

(Translation)

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Mr. Xu Genluo
Position	Independent Director
Type of Director to be elected	Independent Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are in line with the Company's business strategies and beneficial to the Company. Furthermore, he is an independent director who is qualified according to the regulation of the Capital Market Supervisory Board and the Policy on Corporate Governance of the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	2 nd September 2014
A number of resuming	1
The latest appointment	28 th April 2017
Age (years)	61
Nationality	Chinese
Education	- Electronics Major, Hangzhou Institute of Electronic Engineering
Director training programs held by the Thai Institute of Directors Association (IOD)	None
Position in other organization	
• Listed Company in SET	None
• Non-listed Company in SET	4 companies
	- Director, Thai-Chinese Rayong Industrial Services Co., Ltd. - Executive Director and Senior Adviser, Thai-Chinese Rayong Industrial Realty Development Co., Ltd. - President, Holley Holding (Thailand) Co., Ltd. - Vice-Chairman, Chinese-Thai Enterprise Association
• Other organizations that may cause conflict of interests to the Company	None
Ownership in securities issued by True (as of December 31, 2019)	None
Meeting Attendance in Year 2019	- Board Meeting 4/6 times
Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years	None

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Dr. Ajva Taulananda
Position	Vice Chairman of the Board, Chairman of the Finance Committee and Member of the Corporate Governance Committee
Type of Director to be elected	Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are in line with the Company's business strategies and beneficial to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	11 th February 1993
A number of resuming	9
The latest appointment	28 th April 2017
Age (years)	81
Nationality	Thai
Education	<ul style="list-style-type: none"> - Honorary Doctorate in Management, The University of Thai Chamber of Commerce - Honorary Doctorate in Engineering, Ramkhamhaeng University - Honorary Doctorate in Engineering, Chulalongkorn University - Doctorate in Industrial Engineering and System, Illinois Institute of Technology, USA - Master of Industrial Engineering, Iowa State of University, USA - Bachelor of Industrial Engineering, Chulalongkorn University - Special Certificate : Public - Private Joint Defence curriculum, Class 1, The National Defence College of Thailand
Director training programs held by the Thai Institute of Directors Association (IOD)	<ul style="list-style-type: none"> - Director Accreditation Program (DAP) - Chairman 2000 - Director Certification Program (DCP)
Position in other organization	
<ul style="list-style-type: none"> • Listed Company in SET • Non-listed Company in SET 	<p>None</p> <p>3 companies</p> <ul style="list-style-type: none"> - Director, Telecom Holding Company Limited - Director, True E-Logistics Company Limited - Chairman, Board of Trustee of Thailand Management Association
<ul style="list-style-type: none"> • Other organizations that may cause conflict of interests to the Company 	None
Ownership in securities issued by True (as of December 31, 2019)	None
Meeting Attendance in Year 2019	<ul style="list-style-type: none"> - Board Meeting 6/6 times - Finance Committee Meeting 4/4 times - Corporate Governance Committee Meeting 4/4 times
Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years	None

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Dr. Li Feng
Position	Director and Member of the Finance Committee
Type of Director to be elected	Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are in line with the Company's business strategies and beneficial to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	16 th September 2019
A number of resuming	None
The latest appointment	None
Age (years)	51
Nationality	Chinese
Education	<ul style="list-style-type: none"> - Doctoral degree in Computer Software Theory, Shandong University - Master's degree in Communications and Electronic System, Nanjing University of Posts and Telecommunications - Bachelor degree in Wireless Communications, Nanjing University of Posts and Telecommunications
Director training programs held by the Thai Institute of Directors Association (IOD)	None
Position in other organization	
<ul style="list-style-type: none"> • Listed Company in SET • Non-listed Company in SET 	<p>None</p> <p>2 companies</p> <ul style="list-style-type: none"> - Chairman & Chief Executive Officer, China Mobile International Limited - Chairman, China Mobile Hong Kong Company Limited
<ul style="list-style-type: none"> • Other organizations that may cause conflict of interests to the Company 	None
Ownership in securities issued by True (as of December 31, 2019)	None
Meeting Attendance in Year 2019	<ul style="list-style-type: none"> - Board Meeting 0/2 times (Before being appointed, 4 Board Meeting was held) - Finance Committee Meeting 0/1 time (Before being appointed, 3 Finance Committee was held)
Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years	None

