



Berli Jucker Public Company Limited

(Translation)

**Supporting Document for Agenda No. 5
Information for the re-election of directors in replacement of those who retire by rotation and appoint directors to replace directors who have left their positions**

Information about directors proposed for re-election is as follows:

Agenda 5.1 To consider and approve the re-election of Prof. Pirom Kamolratanakul, M.D., M.SC. as the Director

Name and Surname: Prof. Pirom Kamolratanakul, M.D., M.SC.

Type of Directorship Proposed: Independent Director

Age: 77 years old

Holding directorship for:

9 years 11 Months (Date of First Director's Appointment 11 May 2016)

Educational qualifications:

- Master of Science (Clinical Epidemiology), McMaster University, Hamilton, Canada
- The Thai Board in General Practice, The Medical Council, Thailand
- Bachelor of Medicine, Chulalongkorn University
- Bachelor of Science, Chulalongkorn University

Training course for director from Thai Institute of Directors Association (IOD):

- Director Accreditation Program (DAP) Class 144/2018

Work experiences:

Apr 2025 – Present	Chairman of the Board of Directors, Big C Supercenter Public Company Limited
Apr 2025 – Present	Chairman of the Board of Directors, Berli Jucker Public Company Limited
Nov 2016 - Present	Director, Berli Jucker Public Company Limited
May 2024 - Present	Chairman of the Sustainability Development Committee, Big C Supercenter Public Company Limited
Nov 2025 - Present	Office of the Higher Education Commission
Oct 2019 - Present	Director, National Communicable Disease Committee
Oct 2019 - Present	Advisor, The Board Member of the National Vaccine Institute
Sep 2010 - Present	Board Member Thai Red Cross Society





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Acting as directors / Executives in other Companies

- **Listed Company:** None
- **Non-listed Company:** Total of 1 Company
 - 1) Chairman of the Board of Directors
Big C Supercenter Public Company Limited

Other businesses may cause a conflict of interest: None

% Shareholding in the Company(Direct and indirect): None

Other conflicts of interest directly and indirectly: None

Family relationship with executive or major shareholders of the company: None

Area of expertise: Energy, Materials, Industrials, Consumer Discretionary, Consumer Staples and Healthcare

Criteria and nomination procedure:

The Company considered the recommendation of the Nomination and Remuneration Committee that Prof. Pirom Kamolratanakul, M.D., M.SC. qualification fully conform to the Public Limited Companies Act, B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So, it is deemed appropriate to re-elect him as a director for another term.

Meeting attendance in 2025 (Number of attended meeting(s) / Total number of meeting(s)):

- | | | |
|--|-----|-------|
| - Annual General Meeting | 1/1 | Time |
| - Board of Directors | 6/6 | Times |
| - Sustainability Development Committee | 4/4 | Times |



99 Berli Jucker House, Soi Rubia, Sukhumvit 42 Road, Phrakhanong Subdistrict, Khlongtoei District, Bangkok 10110 Thailand

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Agenda 5.2 To consider and approve the re-election of Mr. Tevin Vongvanich as the Director

Name and Surname: Mr. Tevin Vongvanich

Type of Directorship Proposed: Directors

Age: 67 years old

Holding directorship for:

7 Years 5 Months (Date of First Director's Appointment 14 November 2019)

Educational Qualifications:

- Honorary Doctorate Degree, Faculty of Engineering, Chulalongkorn University, Thailand
- Honorary Doctorate of Philosophy, Civil Engineering Department, Faculty of Industry and Technology, Rajamangala University of Technology Isan, Thailand
- M.Sc. (Petroleum Engineering) University of Houston, USA
- M.Sc. (Chemical Engineering) Rice University, USA
- B. Eng. (Chemical Engineering) (Hons.) Chulalongkorn University, Thailand

Training course for directors from the Thai Institute of Directors Association (IOD):

- Climate Governance Class 4/2566
- Ethical Leadership Program (ELP) Class 7/2560
- Anti – Corruption for Executive Program (ACEP) Class 15/2558
- The Role of Compensation Committee Program (RCC) Class 13/2554
- Financial Statement for Directors (FSD) Class 6/2552
- Directors Certificate Program (DCP) Class 21/2545

