

Attachment 4

- **Brief Profile of Directors Retired by Rotation and Nominated for Re-appointment**
- **Nominating Procedures for Directors**
- **Details of Directors' Remuneration for 2015**

Brief Profile of Directors Retired by Rotation and Nominated for Re-appointment

<p>1. Name-Last Name : Mr. Suchart Thammapitukkul</p> <p>Type of Director : Independent Director</p> <p>Current Position : Independent Director / Chairman of Audit Committee</p> <p>Age : 66 years</p> <p>Nationality : Thai</p> <p>Education : Master of Law, Harvard Law School, the United States Bachelor of Law, Chulalongkorn University</p> <p>IOD Training : Audit Committee Program (ACP) Director Accreditation Program (DAP) Director Certification Program (DCP)</p> <p>Shareholding : 120,961 shares or 0.03% of total eligible shares for voting</p> <p>Years of Director Position : 11 years</p> <p>Positions in Other Listed Companies</p> <p>4 Organization : - Independent Director/Chairman of Audit Committee, Modernform Group PLC. - Independent Director/Chairman of Audit Committee, T.C. Union Gobal PLC. - Independent Director/Audit Committee Member, Unique Mining Services PLC. - Independent Director/Audit Committee Member, Unimit Engineering PLC.</p> <p>Position in Other Companies:</p> <p>5 Organization : - Director, Bann Sathorn Company ,Limited. - Director, On-Nik Company Limited. - Director Chamchuree innovation Company Limited. - Director, S.A.B. (Thailand) Limited. - Managing Partner ,Somnuek and Suthee Law Office</p> <p>Position in Other Companies, Competitor/Related Business that may cause conflict of interest</p> <p>: None</p> <p>Experience :</p> <p>- Director of Legal Department And the Sub-Committee, Office of the Consumer Protection Board</p> <p>- Director/Deputy secretary general, The Thai Bar Under The Royal Patronage.</p> <p>- Director , The Thai Chamber of commerce and Board.</p> <p>- Director , Department of Intellectual Property.</p> <p>- Vice Chairman, The certificate and signature document law years</p> <p>Performance in 2014 : - Provided advice and suggestion in legal matters relevant to the IT business as a means to mitigate legal risks</p>	
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- Screened and reviewed the accurateness of financial information prior to reporting the Stock Exchange of Thailand and investors
- Provided recommendation on the internal audit and internal control system
- Supervised business operations to be in compliance with laws, the Company's goals, the Articles of Association and the resolutions of the shareholders' meeting.
- Promoted business operations under good governance

Nominating procedure : by the Board of Directors

Meeting Attendance : Attended six meetings out of six meetings of the Board
Attended five meetings out of five meetings of the Audit Committee

Litigation : Not involved in litigation in the past 5 years.

2. Name-Last Name : Mr. Anant Leetrakul

Type of Director : Independent Director

Current Position : Independent Director, Audit Committee Member

Age : 74 years

Nationality : Thai

Education : Bachelor's Degree, Faculty of Accounting and Commerce,
Chulalongkorn University
PHD, Information Technology, Rajamangala University of Technology
Suvarnabhumi (Honorary)

Training : Director Certification Program (DCP)
Role of the Compensation Committee Program (RCC)

Shareholding : - shares or 0.00 percent of total eligible shares for voting

Years of Director Position : 3 years

Positions in Other Listed Companies : None

Position in Other Organizations :

2 Organizations

- Director, Siam M&B Publishing Company Limited
- Director, D2 Systems Company Limited

Performance in 2014 : - Screened and reviewed the accurateness of financial information prior to reporting the Stock Exchange of Thailand and investors

- Provided recommendation on the internal audit and internal control system
- Supervised business operations to be in compliance with laws, the Company's goals, the Articles of Association and the resolutions of the shareholders' meeting.
- Promoted business operations under good governance.

Nominating procedure : by the Board of Directors

Meeting Attendance : Attended six meetings out of six meetings of the Board
Attended five meetings out of five meetings of the Audit Committee

Litigation : Not involved in litigation in the past 5 years.





3. Name-Last Name	:	Mr. Apiruk Wanasathop
Type of Director	:	Independent Director
Current Position	:	Independent Director/ Member Audit Committee
Age	:	55 years
Nationality	:	Thai
Education	:	- Master's degree of Engineering Management, University of the state Oklahoma. - Bachelor's degree of Engineering, Chulalongkorn University.
IOD Training	:	Director Certification Program (DCP) Audit Committee Program (ACP)
Shareholding	:	= shares or 0.00% of total eligible shares for voting
Years of Director Position	:	= year (Appointment by The Board of Director No.5/2014)
Positions in Other Listed Companies	:	None
Positions in Other Companies	:	1 Companies : - Deputy Director, Geo-Informatics and Space Technology Development Agency (Public Organization)
Position in Other Companies, Competitor/Related Business that may cause conflict of interest	:	None
Experience	:	- Independent of Director/Chairman of Audit Committee, Chuo senko (Thailand) PLC. - Director, Thailand Board of Investment. - Deputy Director, Thailand Productivity Institute. - Director, The Thai Chamber of Commerce and Board of Trade of Thailand.
Performance in 2014	:	- Screened and reviewed the accurateness of financial information prior to reporting the Stock Exchange of Thailand and investors - Provided recommendation on the internal audit and internal control system - Supervised business operations to be in compliance with laws, the Company's goals, the Articles of Association and the resolutions of the shareholders' meeting. - Promoted business operations under good governance.
Nominating procedure	:	by the Board of Directors
Meeting Attendance	:	Attended six meetings out of one meetings of the Board Attended five meetings out of one meetings of the Audit Committee Attended four meetings out of one meetings of the Risk Management Committee
Litigation	:	Not involved in litigation in the past 5 years.

