

Nomination of Directors and Executives

The Nomination and Remuneration Committee that members who are stakeholders did not participate in consideration, was nominated to select qualified persons to replace any directors or executives who had either completed their term or resigned, etc. To comply with both Aqua Corporation PCL.'s own good corporate governance practices and regulations as well as those of the Stock Exchange of Thailand, the Company's Board of Directors and Executives have to meet all qualifications as qualified as per the Public Company Limited Act B.E. 2535 and the Securities and Exchange Act B.E. 2535 and proposed to the Board of Directors for approval. Moreover, the Company had invited Shareholders to propose qualified candidates to be appointed as directors in advance for the Annual General Meeting of Shareholders 2019 via the Company's website which appears that there was no proposed candidate of directors from the shareholders.

The Company's criteria for the appointment of the Board of Directors are as follows:

1. At the shareholders' meeting, at least 5 (five) directors are appointed. Of these, more than half must reside in the Kingdom of Thailand and directors must be qualified by the law.
2. The selection of directors must be carried out at the shareholders' meeting.
3. Each shareholder shall have 1(one) vote for each share in respect of which he, she or it is the registered holder.
4. A shareholder or proxy may vote only for as many persons as vacancies on the Board of Directors are to be filled. A shareholder or proxy may not cast more than 1(one) vote for any person in respect of each share that the shareholder holds or proxy represents and may not allot his or her votes to any person in any number.
5. After the vote, the candidates shall be ranked in order descending from the highest number of votes received to the lowest and shall be appointed as directors in that order until all of the director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded, the remaining appointments shall be made by drawing lots.
6. In every annual ordinary meeting, one-third of the total number of directors will complete their term. If the number of directors is not divisible by one-third, the closest number is acceptable. A drawing process is used to determine who will end their term in the first and the second year after the registration of the company. For the following year, directors who have served the longest period will resign. The resigning directors could be selected again and could therefore return to their positions as director.
7. The candidates' knowledge, capability, experience and specializations that would contribute to the Company's operational efficiency.
8. The candidates' qualifications shall support good corporate governance practices, such as ethics, independence, assertiveness, creativity, careful and integrity as well as ability to dedicate their time for the Company.

In other cases, any vacancy occurring in the Board of Directors otherwise than by completion of a vacating director's term of office shall be filled by resolution of the Board of Directors, unless the remaining period of the vacating director's term of office is less than 2 (two) months. The resolution of the Board of Directors to such effect shall be adopted by the affirmative votes of at least $\frac{3}{4}$ (three – fourths) of the remaining directors. However, in the event that the number of vacancies in the Board of Directors is such that the number of remaining directors does not constitute a quorum, the remaining directors may act on behalf of the Board of Directors only to summon a General Meeting solely for the purpose of electing replacement directors. The said General Meeting must be held within 1 (one) month from the date on which the number of vacancies resulted in the number of remaining directors being less than a quorum. In all cases under this Article, any person appointed or elected as a replacement director shall retain his or her office during such time only as the vacating director was entitled to retain same.

Information of Directors who retired by rotation and proposed to be re-elected.



Mr.Yuth Chinsupakul 76 Years old
Current Position Director / Chairman of the Board
Nationality Thai

Shareholding Proportion (As of March 16, 2021) 4,000,000 ordinary shares (0.10%)
Education Background Master of Engineering in Electrical Engineering GEORGE WASHINGTON UNIVERSITY
Bachelor of Mathematics, UNIVERSITY OF OREGON

Training Course from Thai Institute of Directors Association (IOD) Director Accreditation Program (DAP) Class 143/2017

Work Experience

▪ Listed Companies	1993 – Present	Director / Chairman of the Board Eastern Power Group Public Company Limited (Formerly known as Eastern Printing Public Company Limited)
	2018 – present	Director / Chairman of the Board Aqua Corporation Public Company Limited
▪ Non-listed Companies	2010 – present	Director / Chairman of the Board Eternity Power Public Company Limited (Formerly known as Bo Ploy Solar Co., Ltd.)
	2011 – present	Director EpcO Green Power Plus Company Limited
	2014 – present	Director EpcO Energy Company Limited
	2016 – present	Director PPTC Company Limited SSUT Company Limited Apex Energy Solution Company Limited Tasiri Co., Ltd.
	2017 – present	Director STC Energy Company Limited Tac Energy Company Limited
	2018 – present	Director Eastern Printing Company And Packaging Co., Ltd. (Formerly known as WPS (Thailand) Co., Ltd.)

