

**Preliminary Details of Directors Retiring by Rotation and Have Been Proposed to
the Shareholders' Meeting for Re-election**

1. The principles and procedures of nomination of the directors.

The nomination of directors to replace those who retire by rotation in 2024 was considered by the Nomination and Remuneration Committee as well as the Board of Directors. According to the Company's Articles of Association Article 17 stipulating that "At each Annual General Meeting of Shareholders, one-third of the directors (1/3) or the number nearest to one-third if the number is not a multiple of three must retire from office. The retiring directors shall be re-elected. The directors who must retire from the office in the first and second year after becoming a public company limited shall be decided by drawing lots. After that, the directors who have been in office the longest shall retire first." **Therefore, the directors retiring by rotation in 2024 which is the twelfth year after becoming a listed company shall be considered based on the longest terms of office in directorship.**

2. Definition of Independent Director

The Company defines the qualification of "Independent Director" of the Company equal to the regulation of Securities and Exchange Commission and the Stock Exchange of Thailand No. Tor Chor. 28/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Shares dated December 15, 2008 (as well as the amendments) as follows:

(1) Holding no more than 1 % of all the shares having the right to vote in the company, holding company, subsidiary, associated company, a major shareholder or any person having controlling authority in the company, including the shares held by the persons who are related to him.

(2) Not assuming, both at present and in the past of at least 2 years prior to the date of submitting the application to SEC, the position of executive director, employee, staff or advisor receiving regular salary or having controlling authority in the company, holding company, subsidiary, associated company, subsidiary of the same level or a major shareholder or any person having controlling authority in the company; this condition does not include an Independent Director who used to be a government officer or advisor to any official sector who is a major shareholder or a person having the controlling authority in the company.

(3) Not having the relationship by blood line or legal registration as parents, spouses, brothers, sisters, children, including as spouses of children of executives, major shareholders, authorized persons or persons nominated as executives or authorized persons of the company or the subsidiary.

(4) Not having, both at present and in the past of at least 2 years prior to the date of submitting the application to SEC, any business relationship with the company, holding company, subsidiary, associated company, a major shareholder or any person having controlling authority in the company in the manner that may hinder his own freedom of judgment in addition to not being both in the past and at present, a significant shareholder, or a person with controlling authority of any person having business relationship with the company, holding company, subsidiary, associated company, a major shareholder or any person having controlling authority in the company

The above mentioned business relationship includes normal business transaction, rental or lease of immovable property, the transaction relating to assets or services as well as the offer or the receipt of financial aids by way of borrowing or loan, guarantee, collateral loan and other transactions of similar manner which may cause debt burden between the company and the party to agreement from the amount of 3 percent of net tangible assets of the company or 20,000,000 Baht up, whichever is lower. Mutatis mutandis, in calculating such debt, the method of calculating the value of related transactions stated in the announcement of Capital Market Supervisory Board regulations on the execution of related transaction should be applied. Any debt burden occurring during the period of one year prior to the date of the business relationship with the same person must be included when considering such debt burden.

(5) Not being, both at present and in the past of at least 2 years prior to the date of submitting the application to SEC, an auditor of the company, holding company, subsidiary, associated company, a major shareholder or a person having controlling authority in the company as well as not being a significant shareholder and a person having controlling authority, or a partner of the audit firm in which the auditors of the company, holding company, subsidiary, associated company, a major shareholder or a person having controlling authority are working for.

(6) Not being, both at present and in the past of at least 2 years prior to the appointment date, a provider of any occupational services inclusive of legal and financial advising service offering, obtaining the service charge of over 2,000,000 Baht per annum from the company, holding company, subsidiary, associated company, a major shareholder or a person having controlling authority in the company in addition to not being a significant shareholder, a person with controlling authority or a partner of any occupational service provider.

(7) Not being a director appointed to be the representative of the company's directors, major shareholders or shareholders who are related to the major shareholders.

(8) Not operating any business that is of the same nature as or that significantly competes with the business of the company or subsidiary as well as not being a significant partner in a limited company, an executive director, employee, staff, advisor receiving regular salary or a person holding over 1% of the total number of shares with voting rights of other companies which operate the same type of business and which significantly competes with the company's and the subsidiary's business operation.

