

Information of Individuals Nominated as the Directors to Replace the Directors Retired by Rotation

1. Mr. Viset Choopiban



Proposed Position	Independent Director	
Date of Appointment	May 25, 2017	
Duration of Directorship in the Company	6 years and 10 months (from May 25, 2017 – April 2024)	
Age	78 years	
Education	<ul style="list-style-type: none"> - Honorary Doctor of Engineering, Chulalongkorn University - Master of Engineering (Electrical Engineering), Chulalongkorn University - Bachelor of Engineering (Electrical Engineering), Chulalongkorn University 	
Training	<ul style="list-style-type: none"> - The Joint State - Private Sector Course, Class 8, Thailand National Defence College 	
Director Training	<ul style="list-style-type: none"> - Director Accreditation Program (DAP), Class 130/2016, Thai Institute of Directors - Role of the Chairman Program (RCP), Class 3/2001, Thai Institute of Directors 	
Working Experience (during the recent 5 years) and/or Important Positions	2014 – 2017	Director, CUEL Company Limited
	2011 – 2017	Independent Director and Chairman of the Board of Directors, Gulf Energy Development Company Limited
	2009 – 2011	Member of the Nomination and Remuneration Committee, RCL Public Company Limited
	2005 – 2006	Minister, Ministry of Energy
	2001 – 2003	President, PTT Public Company Limited
	2000 – 2001	Chairman of the Board of Directors, PTT Exploration and Production Public Company Limited
	1999 – 2001	Governor, Petroleum Authority of Thailand
Directorship/Other Executive Positions in Other Organizations at Present		
• Other Listed Companies (1 organization)	2011 – Present	Audit Committee Member and Chairman of the Nomination and Remuneration and Corporate Governance Committee, RCL Public Company Limited
	2008 – Present	Independent Director, RCL Public Company Limited
• Non-Listed Companies (2 organizations)	2015 – Present	Director, TIPS Company Limited
	2000 – Present	Director, Petroleum Institute of Thailand
• Other Companies that Compete with/Related to the Company (1 organization)	2009 – Present	<u>As an associate of the Company which engages in the business of investing in the power generation business</u> Chairman of the Board of Directors, Gulf JP Company Limited
Shareholding in the Company (as of December 31, 2023)	Personal:	825,000 shares or equivalent to 0.007%
	Spouse/minor child:	- None-
Family Relationship with Other Directors and Executives	- None -	
Meeting Attendance in 2023	• Board of Directors' Meetings:	13 out of 13 meetings (100.00%)
	• Shareholders' Meeting:	1 out of 1 meeting (100.00%)

Director Nomination Criteria The Company has adopted a policy on nominating directors by considering their qualifications, knowledge, capability, expertise, board diversity and valuable working experience, as well as time devotion. In addition, the nominated directors must not possess any characteristics as prohibited by the applicable laws and regulations.

Relationship/Interest of Individual Nominated as Independent Director

Being a close relative of other directors/ executives/ major shareholders/ controlling persons/ or persons to be nominated as directors/ executives or controlling persons of the Company or its subsidiaries	No
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Having the following interests in the Company/ parent company/ subsidiaries/ affiliates or any legal entities that may have conflicts at present or in the past 2 years:

1. Being a director who participates in management, or being an employee, or advisor who receives a regular salary or fee	No
2. Being a professional service provider (e.g. auditor or lawyer)	No
3. Having the significant business relations that may affect the ability to perform duties independently	None

Nomination Rationale The Board of Directors, exclusive of directors with conflict of interest in the agenda, has jointly and deliberately considered the qualifications of Mr. Viset Choopiban and deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and appoint him as the Independent Director of the Company for another term as he possesses the qualifications of Independent Directors as required by the relevant laws and in accordance with the prescribed qualifications of the Independent Directors of the Company. In addition, he is neither nominated by the Company's major shareholders nor executive, and is able to express his opinion independently. He also has extensive knowledge and expertise in the matters and business related to the Company.

