Profile of Person nominated as Replacement for Director retiring by Rotation

1. Miss Duangdao Wongpanitkrit

Type of director proposed : Executive Director

Age : 51 Years

Nationality : Thai

Selection rules and process :

The Nomination and Remuneration Committee has proceeded with the specific process for selecting suitable persons to serve as the Bank's Directors based on knowledge, competence and experiences in bringing maximum benefit to the Bank as well as alignment with the Bank's business strategy, including the diversity of the Bank's Board of Directors structure in terms of professional skills, expertise and gender, then proposed to the Board of Directors that Miss Duangdao Wongpanitkrit has full qualifications as required by laws and possesses extensive knowledge and experience beneficial to the Bank's business operations, and has fully performed her duties with accountability, prudence and integrity. She is suitable to continue serving as the Bank's Director. Also, she has been endorsed by the Bank of Thailand. Therefore, the Board of Directors resolved to propose that the AGM re-elect Miss Duangdao Wongpanitkrit as the Bank's Director for another term.

Remark: Directors with related interest did not participate in the consideration.

Education :

- MBA. (Financial Accounting), Chulalongkorn University
- Bachelor of Business Administration (Accounting), Thammasat University

External trainings :

- Certified Public Accountant (CPA Thailand)
- Seminar on "Learning for KAM's development in order to truly benefit the Thai capital market", Thai Listed Companies Association, Year 2017
- Strategic IT Governance (for non-IT), Year 2017
- Seminar on "Cyber Resilience Leadership", Year 2017
- IT Security Trend Update, Year 2018
- Bangkok Sustainable Banking Forum 2019 "An Industry Wake-up Call", Year 2019
- IT Governance & Cyber Resilience, Year 2019
- CFO Professional Development Program (TLCA CFO CPD) "How important are intangible assets impairments?", "How important of Employee Benefit Actuarial Valuation", Year 2019
- CFO Professional Development Program (TLCA CFO CPD) "The CFO's role in stakeholder communications" (English Session), Year 2019
- Deloitte CFO Vision Conference Bangkok, Year 2019
- PwC Thailand's 2019 Symposium, Year 2019

Trainings and seminars held by Thai Institute of Directors Association (IOD) :

- Financial Institutions Governance Program (FGP), Year 2011
- Director Certification Program (DCP), Year 2013
- Risk Management Committee Program (RMP), Year 2013
- Corporate Governance for Capital Market Intermediaries (CGI), Year 2015
- Boards Matters and Trends (BMT), Year 2017
- Strategic Board Master Class (SBM), Year 2018
- Risk Management Program for Corporate Leaders (RCL), Year 2018
- IOD National Director Conference 2018 "Rising Above Disruptions: A Call for Action", Year 2018
- IT Governance and Cyber Resilience Program (ITG), Year 2018
- Boards that Make a Difference (BMD), Year 2019

Current positions :

- Positions in Bank of Ayudhya PCL :

Mar 28, 2016 – Present	Authorized Director
Apr 1, 2013 – Present	First Executive Vice President, Finance Group
Jan 1, 2013 – Present	Chief Financial Officer
Jan 1, 2013 – Present	Executive Committee Member

- Positions in other listed companies : None

- Positions in non-listed companies/organizations (3 organizations) :

Jul 22, 2019 – Present	Authorized Director	Krungsri Nimble Co., Ltd. (Formerly, Krungsri Factoring Co., Ltd.)
Mar 27, 2017 – Present	Authorized Director	Krungsri Finnovate Co., Ltd.
Sep 12, 2016 – Present	Director	Hattha Kaksekar Limited

Work experiences :

In accounting and finance (in the last 5 years) :

May 29, 2015 – Mar 2019	Director	Ngern Tid Lor Co., Ltd.
Nov 26, 2015 – Apr 27, 2018	Authorized Director	Ayudhya Development Leasing Co., Ltd.
Nov 2009 – May 14, 2017	Authorized Director	Ayudhya Capital Services Co., Ltd.
May 4, 2016 – May 4, 2017	Authorized Director	Krungsri Factoring Co., Ltd.
Apr 21, 2015 – May 3, 2017	Director	Krungsri Ayudhya AMC Ltd.
Jan 2013 – Feb 29, 2016	Authorized Director	Ayudhya Capital Auto Lease PCL
Feb 1, 2013 – Jan 6, 2015	Acting Executive Vice President, Financial Planning and Analysis Division, Finance Group	Bank of Ayudhya PCL

Others (in the last 7 years) : None

Years of directorship : 4 Years 4 Months

Meeting attendance in 2019 : - From 15 Board of Directors meetings, she attended all the 15 meetings.

