

## Independent Director to be Newly Elected



### Mrs. Nujchanart Laohathaimongkol

<b>Age</b>	51
<b>Nationality</b>	Thai
<b>Educational Background</b>	<ul style="list-style-type: none"> <li>- Master of Business Administration, MIT Sloan School of Management, Massachusetts Institute of Technology, USA</li> <li>- Bachelor of Arts in Accounting, Chulalongkorn University</li> </ul>
<b>Director's Certificates</b>	<ul style="list-style-type: none"> <li>- Director Certification Program Thai Institute of Directors Association</li> <li>- LINKS #1 Srinakharinwirot university</li> <li>- Industrial Development and Investment for Management Program (IBID #6) Institute of Business and Industrial Development</li> <li>- Urban Leader Program #2 Navamindradhiraj University</li> <li>- Metropolitan Development Leadership Program (MDLP #6) Navamindradhiraj University</li> <li>- Capital Market Academy Leadership Program (CMA #14) The Stock Exchange of Thailand</li> </ul>
<b>Proposed Position</b>	Independent Director
<b>Current Positions in Other Organization</b>	
<ul style="list-style-type: none"> <li>● Listed Companies</li> </ul>	None
<ul style="list-style-type: none"> <li>● Non-listed Companies and Other Organizations</li> </ul>	6 organizations <ul style="list-style-type: none"> <li>- Assistant Managing Director, The Viriyah Insurance</li> <li>- Chief Executive Officer, VIG Car Rent</li> <li>- Director, Finance and Accounting Sub-Committee, Thailand Energy Conservation Fund</li> <li>- Director, Sub-Committee on Monitoring, Recommending and Accelerating National Reform on Commerce and Industry, the Senate</li> <li>- Director, Education and Culture Sub-Committee, Bangkok Metropolitan Council</li> </ul>

	- Director, Accounting, Finance and Investment Committee, Thai General Insurance Association
● Others that may cause conflict of interests to EGCO	None
<b>Experiences during the past 5 years</b>	
2020	Committee, Working Team on the problem solving about the fund accounting, Thailand Energy Conservation Fund
2019 – 2019	Committee, Working Team on The Commuter Train System (Red Line) Project, State Railway of Thailand
2018 – 2019	Director, Finance and Accounting Sub-Committee, State Railway of Thailand
2018 – 2019	Director, Sub-Committee on High Speed Rail Project, State Railway of Thailand
2018 – 2019	Advisor to the Governor, Industrial Estate Authority of Thailand
2018 – 2019	Director, Sub-Committee on Bangkok Development Project to Smart City, Bangkok Metropolitan Council
<b>Skills / Expertise</b>	Accounting, Audit, Infrastructure Business, Strategy and Business Planning, Corporate Governance, HR Development
<b>Legal Dispute</b>	No legal dispute during the past 5 years
<b>EGCO Shareholding</b>	None
<b>Nomination Policy</b>	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> <li>1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO;</li> <li>2. Requirement of skills and experiences to support the achievement of EGCO's strategy;</li> <li>3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;</li> <li>4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix</li> </ol>
<b>Nomination Rationale</b>	After consideration, the Board with the endorsement of Nomination and Remuneration Committee, would like to propose for the Shareholders' approval that Mrs. Nujchanart Laohathaimongkol be elected as a new independent director, as she has the qualifications in line with the Company's definition of independent director. She is not dominated by

	<p>the major shareholders and Management. As such, she can provide comments independently and aligning with related obligatory rules. In addition, her proficiency in accounting, infrastructure business, strategy and business planning could help the Company to proceed to the set targets while building a stronger growth for the Company.</p>
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**Additional Information to Consider for Independent Director Election**

Relationship Characteristics	Qualifications
Holding EGCO's shares not more than <u>0.5%</u> of the paid-up capital with the voting right	No
<p>Having the following relationship with EGCO, subsidiary company, associated company or any legal entity that may have the conflict of interests during the past 2 years</p> <ul style="list-style-type: none"> <li>● Being an executive director, an employee, an advisor who receives regular salary</li> <li>● Providing any professional services namely auditors, financial advisors or legal advisors</li> <li>● Having material business relationship which affects directors' independence</li> </ul>	<p>No</p> <p>No</p> <p>No</p>
Having maternity or registration relationship with directors, management, EGCO's major shareholders, controlling persons or persons to be nominated as management or controlling persons of EGCO and its subsidiaries	No

