

Definition of Independent Directors of JWD InfoLogistics Public Company Limited

Independent directors shall have the following qualifications:

1. Holding shares not exceeding 1 per cent of the total number of voting rights of the Company, its subsidiaries, affiliates or a major shareholder or controlling person of the Company including the shares held by related persons of the Independent Directors;
2. Neither being nor having been an executive director, employee, staff or advisor who receives salary, or a controlling person of the Company, its subsidiary, affiliate, same-level subsidiary, major shareholder unless the foregoing status has ended not less than 2 years prior to the date of appointment as the Independent Director;
3. Not being a person related by blood or registration under laws, such as father, mother, spouse, sibling and child, including spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as executives or controlling persons of the Company or its subsidiary;
4. Not having a business relationship with the Company, its subsidiaries, affiliates, major shareholders or controlling person of the Company in the manner which may interfere with his independent judgment, and neither being nor having been a major shareholder or controlling persons of any person having business relationship with the Company, its parent company, its subsidiaries, its associated companies, a major shareholder or controlling persons who may have conflicts of interest unless the foregoing status has ended not less than 2 years prior to the date of appointment as the Independent Director;
5. Neither being nor having been an auditor of the Company, its subsidiaries, affiliates or a major shareholder or controlling person, and not being a major shareholder, controlling person or partner of an audit firm which employs auditors of the Company, its parent company, its subsidiary, its associated companies, a major shareholder or controlling persons unless the foregoing status has ended for not less than 2 years prior to the date of appointment as the Independent Director;
6. Neither being nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding 2 million Baht from the Company, its subsidiaries, affiliates or a major shareholder or controlling person or not being a significant shareholder, controlling person or partner of the professional service provider unless the foregoing status has ended for not less than 2 years prior to the date of appointment as the Independent Director;
7. Not being a director who has been appointed as a representative of the Company's director, a major shareholder or shareholders who are related to the Company's major shareholder;
8. Not undertaking any business in the same nature and in competition with the business of the Company, its subsidiaries or not being a significant partner in a partnership or being an executive director, employee, staff advisor who receives salary or holding shares more than 1% of the total shares with voting rights of another company which have it's the same business nature and in competition with the business of the Company or its subsidiaries;
9. Not having any characteristics which make him/her incapable of expressing independent opinions with regard to the Company's business.

Profile of Independent Directors Proposed for Proxy Appointment

Name - Surname	Dr. Mangkorn Dhanasarnsilp	
Nationality	Thai	
Age	66 (Birthday: 2 October 1952)	
Address	19/141 Moo 1 Soi 17/1 Masterpiece Village, Sukhonthasawat Road, Yak 2 Pradit Manutham Road, Ladprao Sub-District, Ladprao District, Bangkok 10230	
Present Position	Chairman of Board of Directors Independent Director Member of the Audit Committee	
Shareholding of the Company	45,900 shares (0.005%) of spouse	
Family relation with other executive	-	
Education	Ph.D. in Sport and Health Science, Kasetsart University MA in Industrial Engineering, Lamar University Texas, USA MBA, North Texas State University, USA BE in Industrial Engineering, Chulalongkorn University	
IOD Training and other training	Audit Committee Forum No.35 (KPMG) Advance Audit Committee Program (AACP) (16th/2014) 4212 th Government-Private Sector Joint Training Program, Thailand National Defense College 9 th Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute 12 th Certificate Course in Management for Executives, Thailand Capital Market Academy 1 st Urban Development Program for Executives, Urban Green Development Institute Bangkok	
Experience (during the last 5 years)	25 February 2014 – Present Chairman of the Board of Directors, Independent Director and Member of the Audit Committee, JWD InfoLogistics PCL. 2015 – Present Business Consultant, Lion (Thailand) Co., Ltd. 2013 – Present Board of Directors, Toyo Seikan Co., Ltd. 2010 – Present Board of Directors, Thai Silicate Chemical Co., Ltd., Molten (Thailand) Co., Ltd., Molten Asia Polymer Product Co., Ltd., Thai Cubic Technology Co., Ltd. 1989 – Present Board of Directors, Likitomi (Thailand) Co., Ltd. 1986 – Present Chairman, Eastern Silicate Co., Ltd	