- From 40 Executive Committee meetings, she attended 38 meetings.

% Shareholding as of the latest record date on June 11, 2020
(including spouse and minor children) : None

Family relationship with directors and executives : None

Director or executive position in other companies which may result in conflicts of interests
or business competition with the Bank : None

2. Mr. Virat Phairatphiboon

Type of director proposed : Independent Director

Age : 72 years

Nationality : Thai

Selection rules and process :

The Nomination and Remuneration Committee has proceeded with the specific process for selecting suitable persons to serve as the Bank's Directors based on knowledge, competence and experiences in bringing maximum benefit to the Bank as well as alignment with the Bank's business strategy, including the diversity of the Bank's Board of Directors structure in terms of professional skills, expertise and gender, Despite the fact that Mr. Virat Phairatphiboon has served as the Bank's Independent Director for more than 9 years, the Nomination and Remuneration Committee considered that he possesses knowledge, competence and experience related to banking regulatory compliance that contribute to smooth and efficient business operations of the Bank. Having considered that his long and extensive experience in banking business greatly contributes to the Bank's business operations, the Nomination and Remuneration Committee then proposed to the Board of Directors that Mr. Virat Phairatphiboon has full qualifications as required by laws and possesses extensive knowledge and experience beneficial to the Bank's business operations, and has fully performed his duties with accountability, prudence and integrity as well as can independently provide opinions which are beneficial to the Bank's operations. He is suitable to continue serving as the Bank's Director. Also, he has been endorsed by the Bank of Thailand. Therefore, the Board of Directors resolved to propose that the AGM re-elect Mr. Virat Phairatphiboon as the Bank's Director for another term.

Remark: Directors with related interest did not participate in the consideration.

Education and training :

- BA. in Economics and Business Administration, Adams State College, Colorado, USA
- Executive Development Program, Princeton University, USA
- Certificate of Managing Multinational Finance, Graduate Institute of Business Administration of Chulalongkorn University, Year 1985
- Training on International Financial Reporting Standard 9 (IFRS 9), PwC Thailand, Year 2016
- Seminar on "CyberSecurity Awareness Training for Senior Executive", Year 2016
  Strategic IT Governance (for non-IT), Year 2017
- Seminar on "Future Customer Experience in Financial and Banking Services", Year 2018
- IT Security Trend Update, Year 2018
- IT Governance & Cyber Resilience, Year 2019
- Bangkok Sustainable Banking Forum 2019 "An Industry Wake-up Call", Year 2019

Training and seminar held by Thai Institute of Directors Association (IOD) :

- Director Certification Program (DCP), Year 2002
- Audit Committee Program (ACP), Year 2004
- Role of the Compensation Committee (RCC), Year 2008
- Anti-Corruption for Executive Program (ACEP), Year 2013
- Director Certification Program Update (DCPU), Year 2014

Current positions :

- **Positions in Bank of Ayudhya PCL :**

Feb 1, 2020 – Present	Nomination and Remuneration Committee Member
Oct 24, 2018 – Present	Chairman of the Risk and Compliance Committee
May 21, 1999 – Present	Audit Committee Member
Dec 2, 1998 – Present	Independent Director

- **Positions in other listed companies (1 company) :**

May 2012 – Present	Chairman of the Audit Committee	Tipco Foods PCL
2007– Present	Independent Director	

- **Positions in non-listed companies/organizations : None**

Work experiences (in the last 5 years) :

Feb 21, 2007 – Oct 31, 2018	Nomination and Remuneration Committee Member	Bank of Ayudhya PCL
2007 – May 2012	Audit Committee Member	Tipco Foods PCL

Years of directorship : 21 Years 7 Months

Meeting attendance in 2019 :
- From 15 Board of Directors meetings, he attended 14 meetings.
- From 20 Audit Committee meetings, he attended 19 meetings.
- From 12 Risk and Compliance Committee meetings, he attended all the 12 meetings.