Type of director nomination Director

Holding position of directors and executives in other companies

▪ Listed Companies

There are 2 listed Companies:

1. Director/Chairman of the Board, Eastern Power Group Public Company Limited
2. Director / Chairman of the Board, Aqua Corporation Public Company Limited

▪ Non-listed Companies

There are 10 listed Companies:

1. Director, Epco Green Power Plus Company Limited
2. Director, Epco Energy Company Limited
3. Director, PPTC Company Limited
4. Director, SSUT Company Limited
5. Director, Apex Energy Solution Company Limited
6. Director, Tasiri Company Limited
7. Director, STC Energy Company Limited
8. Director, Tac Energy Company Limited
9. Director, Eastern Printing Company And limited packaging
10. Director / Chairman of the Board, Eternity Power Public Company Limited

Other business that cause conflict of interest. -None-

Years as the Director Total to be newly appointed is 5 years and 4 months
(Date of entering into the director 11 December 2018)

Attendance in meetings during Year 2020 Attend the Board of Directors' Meeting of 11 times from 11 times, accounted for 100%

Relations with the Company

- Being close relatives to management / major shareholder / subsidiary - Is the father of Mr. Shine Bunnag who holds the position Company Directors Executive Director Acting President And authorized director of Aqua Corporation Public Company Limited
- Relation with Company / Subsidiary /Affiliated Company or Legal Entities Director who is involved in management, employee or consultant who receive salaries.
- that cause conflict of interest at present Professional service provider - None -
- or during the past 2 years Business relations - None -

▪ Opportunity for shareholders to nominate persons to be appointed as directors - In this year there was no shareholder proposed.

Note : Mr. Yuth Chinsupakul, the director nominated for this time, has undergone a careful screening process by the Board of Directors to have qualifications suitable for the Company's business operation.

Information of Directors who retired by rotation and proposed to be re-elected.



Mrs. Warangkana Kalayanapradit 61 Years old
Current Position Director
Nationality Thai

Shareholding Proportion There is no shareholding in the company.
Education Background Master of Arts (Political Science), Ramkhamhaeng University
Bachelor of Business Administration (Accounting), Ramkhamhaeng University

Training Course from Thai Institute of Directors Association (IOD) Director Certification Program (DCP) Class 113 Year 2009
Company Secretary Program (CSP) Class 1, 2002

Thailand Private Sector Collective Action Coalition Against Corruption (CAC) Road to Certify Course, 3rd/2019

Federation of Accounting Professions Under royal patronage CFO Focus on Financial Reporting, Class 5, 2018
Course to deal with the new revenue recognition criteria according to TFRS 15 for general business Class 2 Year 2018

Work Experience

▪ Listed Companies 2020 – Present Director
Aqua Corporation Public Company Limited
Director / Executive Director
Nation Broadcasting Corporation Public Company Limited
2018 – present Assistant Chief Executive Officer
Nation Multimedia Group Public Company Limited
2014 – present Independent Director / Audit Committee / Member of the Nomination and Remuneration Committee
Salee Printing Public Company Limited
2018 - 18 Aug 2020 Director / Executive Director / Assistant Chief Executive Officer
Nation Multimedia Group Public Company Limited
2017 - Mar 2019 Advisor
Stonehenge Inter Public Company Limited
2018 - 9 Oct 2018 Independent Director / Audit Committee
Nation Multimedia Group Public Company Limited