## Director to be Newly Elected



**Mr. Shinichiro Suzuki**

<b>Age</b>	49
<b>Nationality</b>	Japanese
<b>Educational Background</b>	Bachelor of Economics, KOBE University, Japan
<b>Director's Certificates</b>	
<b>Proposed Position</b>	Director
<b>Current Positions in Other Organization</b>	
● Listed Companies	None
● Non-listed Companies and Other Organizations	1 organization Acting CEO, Diamond Generating Asia, Limited
● Others that may cause conflict of interests to EGCO	None
<b>Experiences during the past 5 years</b>	
2021	- CEO, MC Retail Energy Co., Ltd.
2020 – 2021	- General Manager, Power Service Business Dept. Energy Service Business Division Mitsubishi Corporation, MC-TOK
2019	- General Manager, Special Missions Strategy & Planning Office New Energy & Power Generation Division, MC-TOK
2018	- Member of Retail Supply Business Taskforce
2017	- Deputy General Manager, Head of Strategy & Planning Team International IPP Dept. New Energy & Power Generation Div., MC-TOK
<b>Skills / Expertise</b>	Finance, Power and Energy Business, Strategy and Business Planning
<b>Legal Dispute</b>	No legal dispute during the past 5 years
<b>EGCO Shareholding</b>	None
<b>Nomination Policy</b>	EGCO's policy on director nomination is based on the following:

	<ol style="list-style-type: none"><li>1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO;</li><li>2. Requirement of skills and experiences to support the achievement of EGCO's strategy;</li><li>3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;</li><li>4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix</li></ol>
<b>Nomination Rationale</b>	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, would like to propose for the Shareholders' approval that Mr. Shinichiro Suzuki be elected as a new director, as he has the qualifications in Economy, Finance, and experience in energy business. which could help achieving the target aligning with strategic plan.</p>

## Director to be Re-Elected



**Mr. Polsri Suvisisarsa**

<b>Age</b>	60
<b>Nationality</b>	Thai
<b>Educational Background</b>	<ul style="list-style-type: none"> <li>- Bachelor of Engineering in Mechanical Engineering, Kasetsart University</li> <li>- Bachelor of Laws, Sukhothai Thammathirat Open University</li> </ul>
<b>Director's Certificates</b>	<ul style="list-style-type: none"> <li>- Certificate of Director Accreditation Program, Thai Institute of Directors Association</li> <li>- Certificate of Middle Level of Development Administrator, National Institute of Development Administration</li> <li>- Certificate of Executive Development Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University</li> <li>- Certificate of Public Administration and Law for Executives, King Prajadhipok's Institute</li> <li>- Transformation to Sustainable Growth Program (Knowledge Sharing among Directors and Management, by Mrs. Wannipa Bhakdibutr, Independent Director)</li> </ul>
<b>Proposed Position</b>	Director
<b>First Appointment</b>	October 1, 2021
<b>Latest Appointment</b>	October 1, 2021
<b>Year of Service</b>	6 months
<b>Term of Service*</b>	1 <sup>st</sup> term: October 1, 2021 – Annual General Meeting 2022
<b>Current Position in EGCO</b>	Director Member of Nomination and Remuneration Committee Member of Risk Oversight Committee

<b>Current Positions in Other Organization</b>	
● Listed Companies	None
● Non-listed Companies and Other Organizations	2 organizations - Director, District Cooling System and Power Plant Co., Ltd. - Deputy Governor-Generation, Electricity Generating Authority of Thailand
● Others that may cause conflict of interests to EGCO	None
<b>Experiences during the past 5 years</b>	
2020 – present	- Director, District Cooling System and Power Plant Co., Ltd.
2020 – present	- Deputy Governor-Generation, Electricity Generating Authority of Thailand
2020 – 2021	- Chairman of Board of Directors, EGAT Diamond Service Co., Ltd.
2018 – 2020	- Assistant Governor-Generation 2, Electricity Generating Authority of Thailand
2017 – 2018	- Director of Wang Noi Power Plant, Electricity Generating Authority of Thailand
<b>Skills / Expertise</b>	Power Business, Energy Business, Engineering, Law, Strategy/Business Planning, Corporate Governance, HR Development, Smart Technology
<b>Achievement in October 2021 – January 31, 2022</b>	As a Director, Member of Nomination and Remuneration Committee, Member of Risk Oversight Committee, Mr. Polsri Suvisisarsa performed his duty with dedication and full attention in detail. With his expertise in Smart Technology, Mr. Polsri was able consider investment proposals for energy-related new business projects in new businesses by considering risks involved and provided opinions and observations which benefits the Management's operation and personnel development.
<b>Legal Dispute</b>	No legal dispute during the past 5 years
<b>EGCO Shareholding</b>	None
<b>Meeting Attendance from October 1, 2020 until January 31, 2022</b>	- Board of Directors: 4 out of 4 (100%) - Nomination and Remuneration Committee: 4 out of 4 (100%) - Risk Oversight Committee: 4 out of 4 (100%)
<b>Nomination Policy</b>	EGCO's policy on director nomination is based on the following: 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO;



