting 4/4 times
	Audit Committees Meeting 4/4 times
	Nomination & Remuneration Committee
	Meeting 1 / 1 times
Date and no. of years on the Board	March 12, 1993, 21 years
CM Shareholding on Dec. 31, 2013	667,920 shares or 0.18 %
Other information	None of legal dispute over the past 5 years
	None of conflict of interest transaction with the
	company in the past year.

# Name lists and profiles of the New Director 3. Miss Darunee Ruangtham

Type of director	Independent Director
Age	57 years
Address	181/2 Charoenkrung 45, Charoenkrung Rd.,
	Bangrak, Bangkok 10500
Education	Master Degree-Business Management , Tampa
	College, Florida, USA
	Bachelor Degree-Computer Science, Tampa
	College, Florida, USA
	Bachelor Degree-Business Administration,
	Major in Finance & Banking, Assumption
	University
	Financial Thinking for Finance Manager-Sasin
Director training program	None
Experience	Treasury & Funding Manager, The Regent
	Group (May.1993-Present)
	Funding Manager, The Regent Group (Jul.1988-
	Jan.1992)
	Receipt & Disbursement Office, Fuji Xerox Co.,
	Ltd., (Apr.1980-Jul.1983)
Positions in other listed companies	None
Positions in non-listed companies	Treasury & Funding Manager, The Regent
	Group (May.1993-Present)
Positions in rival companies / related	None
companies	
CM Shareholding on Mar. 19, 2014	114,856 shares or 0.03 %
Other information	None of legal dispute over the past 5 years
	None of conflict to interest transaction with the
	company in the past year.