	1980 – Present Board of Directors, Sombat Thana Co., Ltd 1982 – 2015 Executive Board, Lion (Thailand) Co., Ltd.
Years as director	5 years 2 months (Counting until the date of 2019 Annual General Meeting of Shareholders)
Position as director or executive of other Organizations/Institution	- None -
Legal dispute during the past 10 years	- None -
Interest to the agendas which different other directors	- None -

Director position in other companies

Listed Company		Others (Non-listed Company)	Other rival incorporation /any related business with the Company
Number	Type of Director		
-	- None -	9	- None -

Attendance of the Meeting during the Year 2018

- Annual General Meeting of Shareholders for 2018: attended 1 time from the total of 1 time.
- The Board of Directors Meeting: attended 6 times from the total of 7 times.
- The Audit Committee Meeting: attended 4 times from the total of 5 times.

Forbidden Qualifications

1. Never dishonestly committed an offence against property.
2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Having interests in the Company, parent company, subsidiaries, affiliates or other legal entities which may have conflicts at present or in the past 2 years

1. Being a director who takes part in managing day-to-day operation, an employee or advisor who receives salary.	-No-
2. Being a professional service provider (i.e. auditor or lawyer)	-No-
3. Having a significant business relation which may affect the ability to independently perform a duty	-No-

Profile of Independent Directors Proposed for Proxy Appointment	
Name - Surname	Mr. Vichate Tantiwanich
Nationality	Thai
Age	57 (Birthday : 13 June 1961)
Address	326/1 Soi Chaloem Suk, Chan Kasem Sub-District, Chatuchak Distrct, Bangkok 10900
Present Position	Independent Director and Chairman of the Audit Committee
Shareholding of the Company	- None -
Family relation with other executive	- None -
Education	MBA in Finance and Marketing, University of Hartford Connecticut, USA BA in Monetary and Public Finance Economics, Chulalongkorn University
IOD Training and other training	Capital Market Academy Class 1 Leadership for change class 1 TEPCOT Class 3 National Defense Academy Class 56 Institute of Directors (Fellow Member) Class 2
Experience (during the last 5 years)	<p>25 February 2014 – Present Independent Director and Chairman of the Audit Committee, JWD InfoLogistics PCL.</p> <p>2018 – Present Independent Director, Buriram Sugar Public Company Limited</p> <p>2018 – Present Independent Director and Chairman of the Executive Committee, The Signature Brand Company Limited</p> <p>2018 - Present Chairman of the Board and Chairman of Audit Committee, Asia Aviation Public Company Limited</p> <p>2017 - Present Independent Director and Member of Audit Committee, Wind Energy Holding Company Limited</p> <p>2017 – Present Independent Director, KPN Academy Company Limited</p> <p>2017 - Present Chairman of the Board and Chairman of Audit Committee, GMO Z com Security (Thailand) Limited</p> <p>2017 - Present Advisor to Directors, PMG Corporation Company Limited</p>



	<p>2017 – Present Chairman of the Board and Chairman of Audit Committee, Thai Enger Company Limited</p> <p>2012 - Present Independent Director, Phatra Lasing Public Company Limited</p> <p>2012 – Present Chairman of the Executive Committee, CAC Company Limited (Casean)</p> <p>2012 – 2017 Senior Vice President, Thai Beverage Public Company Limited</p> <p>2012 – 2015 Independent Director and Director of Audit Committee, Dhanarak Asset Development Company Limited</p> <p>2012 -2015 Independent Director and Director on Audit Committee, M Pictures Entertainment Public Company Limited</p>
Years as director	5 years 2 months (Counting until the date of 2019 Annual General Meeting of Shareholders)
Position as director or executive of other Organizations/Institution	<p>2018 – Present Member of the Board, The Chiangmai Juvenile and Family Court Foundation</p> <p>2012 – Present Advisor to Directors of Capital Market Academy, Stock Exchange of Thailand</p> <p>2008 - 2017 Advisor, Thai-Japanese Association</p> <p>2010 - 2017 Chairman of Executive Board, Creative Entrepreneurship Development Institute, Bangkok University</p> <p>2010 - 2017 Advisor, Market for Alternative Investment (Mai)</p> <p>2010 - 2017 Vice Chairperson, Capital Market Academy Committee, The Stock Exchange of Thailand (SET)</p> <p>2012 – 2017 Director, Thai Financial Planners Association (TFPA)</p> <p>2013 – 2017 Appellate Sub-committee, Securities and Exchange Commission of Thailand (SEC)</p> <p>2015 – 2017 Advisor to Minister of Commerce</p> <p>2015 – 2017 Independent Director, Export – Import Bank of Thailand</p> <p>2013 – 2015 IOD Advisory Committee on Research and Governance, Thai Institute of Directors</p>
Legal dispute during the past 10 years	- None -
Interest to the agendas which different other directors	- None -