	<ol style="list-style-type: none"><li>2. Requirement of skills and experiences to support the achievement of EGCO's strategy;</li><li>3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;</li><li>4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix</li></ol>
<b>Nomination Rationale</b>	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, resolved to propose for the shareholders' approval that Mr. Polsri Suvisisarsa be re-elected as a director for another term, as he has a profound knowledge and expertise in Smart Technology would promote the growth of EGCO's related business according to the Company's strategy. His opinions also benefit all stakeholders. Hence, his re-election would help driving the Company's readiness to handle with drastic change in modern and future business operations.</p>

## Director to be Re-Elected



**Mr. Nutthavutthi Chamchang**

<b>Age</b>	59
<b>Nationality</b>	Thai
<b>Educational Background</b>	<ul style="list-style-type: none"> <li>- Master of Environmental Business Administration (Energy Management), University of Twente, The Netherlands</li> <li>- Bachelor of Engineering in Mechanical Engineering, Chulalongkorn University</li> </ul>
<b>Director's Certificates</b>	<ul style="list-style-type: none"> <li>- Certificate of Director Certification Program, Thai Institute of Directors Association</li> <li>- Certificate of How to Develop a Winning Digital Strategy Program, Thai Institute of Directors Association</li> <li>- Certificate of Leadership Succession Program, Institute of Research and Development for Public Enterprises</li> <li>- Certificate of Corporate Governance for Directors and Senior Executives of Regulator, State Enterprises and Public Organizations, King Prajadhipok's Institute</li> <li>- Certificate of Environmental Governance for Executive Officer, Ministry of Natural Resources and Environment</li> <li>- ESG Trends in Thailand's Power Business and Ways to Achieve Sustainability Program, PricewaterhouseCoopers ABAS Ltd.</li> <li>- Certificate of Advanced Management Program, Harvard Business School, USA</li> </ul>
<b>Proposed Position</b>	Director
<b>First Appointment</b>	July 30, 2021
<b>Latest Appointment</b>	July 30, 2021
<b>Year of Service</b>	8 months
<b>Term of Service*</b>	1 <sup>st</sup> term: July 30, 2021 – Annual General Meeting 2022

<b>Current Position in EGCO</b>	Director Member of Corporate Governance and Social Responsibility Committee
<b>Current Positions in Other Organization</b>	
● Listed Companies	None
● Non-listed Companies and Other Organizations	2 organizations - Deputy Governor-Power Business, Electricity Generating Authority of Thailand - Chairman, EGAT Diamond Service Co., Ltd.
● Others that may cause conflict of interests to EGCO	None
<b>Experiences during the past 5 years</b>	
2019 – 2021	- Director, RATCH Group PCL.
2018 – 2020	- Director, District Cooling System and Power Plant Co., Ltd.
2018 – 2020	- Deputy Governor-Generation, Electricity Generating Authority of Thailand
2018 – 2019	- Director, Ratchaburi Power Company Limited
2017 – 2018	- Assistant Governor-Hydro Power Plant, Electricity Generating Authority of Thailand
2014 - 2017	- Director of Bhumibol Dam, Electricity Generating Authority of Thailand
<b>Skills / Expertise</b>	Corporate Governance, Power Business/Energy Business/Engineering, Strategy/Business Planning, HR Development
<b>Achievement in 2021 – January 2022</b>	As a Director and a Member of Corporate Governance and Social Responsibility Committee, Mr. Nutthavutthi Chamchang performed his roles with dedication and applied his knowledge, expertise and experience in and power and energy business to support operations according to Company's strategy. Mr. Nutthavutthi Chamchang also placed importance on Corporate Governance and Corporate Social Responsibility (CSR); and provided valuable queries and opinion which benefit the Management's operation leading to sustainable growth.
<b>Legal Dispute</b>	No legal dispute during the past 5 years
<b>EGCO Shareholding</b>	Amount of shareholding: 1,500 shares: 0.000028%
<b>Meeting Attendance from July 30, 2021 until January 31, 2022</b>	- Board of Directors: 7 out of 7 (100%) - Corporate Governance and Social Responsibility Committee: 4 out of 4 (100%)