2. Mr. Sommai Phasee



Proposed Position	Independent Director	
Date of Appointment	September 14, 2017	
Duration of Directorship in the Company	6 years and 7 months (from September 14, 2017 – April 2024)	
Age	79 years	
Education	<ul style="list-style-type: none"> - Master of Economics (Planning and Development), Vanderbilt University, USA - Master of Economics, Thammasat University - Bachelor of Economics (Honors), Thammasat University 	
Training	<ul style="list-style-type: none"> - Civil Service Executive Development Program (Program I), Class 11, Civil Executive College, Civil Service Training Institute, Office of the Civil Service Commission - The National Defence, Class 37, Thailand National Defence College 	
Director Training	<ul style="list-style-type: none"> - Director Certification Program (DCP), Class 268/2018, Thai Institute of Directors - Director Accreditation Program (DAP), Class 59/2006, Thai Institute of Directors - Role of the Chairman Program (RCP), Class 9/2003, Thai Institute of Directors 	
Working Experience (during the recent 5 years) and/or Important Positions	2017 – 2018	Chairman of the Board of Directors and Independent Director, Nok Airlines Public Company Limited
	2014 – 2015	Chairman of the Board of Directors, Crown Property Bureau
	2014 – 2015	Chairman of the Board of Directors, Bank for Agriculture and Agricultural Co-operatives
	2014 – 2015	Deputy Chairman of the Anti-Money Laundering Board, Anti-Money Laundering Office
	2014 – 2015	Minister, Ministry of Finance
	2011 – 2014	Director, Gulf Energy Development Company Limited
	2006 – 2007	Deputy Minister, Ministry of Finance
	2004 – 2006	Chairman of the Board of Directors, Gulf Electric Public Company Limited
	1998 – 2004	Deputy Permanent Secretary, Ministry of Finance
Directorship/Other Executive Positions in Other Organizations at Present		
• Other Listed Companies	- None -	
• Non-Listed Companies (5 organizations)	2020 – Present	Chairman, The Thai Bond Market Association
	2019 – Present	Director, Precious Metal Refining Company Limited
	2017 – Present	Director, Aroonsom Company Limited
	2016 – Present	Director, Sai Nam Yen Company Limited
	2016 – Present	Director, Andaman Beach Suites Company Limited
• Other Companies that Compete with/Related to the Company	- None -	
Shareholding in the Company (as of December 31, 2023)	Personal:	550,000 shares or equivalent to 0.005%
	Spouse/minor child:	- None-
Family Relationship with Other Directors and Executives	- None -	

Attachment No. 2

Meeting Attendance in 2023	<ul style="list-style-type: none">• Board of Directors' Meetings: 10 out of 13 meetings (76.92%)• Audit Committee Meetings: 6 out of 6 meetings (100.00%)• Sustainability, Governance and Risk Management Committee Meetings: 3 out of 3 meetings (100.00%)• Shareholders' Meeting: 1 out of 1 meeting (100.00%)
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Director Nomination Criteria The Company has adopted a policy on nominating directors by considering their qualifications, knowledge, capability, expertise, board diversity and valuable working experience, as well as time devotion. In addition, the nominated directors must not possess any characteristics as prohibited by the applicable laws and regulations.

Relationship/Interest of Individual Nominated as Independent Director

Being a close relative of other directors/ executives/ major shareholders/ controlling persons/ or persons to be nominated as directors/ executives or controlling persons of the Company or its subsidiaries	No
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Having the following interests in the Company/ parent company/ subsidiaries/ affiliates or any legal entities that may have conflicts at present or in the past 2 years:

1. Being a director who participates in management, or being an employee, or advisor who receives a regular salary or fee	No
2. Being a professional service provider (e.g. auditor or lawyer)	No
3. Having the significant business relations that may affect the ability to perform duties independently	None

Nomination Rationale The Board of Directors, exclusive of directors with conflict of interest in the agenda, has jointly and deliberately considered the qualifications of Mr. Sommai Phasee and deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and appoint him as the Independent Director of the Company for another term as he possesses the qualifications of Independent Directors as required by the relevant laws and in accordance with the prescribed qualifications of the Independent Directors of the Company. In addition, he is neither nominated by the Company's major shareholders nor executive, and is able to express his opinion independently. He also has extensive knowledge and expertise in the matters and business related to the Company.