Work experience:

2025 – Present	Independent Director and member of Risk Management Committee Tisco Financial Group Public Company Limited
2025 – Present	Chairman of the Board Amata U Company Limited
Nov 2024 – Present	Chairman of the Board Nice Group Holding Company Limited
Oct 2022 - Present	A qualified member of the University Council King Mongkut's University of Technology Thonburi
2020 – Present	Committee Chulalongkorn University Council
Nov 2019 - Present	Vice Chairman of the Board and Vice Chairman of the Executive Board Berli Jucker Public Company Limited
Apr 2019 - Present	Independent Director, Chairman of Risk Management Committee and Member of the Corporate Governance Committee Amata Corporation Public Company Limited





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Apr 2019 - Present	Independent Director, Member of Audit Committee, Member of the Sustainability and Risk Management Committee Indorama Ventures Public Company Limited
2014 - Present	Director to the Board of Trustees, Thailand Management Association (TMA)
2011 - Present	Qualified Director Thai Institute of Directors (IOD)

Acting as directors / Executives in other Companies

- **Listed Company:** Total of 3 Companies
 1. Tisco Financial Group Public Company Limited
 2. Amata Corporation Public Company Limited
 3. Indorama Ventures Public Company Limited
- **Non-listed Company:** Total of 2 Companies
 1. Amata U Company Limited
 2. Nice Group Holding Company Limited
- **Other businesses may cause the conflict of interest:** None
- % Shareholding in the Company (Direct and Indirect):** None
- Other conflict of interest directly and indirectly:** None
- Family relationship with executive or major shareholders of the Company:** None

Area of expertise: Energy, Financial and Risk Management

Criteria and nomination procedure:

The Company considered the recommendation of the Nomination and Remuneration Committee that Mr. Tevin Vongvanich qualifications fully conform to the Public Limited Companies Act, B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So, it is deemed appropriate to re-elect him as a director.

Meeting attendance in 2025 (Number of attended meeting(s) / Total number of meeting(s)):

- Annual General Meeting	1/1	Time
- Board of Directors Meeting	6/6	Times
- Executive Board Meeting	6/6	Times





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Agenda 5.3 To consider and approve the re-election of Miss Potjane Thanavaranit as the Director

Name and Surname: Miss Potjane Thanavaranit

Type of Directorship Proposed: Director

Age: 79 years old

Holding directorship for:

8 years 5 Months (Date of First Director's Appointment 14 November 2017)

Educational qualifications:

- Master of Business Administration (MBA), Syracuse University, USA (USAID Scholarship)
- Bachelor of Accountancy, Chulalongkorn University
- Degree from National Defence College, Class 42 Certificate of Advanced Course in General Insurance, Swiss Insurance Training Center (SITC), Switzerland (Swiss Re Scholarship)
- Certificate of Advanced Management Program Australian Management College, Australia (COLOMBO Scholarship)
- Certificate of Top Executive Program, Class 8, Capital Market Academy
- Certificate of Executive Development Program, Class 18, Office of the Civil Service Commission
- Certificate of Top Executive Program in Commerce and Trade, Class 3, Commerce Academy
- Advance Security Management Program, Class 2, The National Defence College of Thailand

Training course for director from Thai Institute of Directors Association (IOD):

- Risk Management Program for Corporate Leaders (RCL 25/2021)
- Director Leadership Certification Program (DLCP 0/2021)
- Board Nomination and Compensation Program (BNCP 11/2021)
- Driving Company Success with IT Governance (ITG 2/2016)
- Director Certification Program Update (DCPU 1/2014)
- Anti-Corruption for Executive Program (ACEP 7/2013)
- Advanced Audit Committee Program (AACP 10/2013)
- Financial Institutions Governance Program (FGP 2/2011)
- Audit Committee Program (ACP 32/2010)
- Role of the Compensation Committee Program (RCC 4/2007)
- Role of the Chairman Program (RCP 13/2006)
- Director Certification Program (DCP 17/2002)

Work experiences:

Mar 2023 – Present	Chairman of the Audit Committee Berli Jucker Public Company Limited
2023 – Present	Independent Director and Audit Committee Member BKI Holdings Public Company Limited
2022 – Present	Chairman of the Risk Management Committee Mae Fah Luang University





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Jul 2020 – Present	Chairman of Audit Committee Thai Reinsurance Public Company Limited
Nov 2017 – Present	Independent Director Berli Jucker Public Company Limited
2007 – Present	Independent Director and Audit Committee Member Bangkok Insurance Public Company Limited
2007 – Present	Independent Director Thai Reinsurance Public Company Limited
2007 – Present	Chairman of Board of Directors / Independent Director / Audit Committee Member / Chairman of the Remuneration and Nomination Committee Univentures Public Company Limited
2006 – Present	Council of State Member Office of the Council of State

Acting as directors / Executives in other Companies

- **Listed Companies:** Total of 4 Companies
 - 1) Independent Director and Audit Committee Member
BKI Holdings Public Company Limited
 - 2) Independent Director and Chairman of Audit Committee
Thai Reinsurance Public Company Limited
 - 3) Independent Director and Audit Committee Member
Bangkok Insurance Public Company Limited
 - 4) Chairman of Board of Directors / Independent Director / Audit Committee Member / Chairman of the Remuneration and Nomination Committee
Univentures Public Company Limited
- **Non-listed Company:** None
- **Other businesses may cause the conflict of interest:** None
- % Shareholding in the Company(Direct and indirect):** None
- Other conflicts of interest directly and indirectly:** None

Family relationship with executive or major shareholders of the company: None

Area of expertise: Financial, Utilities, Real Estate Executive, Risk management and internal audit

Criteria and nomination procedure:

The Company considered the recommendation of the Nomination and Remuneration Committee that Miss Potjane Thanavarant's qualifications fully conform to the Public Limited Companies Act, B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So it is deemed appropriate to re-elect him as a director for another term.





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Meeting attendance in 2025 (Number of attended meeting(s) / Total number of meeting(s)):

- Annual General Meeting	1/1	Time
- Board of Directors	6/6	Times
- Audit Committee	6/6	Times



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Agenda 5.4 To consider and approve the re-election of Police General Krisna Polananta as the Director

Name and Surname: Police General Krisna Polananta

Type of Directorship Proposed: Independent Director

Age: 75 years old

Holding directorship for:

14 Years 2 Months (Date of First Director's Appointment 23 February 2012)

Educational Qualifications:

- Master of Public Administration National Institute of Development Administration (NIDA)
- Bachelor of Public Administration Royal Police Cadet Academy (RPCA)

Training course for director from Thai Institute of Directors Association (IOD):

- Director Certification Program (DCP) Class 86/2010

Work experience:

Dec 2025 – Present	Risk Committee Member Berli Jucker Public Company Limited
Feb 2022 – Present	Director Millennium Group Corporation (Asia) Company Limited
Nov 2015 – Present	Nomination and Remuneration Committee Member Berli Jucker Public Company Limited
Feb 2025 – Present	Independent Director, Audit Committee Member Berli Jucker Public Company Limited

Acting as directors / Executives in other Companies

- **Listed companies:** None
- **Non-listed company:** Total 1 Company
 - 1) Director
Millennium Group Corporation (Asia) Company Limited
- **Other businesses may cause the conflict of interest:** None

% Shareholding in the Company (Direct and Indirect): None

Other conflicts of interest directly and indirectly: None

Family relationship with executive or major shareholders of the Company: None

Area of expertise: Energy, Communication Service and Internal audit





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Criteria and nomination procedure:

The Company considered the recommendation of the Nomination and Remuneration Committee that Police General Krisna Polananta's qualification fully conforms to the Public Limited Companies Act, B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So, it is deemed appropriate to re-elect him as a director.