<b>Nomination Policy</b>	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> <li>1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO;</li> <li>2. Requirement of skills and experiences to support the achievement of EGCO's strategy;</li> <li>3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;</li> <li>4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix</li> </ol>
<b>Nomination Rationale</b>	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, resolved to propose for the shareholders' approval that Mr. Nutthavutthi Chamchang be re-elected as a director for another term, as he has a profound expertise and experience in engineering, power, and energy business. He also has knowledge in the energy industry, Corporate Governance, and Corporate Social Responsibility (CSR). Hence, his re-election would support EGCO to achieve its goals aligning with the business direction and Company's strategy which would bring benefits to shareholders and all stakeholders.</p>

## Director to be Re-Elected



**Mr. Thepparat Theppitak**

<b>Age</b>	56
<b>Nationality</b>	Thai
<b>Educational Background</b>	<ul style="list-style-type: none"> <li>- Master of Science in Electricity Industry Management and Technology, University of Strathclyde, UK</li> <li>- Bachelor of Engineering in Mechanical Engineering, Chiang Mai University</li> </ul>
<b>Director's Certificates</b>	<ul style="list-style-type: none"> <li>- Certificate of Director Certification Program, Thai Institute of Directors Association</li> <li>- Certificate of Leading Your Business through Uncertainties Program, Thai Institute of Directors Association</li> <li>- Certificate of How to Develop a Winning Digital Strategy Program, Thai Institute of Directors Association</li> <li>- Certificate of Advanced Management Program, Harvard Business School, USA</li> <li>- Certificate of Senior Executive Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University</li> <li>- Certificate of Corporate Governance for Directors and Senior Executives of Regulator Program, State Enterprises and Public Organizations, King Prajadhipok's Institute</li> <li>- Thailand's In Land Transport Infrastructure and Investment Opportunity Program, by Mr. Sorapong Paitoonpong, Deputy Permanent Secretary of Ministry of Transport</li> <li>- Roles of Private Sector's Executives and Officers in Anti-corruption Program, Thai Private Sector Collective Action Against Corruption (CAC)</li> </ul>

	<ul style="list-style-type: none"> <li>- ESG Trends in Thailand's Power Business and Ways to Achieve Sustainability Program, PricewaterhouseCoopers ABAS Ltd.</li> <li>- Transformation to Sustainable Growth Program (Knowledge Sharing among Directors and Management, by Mrs. Wannipa Bhakdibutr, Independent Director)</li> </ul>
<b>Proposed Position</b>	Director
<b>First Appointment</b>	November 12, 2019
<b>Latest Appointment</b>	November 12, 2019
<b>Year of Service</b>	2 years 5 months
<b>Term of Service*</b>	1 <sup>st</sup> term: November 12, 2019 – Annual General Meeting 2022
<b>Current Position in EGCO</b>	<p>President</p> <p>Member of Investment Committee</p> <p>Member of Corporate Governance and Social Responsibility Committee</p> <p>Member of Risk Oversight Committee</p>
<b>Current Positions in Other Organization</b>	
● Listed Companies	None
● Non-listed Companies and Other Organizations	<p>8 organizations</p> <ul style="list-style-type: none"> <li>- Chairman, Khanom Electricity Generating Co., Ltd.</li> <li>- Chairman, EGCO Engineering and Service Co., Ltd.</li> <li>- Chairman, Gulf Electric PCL.</li> <li>- Chairman, Thai Ruk Pa Foundation</li> <li>- Director, BLCPPower Co., Ltd.</li> <li>- Director, Xayaburi Power Co., Ltd.</li> <li>- Director, Thai Listed Companies Association</li> <li>- Deputy Governor-Governor's Office, Electricity Generating Authority of Thailand</li> </ul>
● Others that may cause conflict of interests to EGCO	None
<b>Experiences during the past 5 years</b>	
2020 – 2021	Chairman, Gulf Electric PCL.
2018 – 2020	Deputy Governor-Power Plant Development and Renewable Energy, Electricity Generating Authority of Thailand
2017 – 2018	Assistant Governor-Renewable and New Energy, Electricity Generating Authority of Thailand