(9) Possessing no other traits which impede the ability to independently give opinions on the company's operation.

3. Personal information and work experience of directors retiring by rotation and proposed the shareholders' meeting for re-election :-

1) Mr.Navamin Prasopnet

Proposed Director Position : Chairman (Executive Director)

Age : 52 Years

Education : Bachelor of Science, Computer Information System,
Bentley University, Massachusetts, USA

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

-Role of the Chairman Program (RCP) Class 53/2023

-Role of the Chairman Program (RCP) Class 21/2009

-Director Certification Program (DCP) Class 104/2008

Experience : Directorship in listed companies

2019 – Present Independent Director and Member of Audit Committee,
Villa Kunalai PCL.

Mar 2024 – Present Acting Chief Executive Officer and
Acting Chief Financial Officer

Jun 2023 – Present The Chairman

2017 – May 2023 Chairman of Executive Committee and
Chairman of Risk Management Committee

2017 – May 2023 Chairman of Executive Committee

2012 – May 2023 Assistant Chairman

2012-2016 Executive Director

2012-2021 Chief Marketing Officer
Mono Next PCL.

Directorship in other Companies

2007 – Present Director, Green Star Environment Co., Ltd.

2006 – Present Director and President,
Subsidiaries of Mono Next PCL.

2003 – Present Director, Navesco Co., Ltd.

Shareholding in the Company (%) : 0.37% (As of December 31, 2023)

Position of director/executive in other companies: None

which may cause conflicts of interest to the Company

Date of being appointed as director : March 9, 2012

Duration of being director : 12 years

Duration of being director until this term : 15 years



Meeting attendance in 2023	: AGM 2023	: 1/1
	Board of Directors' Meeting	: 8/8
	Executive Committee Meeting	: 6/6
	Risk Management and Sustainability Committee's Meeting	: 2/2

Criteria for Nomination of Director

The Board of Directors has considered the opinion of the Nomination and Remuneration Committee and found that Mr. Navamin Prasopnet possesses the qualifications to serve as the Chairman of the Board of Directors and a full-fledged Director according to relevant criteria. Additionally, he has the knowledge, skills, expertise, and experience in information technology, marketing, and business management, which are suitable for the company's operations. Furthermore, he exhibits ethical and moral conduct. Therefore, it is deemed appropriate to propose to the shareholders for his re-election as the Chairman of the Board of Directors and a Director of the company.

2) Mr. Preecha Leelasithorn

Proposed Director Position : Independent Director

Age : 61 Years

Education : Master Degree, Business Administration, Chulalongkorn University

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

- Director Accreditation Program (DAP) English Program Class 101/2013

- Audit Committee Program (ACP) Class 25/2009

Experience : Directorship in Listed Company

2020 – Present Chairman of Audit and Corporate Governance Committee

2012 – 2020 Member of Audit Committee

2012 – Present Independent Director and Chairman of Nomination and
Remuneration Committee, Mono Next PCL.

2021 – Present Director, CPanel PCL.

Directorship in other Companies

Jun 2023 – Present Director, Perm Poonsin Garnkaha Co., Ltd.

Jun 2023 – Present Director, Wall Street Villa Co., Ltd.

2021 – Present Director, Navamitr Holding Co., Ltd.

2021 – Present Director, Thai Roum Chareon Keha (1988) Co., Ltd.

2019 – Present Director, Suriwong Condominium Co., Ltd.

2012 – Present Deputy Chief Executive Officer, Wall Street Tower Co., Ltd.

2007 – Present Executive Vice President, AIRA Securities PCL.

2002 – Present Director, Alliance Co., Ltd.

2000 – Present Director, Andaman Lanta Property Co., Ltd

1984 – Present Director, Manakijcharoen Co., Ltd.