3. Dr. Raweporn Kuhirun



Proposed Position	Independent Director												
Date of Appointment	May 25, 2017												
Duration of Directorship in the Company	6 years and 10 months (from May 25, 2017 – April 2024)												
Age	80 years												
Education	<ul style="list-style-type: none"> - Doctor of Public Administration, Eastern Asia University - Master of Business Administration (Accounting), Central Michigan University, USA - Bachelor of Accountancy (Accounting), Chulalongkorn University - Bachelor of Laws, Ramkhamhaeng University 												
Training	<ul style="list-style-type: none"> - The National Defence, Class 38, Thailand National Defence College - Civil Service Executive Development Program (Program II), Civil Executive College, Civil Service Training Institute, Office of the Civil Service Commission - Program for Senior Executive on Justice Administration, Class 14, National Justice Academy, Office of the Judiciary - Capital Market Leadership Program, Class 7, Capital Market Academy - The International Auditor's Fellowship Program (Long-Term Program), Government Accountability Office (U.S. GAO), USA - Audit of Computer System, Kingston Polytechnic, United Kingdom - Internal Audit and Computer Audit (Long-Term Program), National Audit Office (NAO), United Kingdom - Procurement Audit, Board of Audit and Inspection, Republic of Korea 												
Director Training	<ul style="list-style-type: none"> - Board Matters and Trends (BMT), Class 6/2018, Thai Institute of Directors - Director Accreditation Program (DAP), Class 94/2012, Thai Institute of Directors - Director Certification Program (DCP), Class 155/2012, Thai Institute of Directors - Audit Committee Program (ACP), Class 38/2012, Thai Institute of Directors 												
Working Experience (during the recent 5 years) and/or Important Positions	<table border="0" style="width: 100%;"> <tr> <td style="vertical-align: top; width: 15%;">2007 – 2019</td> <td>Committee on Overseeing the NBTC's Operation, Office of the National Broadcasting and Telecommunications Commission (NBTC)</td> </tr> <tr> <td style="vertical-align: top;">2016 – 2017</td> <td>Independent Director and Member of the Audit Committee, Gulf Energy Development Company Limited</td> </tr> <tr> <td style="vertical-align: top;">2008 – 2015</td> <td>Advisor to the Audit Committee, Thai Airways International Public Company Limited</td> </tr> <tr> <td style="vertical-align: top;">2011 – 2014</td> <td>Independent Director and Member of the Audit Committee, PTT Global Chemical Public Company Limited</td> </tr> <tr> <td style="vertical-align: top;">2011 – 2013</td> <td>Honorary Member of Special Investigation Commission, Department of Special Investigation</td> </tr> <tr> <td style="vertical-align: top;">2000 - 2006</td> <td>State Audit Commissioner, State Audit Commission, State Audit Office of the Kingdom of Thailand</td> </tr> </table>	2007 – 2019	Committee on Overseeing the NBTC's Operation, Office of the National Broadcasting and Telecommunications Commission (NBTC)	2016 – 2017	Independent Director and Member of the Audit Committee, Gulf Energy Development Company Limited	2008 – 2015	Advisor to the Audit Committee, Thai Airways International Public Company Limited	2011 – 2014	Independent Director and Member of the Audit Committee, PTT Global Chemical Public Company Limited	2011 – 2013	Honorary Member of Special Investigation Commission, Department of Special Investigation	2000 - 2006	State Audit Commissioner, State Audit Commission, State Audit Office of the Kingdom of Thailand
2007 – 2019	Committee on Overseeing the NBTC's Operation, Office of the National Broadcasting and Telecommunications Commission (NBTC)												
2016 – 2017	Independent Director and Member of the Audit Committee, Gulf Energy Development Company Limited												
2008 – 2015	Advisor to the Audit Committee, Thai Airways International Public Company Limited												
2011 – 2014	Independent Director and Member of the Audit Committee, PTT Global Chemical Public Company Limited												
2011 – 2013	Honorary Member of Special Investigation Commission, Department of Special Investigation												
2000 - 2006	State Audit Commissioner, State Audit Commission, State Audit Office of the Kingdom of Thailand												