2016 – 2017	Director, Mechanical Maintenance Division, Electricity Generating Authority of Thailand
<b>Skills / Expertise</b>	Corporate Governance, Power Business, Energy Business, Engineering, Strategy/Business Planning, Smart Technology, and HR Development
<b>Achievement in 2021 – January 2022</b>	As a member of Investment Committee, member of Corporate Governance and Social Responsibility Committee, and a member of Risk Oversight Committee, Mr. Thepparat Theppitak performed by focusing mainly on sustainable growth of the Company based on the ESG and driving all areas of business operations to achieve carbon neutral goals aligning with the Company's policy and strategic plan. He also has expertise and life-long experience in the power business as well as a deep understanding of Smart Technology. Therefore, he could provide valuable opinions for EGCO's for the preparation of strategic plans and business operations with full concern of all stakeholders. In addition, Mr. Thepparat Theppitak has carefully considered risks in all dimensions when considering investment proposals and place importance on personnel knowledge development from investing in new energy-related businesses apart from considering the financial return. In addition, Mr. Thepparat Theppitak, as the President of EGCO, was able to effectively drive the organization to be ready to handle with drastic change in modern and future business operations, create distinguish works including communication and public relations skills to promote EGCO's image to be attractive to investors.
<b>Legal Dispute</b>	No legal dispute during the past 5 years
<b>EGCO Shareholding</b>	None
<b>Meeting Attendance from October 21, 2020 until January 31, 2022</b>	<ul style="list-style-type: none"> <li>- Board of Directors: 14 out of 14 (100%)</li> <li>- Nomination and Remuneration Committee: 13 out of 13 (100%)</li> <li>- Corporate Governance and Social Responsibility Committee: 7 out of 7 (100%)</li> <li>- Risk Oversight Committee: 13 out of 13 (100%)</li> </ul>
<b>Nomination Policy</b>	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> <li>1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO;</li> <li>2. Requirement of skills and experiences to support the achievement of EGCO's strategy;</li> </ol>

	<p>3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;</p> <p>4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix</p>
<b>Nomination Rationale</b>	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, resolved to propose for the shareholders' approval that Mr. Thepparat Theppitak be re-elected as a director for another term, as he has expertise and experience in the power business as well as a deep understanding in Smart Technology that he could provide valuable opinions for EGCO's business, future energy-related businesses aligning with EGCO's investment policy and business direction. Hence, his re-election would help building sustainable growth for the Company.</p>



**Definition of Independent Directors**

The Company has defined the qualifications of independent directors which is stricter than the requirement of the SET in accordance with the Capital Market Supervisory Board. Under the new definition, EGCO independent director shall have the following qualifications.

1. Holding shares not more than 0.5% of the paid-up capital with the voting right of EGCO, parent company, subsidiary company, associated company or any legal entity that may have the conflict of interest (including the connected persons as stipulated in section 258 of securities laws)
2. Not being a director that takes part in the management (executive director, director who has the same responsibility as management except for the signature in transactions approved by the Board and the joint signing with other directors), employees, advisors who receive regular salary, and controlling person of EGCO, parent company, subsidiary company, associate company and fellow subsidiary (subsidiary of the same holding company) or any entity that may have a conflict of interest during the period of two years before his/her appointment.
3. Not being a person who is related by maternity and by registration as parents, spouse, brother, sister, and son and daughter including their spouses of the management, or major shareholders, controlling persons or persons who will be nominated to be the Management or controlling persons of EGCO or its subsidiaries.
4. Not having business relationship with and not being a major shareholder, non-independent director or management of EGCO, parent company, subsidiary company, associate company or any entity that may have a conflict of interest in a way that would affect the giving of independent opinions during the period of two years before the filing date.
5. Not being an auditor or a major shareholder, director, management or partner of the audit firm that provides auditing services to EGCO, parent company, subsidiary company, associate company or any entity that may have a conflict of interest during the period of two years before the filing date
6. Not providing any professional service or being a major shareholder, non-independent director, management or partner of the company that provide professional service which include financial and legal advices with the fee higher than 2 million baht per year during the period of two years before the filing date
7. Not being appointed as a representative to safeguard interests of EGCO director, majority shareholders or shareholders who are related to EGCO's majority shareholders.
8. Not having any constraint that would affect the performance of giving independent judgement on EGCO.

If a person having qualifications stated in item 1 to 8 above is appointed as an independent director of the Company, such independent director may be assigned by the Company's Board of Directors to make decision in respect of business operation of EGCO, parent company, the subsidiary or associated company, the major shareholder of EGCO, or the person having controlling power over EGCO, provided that such decision making is made as a collective decision.

**The terms of independent directors**

Independent Director can hold his/her directorship not exceeding 2 terms or 6 years, with effect from the Shareholders' 2016 Annual General Meeting.