Meeting attendance in 2025 (Number of attended meeting(s) / Total number of meeting(s)):

- Annual General Meeting	1/1	Time
- Board of Directors	6/6	Times
- Internal Audit Committee	6/6	Times
- Nomination and Remuneration Committee	3/3	Times
- Risk Management Committee	N/A	Times



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Agenda 5.5 To consider and approve the election of Mr. Prapakon Thongtheppairot as the Director to replace directors who have left their positions

Name and Surname: Mr. Prapakon Thongtheppairot

Type of Directorship Proposed: Director

Age: 54 years old

Educational Qualifications:

- Advanced Management Programme, INSEAD, France
- Master of Science in Finance from Georgia State University, USA
- Master of Business Administration from Mercer University, USA
- Bachelor of Business Administration from Assumption University

Training course for director from Thai Institute of Directors Association (IOD):

- Director Accreditation Program (DAP) 2560

Work experience:

Aug 2025 – Present	Director and Executive Board Committee Member Berli Jucker Public Company Limited
Nov 2025 – Present	Director Fraser's Property Limited
Aug 2025 – Present	Director Executive Board Committee Member and Risk Management Committee Member Big C Supercenter Public Company Limited
Aug 2025 – Present	Director and Risk Management Committee Member Asset World Corp Public Company Limited
Jan 2025 – Present	Director Fraser and Neave, Limited
Jun 2024 – Present	President and Group COO – International Thai Beverage Public Company Limited
Oct 2022 – Present	Group Chief Financial Officer Thai Beverage Public Company Limited
Apr 2023 – Present	Chairman ThaiBev Accounting and Business Services Co., Ltd.
Dec 2020 – Present	Alternate Director to Mr. Sithichai Chaikriangkrai BeerCo Limited (Incorporated in Singapore)
Jul 2012 – Present	Director International Beverage Holdings Limited





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Aug 2025 – Dec 2025	Risk Management Committee Member Berli Jucker Public Company Limited
Mar 2013 – Jan 2025	Alternate Director to Mr. Sithichai Chaikriangkrai Fraser and Neave, Limited
Oct 2016 – Jan 2025	Chief Spirits Product Group Thai Beverage Public Company Limited
Oct 2016 – Jun 2024	Executive Vice President Thai Beverage Public Company Limited

Acting as directors / Executives in other Companies

- **Listed companies:** Total of 2 Companies
 - 1) Director and Risk Management Committee Member
Asset World Corp Public Company Limited
 - 2) President and Group COO – International
Thai Beverage Public Company Limited
- **Non-listed company:** Total of 6 Companies
 - 1) Director
Fraser's Property Limited (Incorporated in Singapore)
 - 2) Director Executive Board Committee Member and Risk Management Committee Member
Big C Supercenter Public Company Limited
 - 3) Director
Fraser and Neave, Limited (Incorporated in Singapore)
 - 4) Chairman
ThaiBev Accounting and Business Services Co., Ltd.
 - 5) Alternate Director to Mr. Sithichai Chaikriangkrai
BeerCo Limited (Incorporated in Singapore)
 - 6) Director
International Beverage Holdings Limited

Businesses of the same nature and in competition: None
with the Company's business

% Shareholding in the Company (Direct and Indirect): None

Other conflicts of interest, directly and indirectly: None

Family relationship with executive or major shareholders of the Company: None

Area of expertise: Consumer Discretionary, Consumer Staples, Financial, Real Estate, Retail Business, Risk Management and internal audit





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Criteria and nomination procedure:

The Company considered the recommendation of the Nomination and Remuneration Committee that Mr. Prapakon Thongtheppairot's qualification fully conforms to the Public Limited Companies Act, B.E. 2535 and is knowledgeable about the business of the Company. He would be helpful to develop the Company's business operation. So, it is deemed appropriate to re-elect him as a director.