Independent Directors mean outside directors who do not take positions as executives and shall possess the following qualifications based on the regulations of the Securities and Exchange Commission, and the Stock Exchange of Thailand.

1. Hold no more than 1 percent of total shares eligible for voting of the Company, its subsidiaries, joint ventures or any juristic persons who may have any conflict of interests. Total shares owned by related persons shall be included.
2. Never be the executives, employees, workers, advisors with salary or authorized persons of the Company, its subsidiaries, joint ventures or any juristic persons who may have any conflict of interests. The exception is for those who are off positions at least two (2) years.
3. Have no lineal relations or legal registration in the forms of parents, spouses, relatives and children. This also includes spouses of children of the executives, major shareholders, authorized persons, or persons who are proposed to take executive positions or authorized persons of the Company or its subsidiaries.
4. Have no business relations with the Company, its subsidiaries, joint ventures or juristic persons who may have any conflicts of interest that may impede the independent judgment.
5. Do not be the directors appointed as the representatives of the Company's directors, major shareholders or shareholders relevant to the Company's major shareholders.
6. Do not have any others that obstruct independent opinions relevant to the Company's operations.

Nominating Procedures for Directors

As the company has not yet established the Nominating Committee, the Board of Directors shall be responsible for nominating directors including independent directors, non-executive directors and directors on behalf of each major shareholder group and directors from the opportunity for shareholders to nominate appropriate. The directors shall possess various experience and qualifications, special skills and specific capabilities that are beneficial to the company. They shall dedicate their time and put hard effort to perform their duties in order to build up the company with competent committees. Each director shall hold a director position of no more than five (5) listed companies. This shall be forwarded for appointment of a director in a shareholders' meeting. The company's Articles of Association state that the appointment shall receive at least half of the number of shares eligible for voting and attending the meeting for approval. One (1) share is eligible for one (1) vote. Each shareholder shall cast all votes to elect a nominee or nominees as a director or directors. The persons receiving the highest votes in their respective order of the votes shall be elected as directors in the number equal to the number of directors of a committee. In every ordinary annual meeting, one-third of a committee shall be retired from the office. For those who are not independent directors, the number of directors shall be set in accordance with the shareholding proportion of the company, depending on appropriateness and nominees' capabilities.

However, in 2015 not any shareholder to propose candidates of directors at this time.

Details of Directors' Remuneration for 2015

As MFEC Public Company Limited has not established the Compensation Committee yet, the Board of Directors' Meeting No. 1/2015, dated 24 February 2015, agreed to raise the rates of director remuneration in 2015. The Board made comparison of the remuneration with other companies of the same size and nature, according to 2013 data of the Stock Exchange of Thailand.

The comparative remuneration fee from 2013 to 2015 is depicted in the table below.

Remuneration for Directors				
Item	Up %	2015 (Proposed Year)	2014	2013
1. Annual Remuneration		Baht/Year	Baht/Year	Baht/Year
- Chairman	-	264,000	264,000	240,000
- Director	-	192,000	192,000	168,000
Remuneration for Subcommittee				
(Subcommittees consist of Audit Committee and Risk Management Committee)				
Item	Up %	2015 (Proposed Year)	2014	2013
1. Annual remuneration for Audit Committee		Baht/Year	Baht/Year	Baht/Year
- Chairman				
- Other directors	-	264,000	264,000	240,000
	-	264,000	264,000	240,000
2. Annual remuneration for Risk Management Committee		Baht/Year	Baht/Year	Baht/Year
For Chairman only				
- Remuneration	-	264,000	264,000	240,000
- Travel allowance	-	60,000	60,000	48,000
Chairman of the Risk Management Committee, who also acts as the Audit Committee member, the remuneration will be paid for the Chairman position of the Risk Management Committee only. Remuneration will proposed not to be paid for other subcommittee members, who also hold the member position of the Board.				

The Board proposes to increase remuneration of its directors for 2015. The remuneration is compared with remuneration for directors of other listed companies at the same size in the same industry. Chairman's remuneration is 264,000 baht per year and eight (8) directors' remuneration is 192,000 baht per person per year. The remuneration for the Board of Directors totaled 1,800,000 baht per year. The Board of Directors does not have a meeting remuneration or another.

The Board also proposes to constant the monthly remuneration for the Audit Committee's Directors to 22,000 baht each, totaling 264,000 baht per person per year. (The independent directors, who are also appointed as the Audit Committee members and the Risk Management Committee members, will not be subject to additional remuneration.)

The remuneration for Chairman of the Risk Management Sub-committee is also proposed to constant to 22,000 baht per month or 264,000 baht per year with the travel allowance of 60,000 baht per year. (The Board did not determine remuneration for other Audit Committee members who assume the director position of the Executive Board simultaneously.)