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Mr. Chatchaval Jiaravanon
Position	Director
Type of Director to be elected	Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are in line with the Company's business strategies and beneficial to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	11 th February 1993
A number of resuming	10
The latest appointment	28 th April 2017
Age (years)	58
Nationality	Thai
Education	- Bachelor of Business Administration, University of Southern California, USA
Director training programs held by the Thai Institute of Directors Association (IOD)	- Director Accreditation Program (DAP) - Corporate Governance for Capital Market Intermediaries (CGI)
Position in other organization	
<ul style="list-style-type: none"> • Listed Company in SET 	<p>5 companies</p> <ul style="list-style-type: none"> - Chairman of Risk Management Committee and Director, WP Energy Public Company Limited - Nomination and Compensation Committee and Independent Director, SVI Public Company Limited - Chairman, Finansia Syrus Securities Public Company Limited - Chairman of Nomination Committee and Member of Compensation Committee and Independent Director and Member of the Audit Committee, Frasers Property (Thailand) Public Company Limited (formerly : Ticon Industrial Connection Public Company Limited) - Director, AEON Thana Sinsap (Thailand) Public Company Limited
<ul style="list-style-type: none"> • Non-listed Company in SET 	<p>14 companies</p> <ul style="list-style-type: none"> - President and CEO, Telecom Holding Company Limited - Director, K.I.N. (Thailand) Company Limited - Director, Panther Entertainment Company Limited - Director, Satellite Service Company Limited - Director, True E-Logistics Company Limited - Director, True Media Solutions Company Limited - Director, True Visions Group Company Limited - Director, Cineplex Company Limited - Chairman, Thai Kodama Company Limited - Director, ECHO Autoparts (Thailand) Company Limited - Director, CPPC Public Company Limited - Director, WP Gas Company Limited - Director, WP Solutions Company Limited - Director, WP Sollar Company Limited

- Other organizations that may cause conflict of interests to the Company None
- Ownership in securities issued by True (as of December 31, 2019) 1,918,881 ordinary shares representing 0.01% of the total issued share
- Meeting Attendance in Year 2019 - Board Meeting 5/6 times
- Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years None

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Mr. Narong Chearavanont
Position	Director
Type of Director to be elected	Director
Nomination Criteria and Procedure	Being an existing director of the Company whose qualifications are reviewed by the Compensation and Nominating Committee that he is qualified according to the applicable laws and he has broad knowledge and experiences, which are in line with the Company's business strategies and beneficial to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	Mr. Suphachai Chearavanont's elder brother
Date of First Appointment	29 th April 2008
A number of resuming	3
The latest appointment	28 th April 2017
Age (years)	55
Nationality	Thai
Education	<ul style="list-style-type: none"> - Honorary Doctor of Business Administration, Ramkhamhaeng University - Advance Management Program : Transforming Proven Leaders into Global Executives, Harvard Business School, Harvard University - Bachelor of Science, Major Business Administration, New York University, USA
Training	<ul style="list-style-type: none"> - Systematic Innovation of Products, Processes and Services, MIT Sloan Executive Education (2015)
Director training programs held by the Thai Institute of Directors Association (IOD)	<ul style="list-style-type: none"> - Director Accreditation Program (DAP) (2007)
Position in other organization	
<ul style="list-style-type: none"> • Listed Company in SET 	<p>2 companies</p> <ul style="list-style-type: none"> - Director, Siam Makro Public Company Limited - Director, CP All Public Company Limited
<ul style="list-style-type: none"> • Non-listed Company in SET 	<p>34 companies</p> <ul style="list-style-type: none"> - Vice Chairman, SM True Company Limited - Director, Panther Entertainment Company Limited - Director, Cineplex Company Limited - Director, Satellite Service Company Limited - Director and Executive Vice Chairman, True Visions Group Company Limited - Director, True CJ Creations Company Limited - Senior Vice Chairman, Charoen Pokphand Group Company Limited - Director, Siam Makro Holding (Thailand) Limited - Director, True Iconsiam Company Limited - Director, The Iconsiam Chaopraya River Holdings Company Limited - Director, Siam River Holdings Company Limited - Director, Whizdom Assets Corporation Limited - Director, Whizdom Society Development Corporation Company Limited - Director, Whizdom Landmark Corporation Limited - Governance Committee, Leadership Development Institute