Meeting attendance in 2025 (Number of attended meeting(s) / Total number of meeting(s)):

- Annual General Meeting	1/1	Time
- Board of Directors	3/3	Times
- Executive Board Meeting	2/2	Times
- Risk Management Committee	0/1	Times



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Qualifications of the Independent Directors

The Company indicated the standard qualifications of the Independent Directors to be complied with the requirements of the notification of the Capital Market Supervisory Board No. TorChor 39/2559 Re: Application for and Approval of Offer for Sale of Newly Issued Shares (as amended) in which stated that “**the Independent Directors**” shall possess the following qualifications:

1. Holding shares not exceeding 1 % of the total number of shares with voting rights of the Company, its parent company, subsidiary companies, associated companies, major shareholders, or controlling persons, including shares held by related persons of such independent director.
2. Neither being, nor used to be, an executive director, employee, staff, or advisor who receives salary, or a controlling person of the company, parent companies, subsidiary companies, associated companies, same-level subsidiary companies, major shareholders, or controlling persons, unless the foregoing status has ended for not less than two years prior to his or her appointment as the Company’s independent director. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit, which is a major shareholder, or a controlling person of the Company.
3. Not being a person related by blood or legal registration as a father, mother, spouse, sibling and child including spouse of the child of the Company’s directors’ executives or controlling persons of the Company and its subsidiaries.
4. Neither having, nor used to have, business relationship with the Company, parent company, subsidiary companies, associated companies, major shareholders, or controlling person regarding to obstruct their independent judgment, and neither being, nor used to be, a significant shareholder, or controlling person of anyone having a business relationship with the Company, parent company, subsidiary companies, associated companies, major shareholders, or controlling person of the company, unless the foregoing relationship ended for not less than two years.
5. The term “business relationship includes normal business transactions related to rental or lease of immovable property, transactions assets or services or granting or receiving of financial assistance by receiving or extending loans, guarantee, providing assets as collateral and other similar actions, which result in the Company or its counter party being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the Company or twenty million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for the value of connected transactions under the Notification of the Capital Market Supervising Committee Re: Rules on Connected Transactions mutatis mutandis. The combination of such indebtedness shall include indebtedness occurring during the course of one year prior to the date on which the business relationship with the person commences.
6. Neither being, nor used to be, an auditor of the Company, parent company, subsidiary companies, associated company, major shareholders, or controlling persons of the company, and not being significant shareholder, controlling person or any of the person or the partner of





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an audit firm which employs auditors of the Company unless the foregoing relationship has ended for not less than two years.

7. Neither being, nor used to be, a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding two million baht per year from the Company, parent company, subsidiary companies, associated company, major shareholder, controlling persons of the company, or not being a significant shareholder or partners of the provider of the professional services, unless the foregoing relationship ended for not less than two years.
8. Not being a director appointed as representatives of directors of the Company, the major shareholders or any shareholders related to the major shareholders of the Company.
9. Not undertaking any business in the same nature and in competition to the business of subsidiaries or significant subsidiaries, or not being significant partner or executive directors, employee, staff, advisor who receives salary or hold shares exceeding one percent of the total number of shares with voting rights of other companies which undertakes the similar business and competition to the Company and subsidiaries.
10. Not having any other manners obstructing incapability to express independent opinions.

After being appointed as an independent director with the qualifications under the Clause 1 to Clause 9, the independent director may be assigned by the Board of Directors to take part in the business decision making process of the company, parent company, subsidiary company, associated companies, same-level subsidiary companies, major shareholders, or controlling persons provided that such decision shall be in the form of a collective decision.

In case of the person being appointed as independent director has or used to have a business relationship or provide professional services exceeding the value specified under Clause 4 or Clause 6, the Company shall be granted an exemption from such prohibition if it obtains the opinion from the Board of Directors indicating that, by taking into account in accordance with the provision in Section 89/7 of Securities and Exchange Act, B.E. 2535 (1992) (as amended), the appointment of such person does not affect performance of duty and expression of independent opinions. The following information shall be disclosed in the notice calling the shareholders meeting under the agenda for the appointment of independent directors:

- (a) The nature of business relationship or professional service that deems such person to have qualifications not in compliance with the prescribed regulations.
- (b) The reason and necessity for remaining or appointing such person as independent director.
- (c) The opinion of the Company's Board of Directors concerning the proposal to appoint such person as independent director.

For the purpose of Clause 5 and Clause 6, the term "partner" shall mean a person assigned by an audit firm or a provider of professional service to sign on the audit report or the professional service report (as the case may be) on behalf of such juristic person.

