

Credentials and Backgrounds of the nominated persons



1. Mr. Yokporn Tantisawetrat (For consideration of agenda 4.1)

Nominated to be elected as	Independent Director	
Age:	66 years	
Nationality:	Thai	
Education:	<ul style="list-style-type: none"> - M.Econ., Thammasat University - B.Econ., Chulalongkorn University 	
Training:	<ul style="list-style-type: none"> - Director Accreditation Program (DAP) #66/2007, Thai Institute of Directors Association (IOD) - Director Certification Program (DCP) #229/2016, Thai Institute of Directors Association (IOD) - Advanced Audit Committee Program (AACP) #25/2017, Thai Institute of Directors Association (IOD) - IT Governance (ITG) # 7/2018, Thai Institute of Directors Association (IOD) - Advanced Bank Management Program, The Wharton School, University of Pennsylvania, U.S.A. - Advanced Management Program (AMP), Harvard Business School - National Defence Program, National Defence College (2003) 	
Expertise:	Risk Management, Accounting & Finance, Economics, Strategy, Management	
Present positions:	<ul style="list-style-type: none"> - Independent Director/Chairman of the Audit Committee, Banpu Power Public Company Limited. - Independent Director, AP (Thailand) Public Company Limited. - Expert Member/Chairman of the Audit Committee, Securities and Exchange Commission - Director, TMB Bank Public Company Limited - Director, Kirloskar Brothers (Thailand) Limited 	
Experience:	<ul style="list-style-type: none"> - Vice President of Risk Management, Siam Commercial Bank Public Company Limited - Director, SCB Securities Co., Ltd. - Director, Vinasiam Bank 	
Holding a position of Director:	3 Listed Companies 1 Non Listed Company	
Directorship in Banpu Power:	3 Years (Since 2018 ¹ - 2021) 6 Years in case of getting approval from the 2021 AGM (Since 2021 - 2024)	
Meeting attendance:	Year 2020	Year 2019
- Board	14/14 (100 percent)	12/12 (100 percent)
- Audit Committee	10/10 (100 percent)	11/11 (100 percent)

¹ Mr. Yokporn Tantisawetrat has been appointed as the independent director since 4 August 2015, however, he retired from the office in the third year after the registration as a public company by drawing lots in the 2018 Annual General Meeting of Shareholders according to Clause 17 of the Articles of Association, therefore, he has begun his first term of office as the independent director since then.

2. Prof. Dr. Bundhit Eua-aporn (For consideration of agenda 4.2)



Nominated to be elected as	Independent Director	
Age:	56 years	
Nationality:	Thai	
Education background:	<ul style="list-style-type: none">- Ph.D. in Engineering, Imperial College, U.K.- M.Eng., Chulalongkorn University- B.Eng., Chulalongkorn University	
Training:	<ul style="list-style-type: none">- Director Certification Program (DCP) # 110/2008, Thai Institute of Directors Association (IOD)- Executive Program in Energy Literacy for a Sustainable Future Program #6/2015, Thailand Energy Academy- Bhumipalung Phandin Program #3/2014- Temasek Foundation-NUS Programme for Leadership in University Management 2012	
Expertise:	Management, Information Technology, Business Relations, Power Business, Technicail & Engineer, Natural Resources & Environment	
Present Position:	<ul style="list-style-type: none">- Independent Director/Chairman of the Compensation Committee/Member of the Audit Committee, Banpu Power Public Company Limited- Independent Director/Chairman of the Nomination Committee, PTT Exploration and Production Public Company Limited- President, Chulalongkorn University	
Experience:	<ul style="list-style-type: none">- Director, The National Energy Reform Committee, Thailand's National Reform Council- Expert Member of the Board of Directors, Thailand Institute of Scientific and Technological Research- Dean, Faculty of Engineering, Chulalongkorn University	
Holding a position of Director:	2 Listed companies 0 Non Listed Company	
Directorship in Banpu Power:	3 Years (Since 2018 ² - 2021) 6 Years in case of getting approval from the 2021 AGM (Since 2021 - 2024)	
Meeting attendance:	Year 2020	Year 2019
- Board	13/14 (92.86 percent)	12/12 (100 percent)
- Audit Committee	9/10 (90 percent)	10/11 (90.91 percent)
- Compensation Committee	4/4 (100 percent)	4/4 (100 percent)

² Prof. Dr. Bundhit Eua-aporn has been appointed as the independent director since 4 August 2015, however, he retired from the office in the third year after the registration as a public company by drawing lots in the 2018 Annual General Meeting of Shareholders according to Clause 17 of the Articles of Association, therefore, he has begun his first term of office as the independent director since then.