% Shareholding as of the latest record date on June 11, 2020
(including spouse and minor children) : None

Family relationship with directors and executives : None

Director or executive position in other companies which may result in conflicts of interests or business competition with the Bank : None

Additional information for the director nominated to be elected as an independent director :
Stakeholding in the Bank / parent companies / subsidiaries / associated companies or legal entities which may result in conflicts of interests at present or during the last 2 years:

- Being a director partly responsible for the management of business, personnel, contract staff or an advisor with a salary : No
- Being a professional service provider (such as auditor, legal advisor) : No
- Having significant business relations which may prevent the independent performance of duties (such as purchase / sale of raw materials / goods / services, borrowing and lending of funds), and the size of transaction (if any) must be stated. : None

3. Mr. Karun Kittisataporn

Type of director proposed : Independent Director

Age : 72 years

Nationality : Thai

Selection rules and process :

The Nomination and Remuneration Committee has proceeded with the specific process for selecting suitable persons to serve as the Bank's Directors based on knowledge, competence and experiences in bringing maximum benefit to the Bank as well as alignment with the Bank's business strategy, including the diversity of the Bank's Board of Directors structure in terms of professional skills, expertise and gender, Despite the fact that Mr. Karun Kittisataporn has served as the Bank's Independent Director for more than 9 years, the Nomination and Remuneration Committee considered that he possesses knowledge, competence and experience related to banking regulatory compliance that contribute to smooth and efficient business operations of the Bank. Having considered that his long and extensive experience in banking business greatly contributes to the Bank's business operations, the Nomination and Remuneration Committee then proposed to the Board of Directors that Mr. Karun Kittisataporn has full qualifications as required by laws and possesses extensive knowledge and experience beneficial to the Bank's business operations, and has fully performed his duties with accountability, prudence and integrity as well as can independently provide opinions which are beneficial to the Bank's operations. He is suitable to continue serving as the Bank's Director. Also, he has been endorsed by the Bank of Thailand. Therefore, the Board of Directors resolved to propose that the AGM re-elect Mr. Karun Kittisataporn as the Bank's Director for another term.

Remark: Directors with related interest did not participate in the consideration.

Education and training :

- MA., (International Trade), Syracuse University, NY, USA (USAID Scholarship)
- BCA., Victoria University of Wellington, New Zealand (Colombo Plan Scholarship)
- Degree from the National Defence College Class 8, (Joint State - Private Sector)
- Certificate of Commercial Policy Course, GATT, Geneva
- Training on International Financial Reporting Standard 9 (IFRS 9), PwC Thailand, Year 2016
- Seminar on "CyberSecurity Awareness Training for Senior Executive", Year 2016
- Strategic IT Governance (for non-IT), Year 2017
- Seminar on "Cyber Resilience Leadership", Year 2017
- Krungsri Executive Forum: Leading Organization & People in Digital Age 2018, Year 2018
- Seminar on "Future Customer Experience in Financial and Banking Services", Year 2018
- IT Security Trend Update, Year 2018
- IT Governance & Cyber Resilience, Year 2019
- Bangkok Sustainable Banking Forum 2019 "An Industry Wake-up Call", Year 2019

Training and seminar held by Thai Institute of Directors Association (IOD) :

- Director Certification Program (DCP), Year 2006
- Role of the Compensation Committee (RCC), Year 2008
- Audit Committee Program (ACP), Year 2009
- Financial Statements for Directors (FSD), Year 2009
- Financial Institutions Governance Program (FGP), Year 2011
- Monitoring the Quality of Financial Reporting (MFR), Year 2011
- Monitoring the Internal Audit Function (MIA), Year 2013
- Anti-Corruption for Executive Program (ACEP), Year 2013
- Director Briefing "Sleeping Giants of Succession", Year 2017
- Updated COSO Enterprise Risk Management: Integrating with Strategy and Performance, Year 2017
- Board Nomination and Compensation Program (BNCP), Year 2018
- IOD National Director Conference 2018 "Rising Above Disruptions: A Call for Action", Year 2018
- Risk Management Program for Corporate Leaders (RCL), Year 2019

Current positions :

- Positions in Bank of Ayudhya PCL :

Jul 1, 2019 – Present	Chairman
Apr 9, 2008 – Present	Independent Director

- Positions in other listed companies (2 companies) :

Oct 9, 2019 – Present	Lead Independent Director	Central Pattana PCL
Apr 2015 – Present	Chairman of the Nomination and Remuneration Committee	
Jan 2011 – Present	Audit Committee Member	
Apr 2009 – Oct 8, 2019	Independent Director	
Nov 2008 – Present	Audit Committee Member	Sahamit Machinery PCL

- Positions in non-listed companies/organizations (3 companies) :

Oct 8, 2019 – Present	Chairman	Krungsri Foundation
Jan 16, 2017 – Oct 7, 2019	Director	
Jan 21, 2019 – Present	Vice Chairman, Committee 6, Council of State	Office of the Council of State
Apr 28, 2016 – Present	Member	Committee on International Economic Policy

Work experiences (in the last 5 years) :