Type of director nomination Director

Holding position of directors and executives in other companies

▪ Listed companies

There are 3 listed Companies:

1. Director, Aqua Corporation Public Company Limited
2. Director and Executive Director, Nation Broadcasting Corporation Public Company Limited
3. Independent Director and Audit Committee And Member of the Nomination and Remuneration Committee, Salee Printing Public Company Limited

▪ Non-listed companies

There are 8 listed Companies:

1. Director, Thai News and Entertainment World Company Limited
2. Director, Nation Coffee Company Limited
3. Director, Kom Chad Luek Media Company Limited
4. Director, Nat Business Connect Company Limited
5. Director, Bangkok Media Business Company Limited
6. Director, Sven Corporation Company Limited
7. Director, Happy Products and Services Company Limited
8. Director, Nation Digital Content Company Limited

Other business that cause conflict of interest. -None-

Years as the Director Total to be newly appointed is 3 years and 8 months
(Date of entering into the director 14 August 2020)

Attendance in meetings during Year 2020 Attend the Board of Directors' Meeting of 2 times from 2 times, accounted for 100%

Relations with the Company

▪ Being close relatives to management / major shareholder / subsidiary - None -

▪ Relation with Company / Subsidiary Director who is involved in management, employee or consultant who receive salaries.

/Affiliated Company or Legal Entities - None -

that cause conflict of interest at present Professional service provider - None -

or during the past 2 years Business relations - None -

▪ Opportunity for shareholders to nominate persons to be appointed as directors - In this year there was no shareholder proposed.

Note : Mrs.Warangkana Kalayanapradit, the director nominated for this time, has undergone a careful screening process by the Board of Directors to have qualifications suitable for the Company's business operation.

Information of Directors who retired by rotation and proposed to be re-elected.



Mr.Pakorn Mongkoltada	41 Years old
Current Position	Director, Executive Director, Authorized Director
Nationality	Thai

Shareholding Proportion (As of March 16, 2021) 577,901,500 ordinary shares (12.6%)

Education Background Bachelor Degree, Marketing: National University, USA

Training Course from Thai Institute of Directors Association (IOD) DAP Class 78/2009 March 27, 2009

Work Experience

▪ Listed Companies	2020-present	Director Aqua Corporation Public Company Limited
▪ Non-listed Companies	2019-present	Director S. Thana Media Company Limited
	2017-present	Director M.I.S Media Company Limited Director Broadway Media Company Limited
	2013-present	Director Mantra Assets Company Limited
	2008-present	Director / Chief Operating Officer Aqua Ad Public Company Limited

Type of director nomination Director (Authorized Director)

Holding position of directors and executives in other companies

- There is 1 listed Companies: 1. Director / Aqua Corporation Public Company Limited
- Non-listed Companies
There are 5 listed Companies:
 1. Director, S. Thana Media Company Limited
 2. Director, M.I.S Media Company Limited
 3. Director, Boardway Media Company Limited
 4. Director, Mantra Assets Company Limited
 5. Director / Chief Operating Officer, Aqua Ad Public Company Limited

Other business that cause conflict of interest. -None-

Years as the Director Total to be newly appointed is 4 years and 2 months
(Date of entering into the director 28 February 2020)

Attendance in meetings during Year 2020 Attend the Board of Directors' Meeting of 10 times from 10 times, accounted for 100%

Relations with the Company

- Being close relatives to management - None -
/ major shareholder / subsidiary

- Relation with Company / Subsidiary Director who is involved in management, employee or consultant who receive salaries.
/Affiliated Company or Legal Entitles - None -
that cause conflict of interest at present Professional service provider - None -
or during the past 2 years Business relations - None -

- Opportunity for shareholders to nominate - In this year there was no shareholder proposed.
persons to be appointed as directors

Note : Mr.Pakorn Mongkoltada, the director nominated for this time, has undergone a careful screening process by the Board of Directors to have qualifications suitable for the Company's business operation.