

**Credentials and Backgrounds of the nominated persons****1. Mr. Chanin Vongkusolkrit** (For consideration of agenda 4.1)**Nominated to be elected as** Non-Executive Director**Age** 69 years**Nationality** Thai**Education** - M.B.A. (Finance), St. Louis University, Missouri, U.S.A.  
- B.Econ., Thammasat University**Training** - DCP Refresher Course #3/2006 Thai Institute of Directors Association (IOD)  
- Director Certification Program (DCP) #20/2002 Thai Institute of Directors Association (IOD)  
- TLCA Leadership Development Program(LDP) Enhancing Competitiveness #0/2012, Thai Listed Companies Association**Expertise** Accounting & Finance, Management, Business Relations, Economics, Strategy, Power, Natural Resources & Environment**Present Positions** - Director/Member of Corporate Governance and Nomination Committee, Banpu Power Public Company Limited  
- Chairman, Banpu Public Company Limited  
- Advisor of Chairman, Thai Listed Companies Association  
- Director, Mitr Phol Sugar Corp. Ltd.  
- Director, The Erawan Group Public Company Limited  
- Director, Thailand's Private Sector Collective Action Coalition Against Corruption (CAC)  
- Advisor, Thammasat Economics Association  
- President, The Foundation for Better Life**Experience** - Commissioner, Securities and Exchange Commission, Thailand  
- Director, Thai Listed Companies Association  
- Advisor, Thammasat Economics Association  
- Director, Faculty of Economics, Thammasat University  
- Chairman, Sustainability Development Committee, Securities and Exchange Commission, Thailand**Holding a position of Director** 3 Listed Companies  
1 Non Listed Company**Directorship in Banpu Power:** 6 Years (Since 2016<sup>1</sup> - 2022)  
9 Years in case of getting approval from the 2022 AGM (Since 2022 - 2025)

<b>Meeting attendance:</b>	<b>Year 2021</b>	<b>Year 2020</b>
Board	11/12 (91 percent)	13/14 (92 percent)
Corporate Governance and Nomination Committee	5/5 (100 percent)	3/3 (100 percent)

<sup>1</sup> Mr. Chanin Vongkusolkrit has been appointed as the director since 12 December 1996, however, he retired from the office in the first year after the registration as a public company by drawing lots in the 2016 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. Mr. Voravudhi Linananda** (For consideration of agenda 4.2)

**Nominated to be elected as** Executive Director

**Age** 61 years

**Nationality** Thai

**Education**

- M.B.A. Sasin Graduate Institute of Business Administration, Chulalongkorn University
- B.Eng. (Mechanical Engineering), Faculty of Engineering, Kasetsart University

**Training**

- Advanced Management Program (AMP173) Harvard Business School, U.S.A.
- Directors Certificate Program (DCP) #149/2011 Thai Institute of Directors Association (IOD)
- Orchestrating Winning Performance Program #OWPII/2013 International Institute of Management Development (IMD SE Asia)

**Expertise** Management, Business Relations, Economics, Strategy, Power, Technical / Engineer, Risk Management, Natural Resources & Environment

**Present Positions**

- Director, Banpu Power Public Company Limited
- Advisor, Banpu Public Company Limited
- Director, BLCP Power Co., Ltd.
- Director, Hongsa Power Company Limited
- Director, Phu Fai Mining Company Limited
- Director, Banpu NEXT Co., Ltd.
- Director, Banpu Energy Australia Pty Ltd

**Experience**

- Chief Executive Officer, Banpu Power Public Company Limited
- Chief Operating Officer, Banpu Public Company Limited
- Director, Banpu Coal Power Co., Ltd. Banpu Energy Australia Pty Ltd

**Holding a position of Director** 1 Listed Company  
5 Non Listed Companies

**Directorship in Banpu Power:** 6 Years (Since 2016<sup>2</sup> - 2022)  
9 Years in case of getting approval from the 2022 AGM (Since 2022 - 2025)

<b>Meeting attendance:</b>	<b>Year 2021</b>	<b>Year 2020</b>
Board	12/12 (100 percent)	14/14 (100 percent)