Jan 2017 – Dec 31, 2019	Member	ASEAN Association – Thailand
Apr 9, 2008 – Jun 30, 2019	Chairman of the Nomination and Remuneration Committee	Bank of Ayudhya PCL
Nov 1, 2017 – Jun 30, 2019	Risk Management Committee Member	Khon Kaen Sugar Industry PCL
Sep 2017 – Jun 30, 2019	Chairman of the Nomination and Remuneration Committee Member	
Feb 2010 – Jun 30, 2019	Independent Director	

Work experiences (in the last 5 years) (cont.) :

Jun 26, 2013 – Oct 31, 2017	Corporate Governance Committee Member	Khon Kaen Sugar Industry PCL
Nov 2012 – Oct 31, 2017	Audit Committee Member	
Feb 2010 – Sep 2017	Nomination and Remuneration Committee Member	
Nov 2006 – Jan 20, 2019	Member, Committee 6, Council of State	Office of the Council of State
May 2008 – Oct 2017	Chairman of the Executive Committee	The SUPPORT Arts and Crafts International Centre of Thailand (Public Organization)
Apr 2009 – Apr 2015	Nomination and Remuneration Committee Member	Central Pattana PCL

Years of directorship : 12 Years 3 months

Meeting attendance in 2019 :
- From 15 Board of Directors meetings, he attended all the 15 meetings.
- From 9 Nomination and Remuneration meetings, he attended all the 9 meetings.

% Shareholding as of the latest record date on June 11, 2020
(including spouse and minor children) : None

Family relationship with directors and executives : None

Director or executive position in other companies which may result in conflicts of interests
or business competition with the Bank : None

Additional information for the director nominated to be elected as an independent director :

Stakeholding in the Bank / parent companies / subsidiaries / associated companies or legal entities which may result in conflicts of interests at present or during the last 2 years:

- Being a director partly responsible for the management of business, personnel, contract staff or an advisor with a salary : No
- Being a professional service provider (such as auditor, legal advisor) : No
- Having significant business relations which may prevent the independent performance of duties (such as purchase / sale of raw materials / goods / services, borrowing and lending of funds), and the size of transaction (if any) must be stated. : None

4. Mrs. Tongurai Limpiti

Type of director proposed : Independent Director

Age : 64 years

Nationality : Thai

Selection rules and process :

The Nomination and Remuneration Committee has proceeded with the specific process for selecting suitable persons to serve as the Bank's Directors based on knowledge, competence and experiences in bringing maximum benefit to the Bank as well as alignment with the Bank's business strategy, including the diversity of the Bank's Board of Directors structure in terms of professional skills, expertise and gender, then proposed to the Board of Directors that Mrs. Tongurai Limpiti has full qualifications as required by laws and possesses extensive knowledge and experience beneficial to the Bank's business operations, and has fully performed her duties with accountability, prudence and integrity as well as can independently provide opinions which are beneficial to the Bank's operations. She is suitable to continue serving as the Bank's Director. Also, she has been endorsed by the Bank of Thailand. Therefore, the Board of Directors resolved to propose that the AGM re-elect Mrs. Tongurai Limpiti as the Bank's Director for another term.

Remark: Directors with related interest did not participate in the consideration.

Education and training :

- MBA., University of Wisconsin, Madison, USA
- Bachelor of Accountancy, Chulalongkorn University

Training and seminar held by Thai Institute of Directors Association (IOD) :

- Director Certification Program (DCP), Year 2001
- Advance Audit Committee Program (AACP), Year 2019

Current positions :

- **Positions in Bank of Ayudhya PCL :**

Feb 1, 2020 – Present	Risk and Compliance Committee Member
Feb 1, 2020 – Present	Audit Committee Member
Jan 2, 2020 – Present	Independent Director

- **Positions in other listed companies (2 companies) :**

2019 – Present	Independent Director	Thai President Foods PCL
2019 – Present	Corporate Governance and Risk Management Committee Member	
2016 – Present	Chairman	Bangkok Commercial Asset Management PCL

- **Positions in non-listed companies/organizations (5 companies) :**

2018 – Present	Advisor	Chulalongkorn Cancer Immunotherapy Fund
2017 – Present	Member	Civil System Development for Promotion of Good Public Management
2017 – Present	Qualified member of the Committee	Thai Investors Association
2017 – Present	Member	Financial Policy and Asset Committee, Srinakarinwirot University
2016 – Present	Advisor	Electronic Transactions Development Agency

Work experiences (in the last 5 years) :

2019 – Dec 2019	Independent Director	CIMB Group
2018 – Dec 2019	Consultant	SCB ABACUS
2017 – Dec 2019	Director and Chairman of the Audit Committee	Thai Credit Guarantee Corporation
2016 – 2018	Chairman	Aira Factoring PCL
2014 – 2016	Deputy Governor Financial Institutions Stability	Bank of Thailand

Years of directorship : 7 Months

Meeting attendance in 2019 : None

(Remark: She was appointed as the Bank's Director effective January 2, 2020.)