	<ul style="list-style-type: none"> - Director, C.P. Pokphand Co., Ltd. (the company listed in the Stock Exchange of Hong Kong) - Chairman, Charoen Pokphand Import-Export Trading (Shanghai) Co., Ltd. - Director, OHT Company Limited - Director, Chia Tai Qingdao Holdings (Hongkong) Limited - Director, Chia Tai Xiangyang Holdings (Hongkong) Limited - Director, Chia Tai Qingdao Holdings Limited - Director, Chia Tai Xiangyang Holdings Limited - Chairman, The ICON SIAM Superlux Residences Corporation Limited - Chairman, The ICON SIAM Residences Corporation Limited - Vice Chairman, ICONSIAM Company Limited - Senior Executive Assistant to Chairman, Charoen Pokphand Group “Global Talent Recruitment” - Vice Chairman, Marketing and Distribution Business (Thailand) - Vice Chairman, Marketing and Distribution Business (China) - Vice Chairman, Real Estate & Land Development Business (China) - Vice Chairman, Shanghai Kinghill Limited - Executive Director, CPPC Company Limited - Executive Director, Beston Action Utility Wear (Lianyungang) Co., Ltd. - Senior Vice Chairman, CP Lotus Corporation Company Limited - Senior Vice Chairman, Chia Tai (China) Investment Company Limited
• Other organizations that may cause conflict of interests to the Company	None
Ownership in securities issued by True (as of December 31, 2019)	304,269 ordinary shares representing 0.00% of the total issued share
Meeting Attendance in Year 2019	- Board Meeting 6/6 times
Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years	None

**Details of the Nominees Proposed for
Election of the Directors Retiring by Rotation**



Name	Mr. Gao Tongqing
Position	None
Type of Director to be elected	Director
Nomination Criteria and Procedure	The Board concurred with the Compensation and Nominating Committee's recommendation and was of an opinion that the nominated person should be proposed for election to be a new director in replacement of Dr. Li Zhengmao since he is qualified according to the applicable laws and has broad knowledge and experiences, which are in line with the Company's business operation, strategies, and could beneficially contribute to the Company.
Family relationship to the Management or major shareholders of the Company or its subsidiaries	None
Date of First Appointment	None
A number of resuming	None
The latest appointment	None
Age (years)	56
Nationality	Chinese
Education	<ul style="list-style-type: none"> - Doctoral degree in business administration, Hong Kong Polytechnic University - Bachelor's degree in Telecommunications Engineering, Changchun Institute of Posts and Telecommunications
Director training programs held by the Thai Institute of Directors Association (IOD)	None
Position in other organization	
<ul style="list-style-type: none"> • Listed Company in SET • Non-listed Company in SET 	<p>None</p> <p>2 companies</p> <ul style="list-style-type: none"> - Deputy General Manager, China Mobile Communications Group Co., Ltd. - Deputy General Manager, China Mobile Limited
<ul style="list-style-type: none"> • Other organizations that may cause conflict of interests to the Company 	None
Ownership in securities issued by True (as of December 31, 2019)	None
Meeting Attendance in Year 2019	None
Interests in any transaction with Company/Parent Company/Subsidiaries/ Associates or any other entities that may have a conflict of interests at present or past two years	None