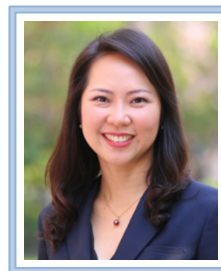
3. Mr. Metee Auapinyakul (For consideration of agenda 4.3)



Nominated to be elected as	Non-Executive Director	
Age:	67 years	
Nationality:	Thai	
Education:	<ul style="list-style-type: none"> - Doctor of Business, Engineering and Technology, St. Louis University, Missouri, U.S.A - Infrastructure for the Market Economy, Harvard University John F. Kennedy School of Government, Boston, U.S.A. - B.S.C. (Management), St. Louis University, Missouri, U.S.A. 	
Training:	<ul style="list-style-type: none"> - National Defence College, the Joint State – Private Sector Course, (Class 377) #7 - National Defence College, the Joint State – Private Sector Course, Class #1 - Directors Certification Program (DCP) #61/2005, Thai Institute of Directors Association (IOD) 	
Expertise:	Accounting & Finance, Management, Business Relations, Economics, Power Business, Natural Resources & Environment	
Present positions:	<ul style="list-style-type: none"> - Director/ Member of the Compensation Committee, Banpu Power Public Company Limited - Director/Advisor, Banpu Public Company Limited - Chief Advisor, GENCO Public Company Limited 	
Experience:	<ul style="list-style-type: none"> - Executive Officer, Banpu Public Company Limited - Honorary Advisor, Energy Committee House of Representatives - Expert Member, National Standardization Council, Ministry of Industry - Director, Thai Agro Energy Public Company Limited 	
Holding a position of Director:	2 Listed Companies 0 Non listed Company	
Directorship in Banpu Power:	3 Years (Since 2018 ³ - 2021) 6 Years in case of getting approval from the 2021 AGM (Since 2021 - 2024)	
Meeting attendance:	Year 2020	Year 2019
Board	14/14 (100 percent)	11/12 (91.67 percent)
Compensation Committee	4/4 (100 percent)	4/4 (100 percent)

³ Mr. Metee Auapinyakul has been appointed as the director since 22 May 2015, however, he retired from the office in the third year after the registration as a public company by drawing lots in the 2018 Annual General Meeting of Shareholders according to Clause 17 of the Articles of Association, therefore, he has begun his first term of office as the independent director since then.

4. Dr. Patchanita Thamyongkit (For consideration of agenda 5)



Nominated to be elected as	Independent Director
Age:	45 years
Nationality:	Thai
Education:	<ul style="list-style-type: none">- Dr.rer.nat (Ph.D.): Organic Chemistry, Eberhard-Karls-Universität Tübingen, Germany- B.Sc.: Chemistry (major: Organic Chemistry), Chulalongkorn University
Training:	<ul style="list-style-type: none">- Directors Certification Program (DCP) #289, Thai Institute of Directors Association (IOD)
Expertise:	Management, Business Relations, Power Business, Technical & Engineer, Natural Resources & Environment, Energy Technology
Present positions:	<ul style="list-style-type: none">- Faculty member (Current position: Professor), Department of Chemistry, Faculty of Science Chulalongkorn University- Assistant to the President for Research and Innovation, Chulalongkorn University- Acting President, Chulalongkorn University Intellectual Property Institute
Experience:	<ul style="list-style-type: none">- Associate Dean of Graduate School, Chulalongkorn University- Vice-director of Scientific and Technological Research Equipment Centre, Chulalongkorn University- Secretary of Department of Chemistry, Faculty of Science, Chulalongkorn University- Secretary of Chemical Society of Thailand
Holding a position of Director:	0 Listed Companies 0 Non listed Company
Shareholding in Banpu Power:	-None-
Business which may cause the conflict of interest to the Company:	-None-

Information of Banpu Power PCL. shareholding of the nominated persons (As of 31 December 2020)

Nominated persons	Number of shares	Percentage of issued shares
1. Mr. Yokporn Tantisawetrat	60,000	0.002
2. Prof. Dr. Bundhit Eua-aporn	80,000	0.003
3. Mr. Metee Auapinyakul	431,500	0.014
4. Dr. Patchanita Thamyongkit	None	None

Information of holding a directorship in listed company or other rival incorporation/any related business with the Company

Nominated persons	Listed Company		Non Listed Company		Other rival incorporation / any related business with the Company
	Number	Type of Director	Number	Type of Director	
1. Mr. Yokporn Tantisawetrat	3	- Independent Director, Banpu Power Public Company Limited - Independent Director, AP (Thailand) Public Company Limited - Director, TMB Bank Public Company Limited	1	- Director, Kirloskar Brothers (Thailand) Limited	None
2. Prof. Dr. Bundhit Eua-aporn	2	- Independent Director, Banpu Power Public Company Limited - Independent Director, PTT Exploration and Production Public Company Limited	0	-	None
3. Mr. Metee Auapinyakul	2	- Director, Banpu Power Public Company Limited - Director/Advisor, Banpu Public Company Limited	0	-	None
4. Dr. Patchanita Thamyongkit	0	-	0	-	None

Relationship characteristics of nominated persons qualified as an independent director

