

Qualifications of Independent Directors

The Independent Directors shall possess all the qualifications required by the Capital Market Supervisory Board and the Stock Exchange of Thailand, and can oversee the interest of all shareholders equally without any conflicts of interests. The qualifications are as follows:

1. Holding not exceeding 1% of the total shares with voting rights of Asia Aviation Plc., its parent company, its subsidiary company, its associated company, major shareholder or control person of Asia Aviation Plc. (inclusive of the shares held by any related person of such Independent Director);

2. Not being, nor having been, a director who participates in the Management, an employee, staff member or advisor who receives a regular salary, or a control person of Asia Aviation Plc., its parent company, subsidiary company, its associated company, its subsidiary at the same level, Major Shareholder or control person of Asia Aviation Plc., unless the holding of the aforementioned positions has been discontinued for at least two years. However, such prohibition shall not apply in the case where such Independent Director has been a government official or consultant of the government sector, which is a Major Shareholder, or control person of Asia Aviation Plc.;

3. Not being person who has a relationship by blood or registration under laws, as father, mother, spouse, sibling, and child, including spouse of child, of its Directors, its Managements, its Major Shareholder, its control person or the person who will be nominated to take up the position of Director or Management or control person of Asia Aviation Plc. or its subsidiary;

4. Not having, or not having had, any business relationship with Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc. in a manner which may obstruct its independent judgment. Additionally, not being or not having been a substantial Shareholder or control person of a person who has a business relationship with Asia Aviation Plc. its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc., unless such business relationship has been discontinued for at least two years.

(the aforementioned business relationship and transaction size shall have the same definition as in the Notification of the Thai Capital Market Supervisory Board Re: Application for and Approval of Offer for Sale of Newly Issued Shares);

5. Not being, or not having been, an auditor of Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder, control person of Asia Aviation Plc., Major Shareholder or control person or the partner of the audit company for which the auditor of Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc. has worked therein, unless such holding of the aforementioned positions has been discontinued for at least two years;

6. Not being or not having been a professional service provider, including service provided as legal counsel or financial advisor which is retained for a fee exceeding Baht two million per annum from Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc., and not being Major Shareholder or control person or the partner of such professional service provider, unless such business relationship has been discontinued for at least two years;

7. Not being a director nominated to be a representative of a director of Asia Aviation Plc., Major Shareholder or Shareholder who are related persons to the Major Shareholder;

8. Not undertaking any business which has the same nature as and is in competition with the business of Asia Aviation Plc. or its subsidiary company or not being a partner of the partnership or a director who participates in the Management, an employee, a staff member, or advisor who receives a regular salary or holds shares exceeding 1% of the total shares with voting right of other companies which undertakes business of the same nature as and is in competition with the business of Asia Aviation Plc. or its subsidiary company; and

9. Having no other qualifications causing any inability to express independent judgment in respect of Asia Aviation Plc.'s business operation.

Profiles of Independent Director for Appointment of Proxy

Mr. Vichate Tantiwanich

Present Position: Chairman/ Chairman of the Audit Committee/
Nomination and Remuneration Committee/
Independent Director



The date of appointment as Director: February 22, 2018

Age (years): 62

Address: 222, Don Mueang International Airport, 3rd Fl., Central Office Bldg.,
Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok

Shareholding Percentage of Asia Aviation PLC (%)⁽¹⁾: - None -

Relationship with other Management⁽²⁾: - None -

Education/ Training:

- MBA (Finance and Marketing), University of Hartford, Connecticut, U.S.A.
- B.A. in Economics (Monetary Economics and Public Finance), Chulalongkorn University
- Diploma, The National Defence Course (Class 56/2013), Thailand National Defence College
- Capital Market Academy Leadership Program (CMA 1/2005), Capital Market Academy, The Stock Exchange of Thailand (SET)
- Director Certification Program (DCP 2/2000), Thai Institute of Directors Association (IOD)
- Executive Education and Enrichment Institute In partnership with SAID Business School, Oxford University
- Top Executive Program in Commerce and Trade (TEPCOT 3/2010)
- Leadership Program, Nida - Wharton School, University of Pennsylvania (2003)
- Leadership for Change 1, Right Livelihood Foundation

Working Experience and Directorship / Executive in other Company:

Position in Company and Subsidiary	2018 - present	Chairman/ Chairman of the Audit Committee/ Nomination and Remuneration Committee	Asia Aviation Plc.
	2018 - present	Chairman/ Chairman of the Audit Committee/ Nomination and Remuneration Committee/ Chairman of Corporate Governance and Sustainability Committee	Thai AirAsia Co., Ltd.