**Definition of Independent Directors
of
True Corporation Public Company Limited**

Independent Director means a director who is independent of any major shareholder, free from any other relationship that would interfere with the exercise of independent judgment and holds the following qualifications which are more rigorous than that defined by the Capital Market Supervisory Board in area of shareholding percentage:

- (1) holding shares *not* exceeding 0.75 per cent of the total number of voting rights of True, its parent company, subsidiary, affiliate, principal shareholder or controlling person of True, including the shares held by related persons of the independent director;
- (2) *neither* being *nor* having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of True, its parent company, subsidiary, affiliate, same-level subsidiary, principal shareholder or controlling person of True unless the foregoing status has ended *not* less than two years prior to the date of appointment;
- (3) *not* being a person related by blood or registration under laws i.e. father, mother, spouse, sibling, and child, including spouse of the children; of other directors, executives, major shareholders, controlling persons, or persons to be nominated as director executive or controlling persons of the Company or its subsidiary;
- (4) *not* having a business relationship with True, its parent company, subsidiary, affiliate, major shareholder or controlling person of True, in the manner which may interfere with his or her independent judgment, and *neither* being *nor* having been a principal shareholder or controlling person of any person having business relationship with True, its parent company, subsidiary, affiliate, major shareholder or controlling person of True unless the foregoing relationship has ended *not* less than two years prior to the date of appointment.

The term ‘business relationship’ aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in True or its counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of True or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Capital Market Supervisory Board concerning rules on connected transactions *mutatis mutandis*. The combination of such indebtedness shall include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences;

- (5) *neither* being *nor* having been an auditor of True, its parent company, subsidiary, affiliate, major shareholder or controlling person of True, and *not* being a principal shareholder or controlling person, or partner of an audit firm which employs auditors of True, its parent company, subsidiary, affiliate, major shareholders or controlling person of True unless the foregoing relationship has ended *not* less than two years from the date of appointment;
- (6) *neither* being *nor* having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from True, its parent company, subsidiary, affiliate, major shareholders or controlling person of True, and *neither* being *nor* having been a principal shareholder, controlling person or partner of the professional advisor unless the foregoing relationship has ended *not* less than two years from the date of appointment;
- (7) *not* being a director who has been appointed as a representative of True’s director, major shareholder or shareholders who are related to the major shareholder;
- (8) *not* operate any business which has the same nature as and is in significant competition with the business of True or subsidiary, or not being a principal partner in any partnership, or not being an executive director, employee, staff, or advisor who receives salary; or holding shares *not* exceeding one per cent of the total number of voting rights of any other company operating business which has the same nature as and is in significant competition with the business of True or subsidiary;
- (9) *not* having any characteristics which make him/her incapable of expressing independent opinions with regard to True’s business affairs;
- (10) After having been appointed as independent director with qualifications complying with the criteria under the above (1) to (9), the independent director may be assigned by the Board of Directors to take part in the business decision of True, its parent company, subsidiary, affiliate, same-level subsidiary, major shareholder or controlling person of True on the condition that such decision must be a collective one;
- (11) In case of any person *either* having *or* having had a business relationship or professional service exceeding the amount under the above (4) or (6), such person shall be waived from the prohibition concerning *neither* having *nor* having had a business relationship or professional service by the Board of Directors’ approval only if True provides the opinion of the Board of Directors which perform duty under Section 89/7 of the Securities and Exchange Act B.E. 2535 that the appointment of such person does not impact his or her independent judgment and True shall disclose the information required by the Capital Market Supervisory Board in the notice of shareholders’ meeting in the agenda for election of such independent director.