Shareholding in the Company (%)* : None

*Includes holdings by spouse and minor children as of December 31, 2023

Position of director/executive in other companies

which may cause conflicts of interest to the Company : None

Date of being appointed as director : March 9, 2012

Duration of being director : 12 years

Duration of being director until this term : 15 years

Meeting attendance in 2023	:	AGM 2023	:	1/1
		Board of Directors' Meeting	:	8/8
		Audit and Corporate Governance Committee Meeting	:	6/6
		Nomination and Remuneration Committee Meeting	:	4/4



Relationship with the Company/subsidiaries/associates or other corporates which may have conflicts at present or during the past 2 years:

- Having no relationship as close relative of executives or major shareholders of the company/subsidiaries/associates or other corporates which may have conflicts
- Not being a director getting involved in day-to-day management, staff, employee or advisor receiving regular salary
- Not being a professional service provider (such as auditor or legal advisor)
- Having no significant business relationship with Mono Group that may affect the dependency in performing his duties

Criteria for Nomination of Director

The Board of Directors has considered and agreed with the Nomination and Remuneration Committee's opinion that Mr. Preecha Leelasithorn possesses the qualifications to serve as an independent director in full accordance with relevant criteria and Law requirements regarding independence. Despite having served for more than 9 years, she has the knowledge, abilities, expertise, and experience in business management to promote the board's operations and is suitable for the company's business. Furthermore, she demonstrates ethical and moral integrity. Therefore, it is proposed that shareholders consider re-electing him to serve as an Independent Director of the company.

3) Dr.Karl Jamornmarn

Proposed Director Position : Independent Director

Age : 63 Years

Education : - The Doctor of Philosophy Program in Business Administration
(English Program), Institute of International Studies, Ramkhamhaeng University
- Master of Business Administration, Chulalongkorn University
- Bachelor of Engineering, Chulalongkorn University

Training for director course : Thai Institute of Directors Association (IOD)
- Director Accreditation Program (DAP) Class 207/2023

Experience : Directorship in Listed Company

Mar 2023 – Present Independent Director,
Member of Audit and Corporate Governance Committee
and Member of Nomination and Remuneration Committee
Mono Next PCL.

Nov 2023 – Present Member of Audit and Corporate Governance Committee and
Member of Remuneration and Nomination Committee

Feb 2023 – Present Independent Director
Jasmine International PCL.

Directorship in other Companies/Organizations

2017 – 2021 Director, Show DC Corp Co., Ltd.

2014 – 2021 Lecturer (Graduate School), Dusit Thani College

2014 – 2016 Lecturer (Graduate School), Stamford International University

2012 – May 2023 Director, Three Mangoes Bangkae Co., Ltd.

2011 – 2014 Director, Three Mangoes Bangna Co., Ltd.

2006 – 2009 Sales Manager, Diageo Moet Hennessy (Thailand) Ltd.

1990 – 2006 Director, KJ Technology Ltd.

Shareholding in the Company (%)* : None

*Includes holdings by spouse and minor children as of December 31, 2023

Position of director/executive in other companies
which may cause conflicts of interest to the Company : None

Date of being appointed as director : March 15, 2023

Duration of being director : 1 years

Duration of being director until this term : 4 years

Meeting attendance in 2023 : AGM 2023 : 1/1
Board of Directors' Meeting : 6/6
Audit and Corporate Governance Committee Meeting : 4/4
Nomination and Remuneration Committee Meeting : 2/2

Relationship with the Company/subsidiaries/associates or other corporates which may have conflicts at present or during the past 2 years:

- Having no relationship as close relative of executives or major shareholders of the company/subsidiaries/associates or other corporates which may have conflicts
- Not being a director getting involved in day-to-day management, staff, employee or advisor receiving regular salary
- Not being a professional service provider (such as auditor or legal advisor)
- Having no significant business relationship with Mono Group that may affect the dependency in performing his duties

Criteria for Nomination of Director

The Board of Directors has considered and agreed with the Nomination and Remuneration Committee's opinion that Dr. Karl Jamornmarn possesses the qualifications to serve as an independent director in full accordance with relevant criteria and legal requirements regarding independence. Additionally, he has the knowledge, abilities, expertise, and experience in both business management and technology, making him suitable for the company's operations. Furthermore, he demonstrates ethical and moral integrity. Therefore, it is proposed that shareholders consider re-electing him to serve as an independent director of the company.