¹ Including the shareholding from spouse and minor child

² Family relationship means relation by blood, wedding and registered by laws

Position in Other Listed Companies (4 Companies)	2022 - present	Executive Chairman/ Director	ARIP Plc.
	2020 - present	Advisor to Director	Buriram Sugar Plc.
	2017 - present	Chairman/ Chairman of the Audit Committee	Thai Enger Holding Plc.
	2017 - present	Chairman of the Audit Committee/ Chairman of the Independent Director	SCG JWD Logistics Plc.
	2012 - 2023	Independent Director	Phatra Leasing Plc.
	2018 - 2020	Audit Committee/ Independent Director	Buriram Sugar Plc.
Position in Non Listed Companies (25 Companies)	2022 - present	Advisor	BRR Innovation Renewable Technology Co., Ltd.
	2022 - present	Chairman of the Board	Carbon Coin Co., Ltd.
	2022 - present	Chairman of the Board	Cybertron Co., Ltd.
	2022 - present	Independent Director/ Audit Committee/ Chairman of the Nomination and Remuneration Committee	Master Style Co., Ltd.
	2022 - present	Chairman of the Audit Committee/ Independent Director	Bangkok Genomics Innovation Co., Ltd.
	2021 - present	Chairman of the Board	ACIS Professional Center Co., Ltd.
	2021 - present	Advisor	Thailand Future Foundation
	2021 - present	Director	Agriculture and Cooperatives Executive Program (ACE)
	2021 - present	Subcommittee on Screening of State Enterprise Problems	State Enterprise Policy Office (SEPO)
	2020 - present	Chairman of Selection Board in Central Region of Thailand/ Expert Committee in Finance and Fund Management	Technology and Innovation-Based Enterprise Development Fund
	2020 - present	Chairman of the Board	PMG Corporation Co., Ltd.
	2020 - present	Director	Thai Fight Asset Co., Ltd.
	2019 - present	Expert Committee in finance/ Nomination Committee	National Cybersecurity Committee (NCSC), Ministry of Digital Economy and Society (MDES)

2012 - present	Advisor to Directors of Capital Market Academy	Stock Exchange of Thailand
2004 - present	Director	Nodus Tollens Co., Ltd.
present	Chairman of the Board	Sell Idea Co.,Ltd.
present	Chairman of the Board	Sharp Wrapbiz Co., Ltd.
present	Chairman of the Board	Super Brains City Co., Ltd.
present	Chairman of the Board	Mind2Market Co.,Ltd.
present	Chairman of the Board	VST Co.,Ltd.
present	Director	Inentec Energy International Co., Ltd.
present	Chairman of the Board	Firm Co., Ltd.
present	Chairman of the Board	Vertical Link Co., Ltd.
present	Chairman of the Board	HBD Connect Co., Ltd
present	Director	The Fifth Element International Co., Ltd.
2022	Chairman of the Board	BRR Innovation Renewable Technology Co., Ltd.
2022	Director	Great Value Solutions Co., Ltd.
2018 - 2021	Advisor to Directors of Biotech Industry Club	The Federation of Thai Industries (F.T.I)
2018 - 2021	Chairman of the Board/ Chairman of the Audit Committee	GMO-Z.com Cryptonomics (Thailand) Co., Ltd.
2017 - 2021	Advisor to the Board	PMG Corporation Co., Ltd.
2017 - 2020	Independent Director/ Member of Audit Committee	Wind Energy Holding Co., Ltd.
2017 - 2020	Independent Director	KPN Academy Co., Ltd.
2018 - 2020	Chairman of the Board	The Signature Brand Co., Ltd.
2018 - 2020	Chairman of the Executive Committee	C.A.I Co., Ltd. (C asean)
2018 - 2019	Director	The Chiangmai Juvenile and Family Court Foundation
2017 - 2019	Chairman/ Chairman of the Audit Committee	GMO-Z com Security (Thailand) Ltd.
2012 - 2019	Chairman of the Executive Committee	CAC Co., Ltd.
2018	Honorary Director	The National Innovation Agency
2017 - 2018	Chairman of Marketing and Public Relations Committee / Independent Director	Industrial Estate Authority of Thailand

Position in Other company that compete with/ relate to Company that may cause conflict of interest: - None -

Attend of the Meeting in 2022:

- The Board of Directors Meeting - 4/4 times
- Audit Committee Meeting - 4/4 times
- Nomination and Remuneration Committee Meeting - 2/2 times
- The 2022 Annual General Meeting of Shareholders - 1/1 times

Illegal Record in past 10 years: - None -

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts, at present or in the past 2 years:

- Being a director who takes part in managing day-to-day operation, an employee, or an advisor who receives a regular salary or fee - None -
- Being a professional service provider (i.e., auditor, lawyer) - None -
- Having the significant business relations that may affect the ability to perform independently - None -

Conflict of Interest in this meeting:

- Agenda 8 To consider and approve the remuneration of the Company's Board of Directors for 2023

Conflict of Special Interest in this meeting: - None -

Mr. Veerayooth Bodharamik

Present Position: Director/ Audit Committee/
Nomination and Remuneration Committee/
Independent Director



The date of appointment as Director: February 22, 2018

Age (years): 53

Address: 222, Don Mueang International Airport, 3rd Fl., Central Office Bldg.,
Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok

Shareholding Percentage of Asia Aviation PLC (%)⁽¹⁾: - None -

Relationship with other Management⁽²⁾: - None -

Education/ Training:

- Bachelor's Degree in Faculty of Law, Chulalongkorn University
- Director Accreditation Program (DAP 264/2018), Thai Institute of Directors Association (IOD)
- Diploma, The National Defence Course (Class 62/2019), Thailand National Defence College
- Development of Senior Management Training Project, Royal Thai Police in the fiscal year 2020

Working Experience and Directorship / Executive in other Company:

Position in Company and Subsidiary	2018 - present	Director/ Audit Committee/ Nomination and Remuneration Committee	Asia Aviation Plc.
	2021 - present	Director/ Audit Committee	Thai AirAsia Co., Ltd.
Position in Other Listed Companies (3 Companies)	2023 - present	Director	Jasmine International Plc.
	2021 - present	Director	Jasmine Technology Solution Plc.
	2019 - present	Senior Vice President - Head of Corporate	Mono Next Plc. (formerly known as Mono Technology Plc.)
	2018 - 2022	Vice Chairman of the Board of Directors/ Chairman of Audit Committee/ Nomination and Remuneration Committee/ Independent Director	Wow Factor Plc. (formerly known as Electronics Industry Plc.)
	2009 - 2022	Vice President Government Affairs and Community Management Division	Areeya Property Plc.
	2017 - 2019	Vice President Corporate Relation	Mono Technology Plc.
	2011 - 2019	Vice President Office of CEO	Jasmine International Plc.

¹ Including the shareholding from spouse and minor child

² Family relationship means relation by blood, wedding and registered by laws

Position in Non Listed Companies (3 Companies)	2022 - present	Advisor	Office of the National Security Council
	2019 - present	Senior Vice President office of President	Triple T Broadband Plc.
	2015 - present	Managing Director	V.B.Corporation Co.,Ltd.
	2019 - 2022	Managing Director	Grow Green Consultant Co., Ltd.
	2020 - 2022	Director	Alternate Journey Co., Ltd.
	2019 - 2021	Chairman of Board of Directors	Thailand Professional Basketball League Co., Ltd.

Position in Other company that compete with/ relate to Company that may cause conflict of interest: - None -

Attend of the Meeting in 2022:

- The Board of Directors Meeting - 4/4 times
- Audit Committee Meeting - 4/4 times
- Nomination and Remuneration Committee Meeting - 2/2 times
- The 2022 Annual General Meeting of Shareholders - 1/1 times

Illegal Record in past 10 years: - None -

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts, at present or in the past 2 years:

- Being a director who takes part in managing day-to-day operation, an employee, or an advisor who receives a regular salary or fee - None -
- Being a professional service provider (i.e., auditor, lawyer) - None -
- Having the significant business relations that may affect the ability to perform independently - None -

Conflict of Interest in this meeting:

- Agenda 8 To consider and approve the remuneration of the Company's Board of Directors for 2023

Conflict of Special Interest in this meeting: - None -

Mr. Sirot Setabandhu

Present Position: Director/ Independent Director

The date of appointment as Director: November 26, 2021

Age (years): 51

Address: 222, Don Mueang International Airport, 3rd Fl., Central Office Bldg.,
Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, BangkokShareholding Percentage of Asia Aviation PLC (%)⁽¹⁾: - None -Relationship with other Management⁽²⁾: - None -**Education/ Training:**

- Master of MBA George Washington University, Washington D.C., U.S.A.
- Bachelor of Engineering, King Mongkut's Institute of Technology Ladkrabang
- Directors Accreditation Program (DAP 27/2004), Thai Institute of Directors Association (IOD)

Working Experience and Directorship / Executive in other Company:

Position in Company and Subsidiary	2021 - present	Director	Asia Aviation Plc.
	2021 - present	Director	Thai AirAsia Co., Ltd.
Position in Other Listed Companies (None)	-	-	-
Position in Non Listed Companies (5 Companies)	2021 - present	Executive Board	ETRAN (THAILAND) Co., Ltd.
	2013 - present	Managing Partner	EXFORMAT FILM Co., Ltd.
	2011 - present	Managing Partner	EXFORMAT Co., Ltd.
	2004 - present	Director	KEV International Co., Ltd.
	2003 - present	Director	Vichitranant Property Co., Ltd.

Position in Other company that compete with/ relate to Company that may cause conflict of interest: - None -

Attend of the Meeting in 2022:

- The Board of Directors Meeting - 4/4 times
- The 2022 Annual General Meeting of Shareholders - 1/1 times

Illegal Record in past 10 years: - None -

¹ Including the shareholding from spouse and minor child

² Family relationship means relation by blood, wedding and registered by laws

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts, at present or in the past 2 years:

- Being a director who takes part in managing day-to-day operation, an employee, or an advisor who receives a regular salary or fee - None -
- Being a professional service provider (i.e., auditor, lawyer) - None -
- Having the significant business relations that may affect the ability to perform independently - None -

Conflict of Interest in this meeting:

- Agenda 8 To consider and approve the remuneration of the Company's Board of Directors for 2023

Conflict of Special Interest in this meeting: - None -