Directorship/Other Executive Positions in Other Organizations at Present

- **Other Listed Companies** - None -
- **Non-Listed Companies** 2011 – Present Honorary Member of Srinakharinwirot University Council
(1 organization)
- **Other Companies that Compete with/Related to the Company** - None -

Shareholding in the Company (as of December 31, 2023) Personal: 500,000 shares or equivalent to 0.004%
Spouse/minor child: - None-

Family Relationship with Other Directors and Executives - None -

Meeting Attendance in 2023

- Board of Directors’ Meetings: 13 out of 13 meetings (100.00%)
- Audit Committee Meetings: 6 out of 6 meetings (100.00%)
- Shareholders’ Meeting: 1 out of 1 meeting (100.00%)

Director Nomination Criteria The Company has adopted a policy on nominating directors by considering their qualifications, knowledge, capability, expertise, board diversity and valuable working experience, as well as time devotion. In addition, the nominated directors must not possess any characteristics as prohibited by the applicable laws and regulations.

Relationship/Interest of Individual Nominated as Independent Director

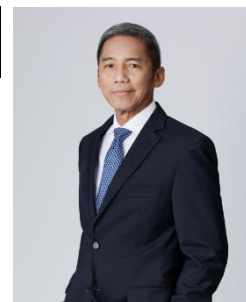
Being a close relative of other directors/ executives/ major shareholders/ controlling persons/ or persons to be nominated as directors/ executives or controlling persons of the Company or its subsidiaries	No
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Having the following interests in the Company/ parent company/ subsidiaries/ affiliates or any legal entities that may have conflicts at present or in the past 2 years:

1. Being a director who participates in management, or being an employee, or advisor who receives a regular salary or fee	No
2. Being a professional service provider (e.g. auditor or lawyer)	No
3. Having the significant business relations that may affect the ability to perform duties independently	None

Nomination Rationale The Board of Directors, exclusive of directors with conflict of interest in the agenda, has jointly and deliberately considered the qualifications of Dr. Raweporn Kuhirun and deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and appoint her as the Independent Director of the Company for another term as she possesses the qualifications of Independent Directors as required by the relevant laws and in accordance with the prescribed qualifications of the Independent Directors of the Company. In addition, she is neither nominated by the Company’s major shareholders nor executive, and is able to express her opinion independently. She also has extensive knowledge and expertise in the matters and business related to the Company.