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<sup>2</sup> Mr. Voravudhi Linananda has been appointed as the director since 30 July 2009, however, he retired from the office in the first year after the registration as a public company by drawing lots in the 2016 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. Kijja Sripatthangkura** (For consideration of agenda 5)

<b>Nominated to be elected as</b>	Independent Director
<b>Age:</b>	61 years
<b>Nationality:</b>	Thai
<b>Education:</b>	Bachelor of Engineering (Electrical Engineering), Prince of Songkla University
<b>Training:</b>	<ul style="list-style-type: none"><li>- Director Certification Program (DCP 245/2017)</li><li>- Advanced Certificate Course in Public Economics Management for Executives, King Prajadhipok's Institute</li><li>- Advanced Management Program, Harvard Business School, United States of America</li><li>- Senior Executive Program, SASIN Graduate Institute of Business Administration, Chulalongkorn University</li><li>- Thailand and the ASEAN Community in Global Political Economy, King Prajadhipok's Institute</li><li>- The Executive Program in Energy Literacy for a Sustainable Future, Thailand Energy Academy</li></ul>
<b>Expertise:</b>	Management, Business Relations, Power Business, Technical & Engineer, Energy Technology
<b>Present positions:</b>	-None-
<b>Experience:</b>	<ul style="list-style-type: none"><li>- Chairman of the Board of Directors, Ratchaburi Electricity Generating Company Limited</li><li>- Chief Executive Officer, Ratch Group Public Company Limited</li><li>- Chairman of the Board of Directors, PT MEDCO RATCH POWER RIAU</li><li>- Chairman of the Board of Directors, Hongsa Power Company Limited</li><li>- Chairman of the Board of Directors, Phu Fai Mining Company Limited</li><li>- Chairman of the Board of Directors, RATCH-Australia Corporation Limited</li><li>- Deputy Governor - Governor's Office, EGAT</li><li>- Directors, Fareast Renewable Development Pte. Ltd.</li><li>- Chairman of the Board of Directors, Ratchaburi Energy Company Limited</li><li>- Directors, Bangkok Aviation Fuel Public Company Limited</li><li>- Deputy Governor Policy and Planning, EGAT</li></ul>
<b>Holding a position of Director:</b>	0 Listed Companies 0 Non listed Company
<b>Shareholding in Banpu Power:</b>	-None-
<b>Business which may cause the conflict of interest to the Company:</b>	-None-

**Information of Banpu Power PCL. shareholding of the nominated persons (As of 31 December 2021)**

<b>Nominated persons</b>	<b>Number of shares</b>	<b>Percentage of issued shares</b>
1. Mr. Chanin Vongkusolkit	35,711	0.001
2. Mr. Voravudhi Linananda	100,000	0.003
3. Mr. Kijja Sripatthangkura	None	None

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

<b>Nominated persons</b>	<b>Listed Company</b>		<b>Non Listed Company</b>		<b>Other rival incorporation / any related business with the Company</b>
	<b>Number</b>	<b>Type of Director</b>	<b>Number</b>	<b>Type of Director</b>	
1. Mr. Chanin Vongkusolkit	3	- Non-Executive Director, Banpu Power PCL. - Chairman, Banpu PCL. - Chairman, The Erawan Group PCL.	1	- Director, Mitr Phol Sugar Corp. Ltd.	None
2. Mr. Voravudhi Linananda	1	- Executive Director, Banpu Power PCL.	5	- Director, BLCP Power Co., Ltd. - Director, Hongsa Power Company Limited - Director, Phu Fai Mining Company Limited - Director, Banpu NEXT Co., Ltd. - Director, Banpu Energy Australia Pty Ltd	None
3. Mr. Kijja Sripatthangkura	0	-	0	-	None

**Relationship characteristics of nominated persons qualified as an independent director**

<b>Relationship characteristics</b>	<b>Mr. Kijja Sripatthangkura</b>
Being related persons or close relatives to management or major shareholders of the company and its subsidiaries	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
- Being a director and Participate in day-to-day business, or being an officer, employee or consultant who receives regular salary	None
- Being a professional service provider (such as Auditor or Legal Consultant)	None
- Having business relationship (such as buy/sell goods, raw materials, or giving financial support such as borrowing or lending, etc.)	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.