Director position in other companies

Listed Company		Others (Non-listed Company)	Other rival incorporation /any related business with the Company
Number	Type of Director		
4	1. Chairman of the Board and Chairman of Audit Committee, Asia Aviation Public Company Limited 2. Independent Director, Phatra Lasing Public Company Limited 3. Independent Director, Buriram Sugar Public Company Limited 4. Chairman of the Board and Chairman of Audit Committee, Thai Enger Company Limited	6	- None -

Attendance of the Meeting during the Year 2018

- Annual General Meeting of Shareholders for 2018: attended 1 time from the total of 1 time.
- The Board of Directors Meeting: attended 7 times from the total of 7 times.
- The Audit Committee Meeting: attended 5 times from the total of 5 times.


Forbidden Qualifications

1. Never dishonestly committed an offence against property.
2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Having interests in the Company, parent company, subsidiaries, affiliates or other legal entities which may have conflicts at present or in the past 2 years

1. Being a director who takes part in managing day-to-day operation, an employee or advisor who receives salary.	-No-
2. Being a professional service provider (i.e. auditor or lawyer)	-No-
3. Having a significant business relation which may affect the ability to independently perform a duty	-No-

Profile of Independent Directors Proposed for Proxy Appointment

Name – Surname	Mr. Vichaya Chatikavanij	
Nationality	Thai	
Age	54 (Birthday : 11 November 1964)	
Address	94 Soi Phra Pinit, Thung Maha Mek Sub-District, Sathon District, Bangkok 10120	
Present Position	Independent Director Member of the Audit Committee	
Shareholding of the Company	-None-	
Family relation with other executive	-None-	
Highest education	BA in Marketing, University of Tennessee, USA	
IOD Training and other training	Directors Certification Program 2003, Australian Institute of Company Directors DCP: Directors Certification Program 2011, IOD AACP: Advanced Audit Committee Program 2014, IOD Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute	
Experience (during the last 5 years)	25 February 2014 – Present Independent Director and Audit Committee, JWD InfoLogistics PCL. 2017 – Present Managing Director, Loxley Property Development Co., Ltd 2016 – Present Director and Member of CG Committee, Sansiri Public Company Limited 2009 – Present Director, Zin Suapah Co., Ltd. 1999 – Present Director, Loxley Infra Co., Ltd 1997 – Present Director, Parinda Plc. 2009 – 2015 Advisor, Loxley Plc	
Years as director	5 years 2 months (Counting until the date of 2019 Annual General Meeting of Shareholders)	
Position as director or executive of other Organizations/Institution	- None -	
Legal dispute during the past 10 years	- None -	
Interest to the agendas which different other directors	Agenda 5 To consider and approve the election of directors to replace the directors who retire by rotation	

Director position in other companies

Listed Company		Others (Non-listed Company)	Other rival incorporation /any related business with the Company
Number	Type of Director		
1	Director and Member of CG Committee, Sansiri Public Company Limited	4	- None -

Attendance of the Meeting during the Year 2018

- Annual General Meeting of Shareholders for 2018: attended 1 time from the total of 1 time.
- The Board of Directors Meeting: attended 7 times from the total of 7 times.
- The Audit Committee Meeting: attended 5 times from the total of 5 times.

Forbidden Qualifications

1. Never dishonestly committed an offence against property.
2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Having interests in the Company, parent company, subsidiaries, affiliates or other legal entities which may have conflicts at present or in the past 2 years

1. Being a director who takes part in managing day-to-day operation, an employee or advisor who receives salary.	-No-
2. Being a professional service provider (i.e. auditor or lawyer)	-No-
3. Having a significant business relation which may affect the ability to independently perform a duty	-No-