4. Mr. Santi Boonprakub



Proposed Position	Independent Director	
Date of Appointment	May 25, 2017	
Duration of Directorship in the Company	6 years and 10 months (from May 25, 2017 – April 2024)	
Age	71 years	
Education	<ul style="list-style-type: none"> - Master of Public and Private Management Program, National Institute of Development Administration - Bachelor of Science (Statistics), Ramkhamhaeng University 	
Training	<ul style="list-style-type: none"> - Corporate Governance for Directors and Senior Executives of State Enterprises and Public Organizations (PDI), Class 12, King Prajadhipok's Institute - Senior Executive Development (Program II), Class 3, Civil Executive College, Civil Service Training Institute, Office of the Civil Service Commission - Civil Service Executive Development Program: Visionary and Moral Leadership (Program I), Class 59, Civil Executive College, Civil Service Training Institute, Office of the Civil Service Commission - Management of Public Economics for Executives, Class 3, King Prajadhipok's Institute - Economics for Natural Resource Management, Oregon State University, USA 	
Director Training	<ul style="list-style-type: none"> - Director Certification Program (DCP), Class 268/2018 Thai Institute of Directors - Director Accreditation Program (DAP), Class 131/2016 Thai Institute of Directors 	
Working Experience (during the recent 5 years) and/or Important Positions	2022 – 2023	Director, All Waste to Energy Company Limited
	2022 – 2023	Director, Chiangmai Waste to Energy Company Limited
	2020 – 2022	Member of Thailand Oil Palm Board
	2017 – 2020	Member of the Audit and Evaluation Sub-Committee, Agricultural Research Development Agency
	2017 – 2019	Advisory Member, Biodiversity-Based Economy Development Office (Public Organization)
	2015 – 2017	Independent Director, Gulf Energy Development Company Limited
	2011 – 2013	Secretary General, Office of Natural Resources and Environmental Policy and Planning
	2010 – 2011	Inspector General, Ministry of Natural Resources and Environment
	2009 – 2010	Deputy Secretary General, Office of Natural Resources and Environmental Policy and Planning
	2009	Deputy Director General, Department of Mineral Resources
Directorship/Other Executive Positions in Other Organizations at Present		
• Other Listed Companies	- None -	
• Non-Listed Companies (4 organizations)	2021 – Present	Member of the Environmental Fund Committee
	2021 – Present	Member of the National Environmental Board
	2019 – Present	Member of the National Committee on Climate Change Policy
	2019 – Present	Member of the National Land Policy Committee

- **Other Companies that Compete with/Related to the Company** - None -

Shareholding in the Company (as of December 31, 2023) Personal: 550,000 shares or equivalent to 0.005%
Spouse/minor child: - None-

Family Relationship with Other Directors and Executives - None -

Meeting Attendance in 2023

- Board of Directors’ Meetings: 12 out of 13 meetings (92.31%)
- Sustainability, Governance and Risk Management Committee Meetings: 3 out of 3 meetings (100.00%)
- Shareholders’ Meeting: 1 out of 1 meeting (100.00%)

Director Nomination Criteria The Company has adopted a policy on nominating directors by considering their qualifications, knowledge, capability, expertise, board diversity and valuable working experience, as well as time devotion. In addition, the nominated directors must not possess any characteristics as prohibited by the applicable laws and regulations.

Relationship/Interest of Individual Nominated as Independent Director

Being a close relative of other directors/ executives/ major shareholders/ controlling persons/ or persons to be nominated as directors/ executives or controlling persons of the Company or its subsidiaries	No
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Having the following interests in the Company/ parent company/ subsidiaries/ affiliates or any legal entities that may have conflicts at present or in the past 2 years:

1. Being a director who participates in management, or being an employee, or advisor who receives a regular salary or fee	No
2. Being a professional service provider (e.g. auditor or lawyer)	No
3. Having the significant business relations that may affect the ability to perform duties independently	None

Nomination Rationale The Board of Directors, exclusive of directors with conflict of interest in the agenda, has jointly and deliberately considered the qualifications of Mr. Santi Boonprakub and deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and appoint him as the Independent Director of the Company for another term as he possesses the qualifications of Independent Directors as required by the relevant laws and in accordance with the prescribed qualifications of the Independent Directors of the Company. In addition, he is neither nominated by the Company’s major shareholders nor executive, and is able to express his opinion independently. He also has extensive knowledge and expertise in the matters and business related to the Company.