% Shareholding as of the latest record date on June 11, 2020
(including spouse and minor children) : None

Family relationship with directors and executives : None

Director or executive position in other companies which may result in conflicts of interests or business competition with the Bank : None

Additional information for the director nominated to be elected as an independent director :
Stakeholding in the Bank / parent companies / subsidiaries / associated companies or legal entities which may result in conflicts of interests at present or during the last 2 years:

- Being a director partly responsible for the management of business, personnel, contract staff or an advisor with a salary : No
- Being a professional service provider (such as auditor, legal advisor) : No
- Having significant business relations which may prevent the independent performance of duties (such as purchase / sale of raw materials / goods / services, borrowing and lending of funds), which the size of transaction (if any) must be stated. : None

"Independent Director" means a director who does not have any business or participate in management or have a benefit relating to the Bank in which the making of an independent decision will be affected.

The Bank has established the following qualifications for independent directors which conform to the notification of Capital Market Supervisory Board, with a more stringent provision on shareholding in order to bolster investor confidence and maintain the balance of sound management as detailed below:

1. Holding not more than 0.5 percent of the total voting shares of the Bank, parent company, subsidiary company, associated company, major shareholder or control person of the Bank. Any shares held by related persons* must also be counted.
2. Within 2 years prior to the appointment, not being or having never been an executive director, contract staff, employee, salaried advisor or control person of the Bank, parent company, subsidiary company, associated company, same-level subsidiary company, major shareholder or control person of the Bank.
3. Having no family blood or legitimate registration relationship as father, mother, spouse, brother, sister, child and child's spouse with other director(s), any executive, major shareholder, control person or person nominated as a director, executive or control person of the Bank, subsidiary company or associated company.
4. Within 2 years prior to the appointment, not having or having never had business relationship with the Bank, parent company, subsidiary company, associated company, major shareholder or control person of the Bank in the manner that may obstruct the independent discretion. Also, not being or having never been a principal shareholder or control person of those having business relationship with the Bank, parent company, subsidiary company, associated company, major shareholder or control person of the Bank.
5. Within 2 years prior to the appointment, not being or having never been the auditor of the Bank, parent company, subsidiary company, associated company, major shareholder or control person of the Bank including principal shareholder, control person or partnership of an audit firm which employed the auditor of the Bank, parent company, subsidiary company, associated company, major shareholder or control person of the Bank.
6. Within 2 years prior to the appointment, not being or never been the professional service provider including legal advisor or financial advisor obtaining more than THB 2.0 million annual service fee from the Bank, parent company, subsidiary company, associated company, major shareholder or control person of the Bank, including a principal shareholder, control person or partnership of such professional firm.
7. Not being the director who was appointed as the representative of the Bank's directors, major shareholder or other shareholder related to the major shareholder of the Bank.
8. Not operating any business which has the same nature as and is in competition with the business of the Bank, subsidiary company or associated company, or being principal partnership or executive director, contract staff, employee, salaried advisor, or holding more than 0.5 percent of the total voting shares of other company/partnership which operates the same business and is in competition of the business of the Bank, subsidiary company or associated company.
9. Not having any other characteristics which may cause incapability to provide independent opinions relating to the business operation of the Group.

However, consideration of the above relationship period must be in accordance with notifications of the Capital Market Supervisory Board.

Remark: * "Related person" as defined by the Capital Market Supervisory Board means a person or a partnership having relationship with a person in any of the following manners:

(a) a spouse of such person;

(b) a minor child of such person;

(c) an ordinary partnership in which such person or the person under (a) or (b) is a partner;

(d) a limited partnership in which such person or the person under (a) or (b) is a partner with unlimited liabilities or a partner with limited liabilities holding shares in an aggregate number of more than thirty percent of the total number of shares of such limited partnership;

(e) a limited company or a public limited company in which such person or the person under (a) or (b) or the partnership under (c) or (d) holds shares in an aggregate number of more than thirty percent of the total paid-up shares of such company;

(f) a limited company or a public limited company in which such person or the person under (a) or (b) or the partnership under (c) or (d) or a company under (e) holds shares in an aggregate number of more than thirty percent of the total paid-up shares of such company;

(g) a juristic person in which such person has managing authority as a representative of the juristic person.