Relationship characteristics	Name of nominated persons as an independent director		
	Mr. Yokporn Tantisawetrat	Prof. Dr. Bundhit Eua-aporn	Dr. Patchanita Thamyongkit
Being related persons or close relatives to management or major shareholders of the company and its subsidiaries	None	None	None
Having relationship in any of these characteristics to the company, its subsidiaries, affiliated company, major shareholders or any juristic entity which may cause conflict of interest to the Company during the past 2 years	None	None	None
- Being a director and Participate in day-to-day business, or being an officer, employee or consultant who receives regular salary	None	None	None
- Being a professional service provider (such as Auditor or Legal Consultant)	None	None	None
- Having business relationship (such as buy/sell goods, raw materials, or giving financial support such as borrowing or lending, etc.)	None	None	None

BANPU POWER Definition of Independent Director

Banpu Power Public Company Limited has defined the definition of Independent Directors which is **equal** to those defined by Securities and Exchange Commission and the Stock Exchange of Thailand in accordance with the rules regarding the qualification of Independent Directors under the Notification of Capital Market Supervisory Board No. TorJor. 4/2552 dated 20 February B.E.2552. Therefore, **“Independent Director”** of the Company means the director who possesses the following qualifications:

1. Holds shares not exceeding 1% of the total shares with voting right of the applicant, its parent company, subsidiaries, associates, major shareholders, and controlling parties of the applicant, provided that the shares held by the related parties of such independent director shall be included.
2. Is not or has never been an executive director, employee, staff, advisor who receives salary, nor controlling parties of the applicant, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of the applicant unless the foregoing status ended at least 2 years prior to the date of submitting the application to the Securities and Exchange Commission (SEC), provided that such prohibition shall not include the case that such independent director has ever been official or advisor of the government sector that is the major shareholder or controlling party of the applicant.

3. Is not the person who has relationship by means of descent or legal registration under the status of father, mother, spouse, brothers and sisters, and children. The prohibitive persons also include spouses of daughters and sons of management, major shareholders, controlling party or the person who is in the process of nomination to be the management or controlling party of the applicant or its subsidiary.
4. Have no or never had business relationship with the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant in respect of holding the power which may cause the obstacle of the independent decision, including not being or never been the significant shareholder, or controlling parties of any person having business relationship with the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.

The business relationship mentioned under the first paragraph shall include business transaction in ordinary business manner of rent, or lease the immovable property, transaction related to assets or services, or the financial support regardless of being lent or borrowed, guaranteed, secured, by assets, debt, and any otherwise similar performance which causes liability or obligation to the applicant or counter party, have provided that such liability is equal to or exceed 3% of the net tangible assets of the applicant or equal or above 20 million baht, whichever is lower. In this regard, the calculation of such liability shall be in accordance with the calculation method of the value of connected transaction under the Notification of Capital Market Supervisory Board governing the conditions of connected transaction *mutatis mutandis*. The liabilities incurred during a period of 1 year prior to the date of having business relationship with the above party shall be included on calculation of such liabilities.

5. Is not or has never been the auditor of the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of applicant, and is not the significant shareholder, controlling parties, or partner of the auditing firm which employs such auditor of the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.
6. Is not or has never been the professional service provider, including but not limited to legal service or financial advisor with received the service fee more than 2 million per year from the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties, and is not the significant shareholder, controlling parties, or partner of the above mentioned service firms unless the foregoing status ended at least 2 years prior to the date of submitting the application to the SEC.
7. Is not the director who is nominated to be the representative of directors of the applicant, major shareholders, or any other shareholder related to the major shareholders.
8. Do not operate the same and competitive business with the business of the applicant, or its subsidiaries, or is not a significant partner of the partnership, or is not an executive director, employee, staff, advisor who receives salary, nor holds share for more than 1% of the total shares with voting right of any other company which operates same and competitive business with the business of the applicant, or its subsidiaries.
9. Is not any otherwise which is unable to have the independent opinion regarding the business operation of the applicant.

After being appointed as the independent director in accordance with the conditions under the article (1) - (9), such independent director may be assigned by the board of directors to make decision in respect of collective decision on business operation of the applicant, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties of applicant.

The provision under the article (2), (4), (5) and (6) related to the consideration of qualification of independent director of the applicant during the period of 2 years prior to the date of submitting the application to the SEC shall be applied to the application submitting as from 1 July 2010 onwards.

Where the person appointed by the applicant to be the independent director is the person who has or ever had the business relationship with or ever rendered professional service with higher service fees specified under the article (4) and (6), the applicant shall be relaxed from such prohibition related to the conditions of having the business relationship with or ever rendered professional service with higher specified service fees if only the applicant has provided the opinion of the board of directors of the company showing that the board has considered the issue in accordance with the Section 89/7 and found that there is no interference in the independent opinion, and the following information shall be disclosed in the notice of shareholders meeting under the agenda considering the appointment of independent director.

- (a) the business relationship or the professional service providing which cause such person being unqualified;
- (b) reasons and necessity to insist the appointment of such person as the independent director;
- (c) the opinion of the board of directors of the applicant to propose such person to be the independent director.

For the benefit of the article (5) and (6), wording “partner” shall mean the person who is assigned by the auditing firm, or the professional service provider to be the signatory in the audit report or the report of rendering the professional services (as the case may be) on the behalf of the firm.