Qualifications of the Independent Directors of the Company

The Board of Directors has determined the qualifications of the Independent Directors which are more stringent than the relevant regulations of the Capital Market Supervisory Board. The Independent Director of the Company must possess the qualifications as follows:

- (1) Holds no more than 0.9 % of all shares with voting rights of the Company, the parent company, a subsidiary, an associated company, a major shareholder or controlling person. This is inclusive of shares held by anyone who is related to such Independent Director.
- (2) Neither is nor was a Director with involvement in the management, employees, staff, consultant with monthly salary or controlling person of the Company, the parent company, a subsidiary, an associated company, a same-level subsidiary, a major shareholder or controlling person unless he/she is free from such condition not less than two years prior to his/her appointment as an Independent Director. In this regard, the prohibited characteristics do not include cases where the Independent Director served as civil servant or advisor to public agencies, who is major shareholder or controlling person of the Company.
- (3) Has no connection by blood or legal registration as father, mother, spouse, sibling, son/daughter or spouse of son/daughter of another Director, executive, major shareholder, controlling person or an individual who will be nominated as Director, executive or controlling person of the Company or a subsidiary.
- (4) Has no business relationship with the Company, the parent company, a subsidiary, an associated company, a major shareholder or controlling person in such a manner that may obstruct their exercise of independent discretion. Further, an Independent Director neither is nor was not a significant shareholder or controlling person of a party with business relationship with the Company, the parent company, a subsidiary, an associated company, a major shareholder or controlling person of the Company unless he/she is free from such condition not less than two years prior to his/her appointment as Independent Director:

Such business relationship is inclusive of a trading transaction occurring on a conventional basis for the conduct of business; a rent or lease of immovable property; a transaction involving assets or services; a provision or an acceptance of financial assistance through means of a loan, a guarantee, a use of an asset as collateral against debt; and other similar actions which result in the Company or the party to the contract having a debt to be repaid to another party for the amount from 3% of net tangible assets (NTA) of the Company or from 20 Million Baht, whichever is lower. This amount is determined by the calculation of Related Transaction value as per the Notification of the Capital Market Supervisory Board. It is inclusive of debt(s) arising within one year prior to the day of business relationship with the same party.

- (5) Never served as nor was an auditor of the Company, the parent company, a subsidiary, an associated company, a major shareholder or controlling person and was not a significant shareholder, controlling person or a partner of the audit office which the auditors of the Company, the parent company, a subsidiary, an associated company, a major shareholder or controlling person are employed unless he/she is free from such condition not less than two years prior to his/her appointment as Independent Director.
- (6) Never served as nor was a person rendering any professional service or a legal or financial consultant who is paid a service fee of more than 2 Million Baht per year by the Company, the parent company, a subsidiary, an associated company, a major shareholder or controlling person of the Company and was not a significant shareholder, controlling person or a partner of such professional service provider unless he/she is free from such condition not less than two years prior to his/her appointment as Independent Director.
- (7) Is not a Director who is appointed to be a nominee of a Director of the Company, a major shareholder or a shareholder who is related to a major shareholder.
- (8) Does not engage in a business of the same nature as and which is significantly competitive to that of the Company or a subsidiary; or not being a significant partner of a partnership or a Director with involvement in the management, employees, staff, consultant with monthly salary, or, holds more than 1% of all shares with voting rights of another company which is engaged in a business of the same nature as and which is significantly competitive to that of the Company or a subsidiary.
- (9) Does not have any other characteristic which prevents him/her from opining freely on the operations of the Company.
- (10) After being appointed as an independent director with the qualifications stipulated in accordance with Clauses 1 – 9, the independent director may be assigned by the Board of Directors to make a decision on the business operation of the Company, its parent company, subsidiary, associate company, same-level subsidiary, major shareholder or controlling person in the form of collective decision.
- (11) The Company may appoint a person who has or used to have a business relationship or provides professional services at a value exceeding the specified amount described in Clauses 4 or 6 as an independent director provided that the Board of Directors carefully considers and is of the opinion that appointment of such person does not affect the performance of duties and the giving of independent opinions. Following information must be disclosed in the notice calling the shareholders' meeting under the agenda for the appointment of independent director:
 - (1) The nature of the business relationship or professional service that excludes the nominated independent director from the standard requirements.
 - (2) The reason and necessity for keeping or appointing such person as an independent director.
 - (3) The Board of Directors' opinion on proposing the appointment of such person as an independent director.