



Profiles and relevant information of the nominated persons to be re-appointed as directors



1. Mr. Somsak Khunchornyakong

Director

Member of Nomination, Remuneration and Corporate Governance Committee
and Executive Vice President (Operation)

Nominated Position

- Director

Date Appointed

- April 1, 2011

Age

- 61 years

Nationality

- Thai

Education

- Master of Science (Renewable Energy Technology), Naresuan University.
- Bachelor of Education, Chandrakasem Rajabhat University.

IOD's Training

- Director Accreditation Program (DAP), Class 55/2004.
Thai Institute of Directors (IOD)
- Director Certification Program (DCP), Class 66/2005.
Thai Institute of Directors (IOD)

Director or Executives Position in listed company

- Director, SPCG Public Company Limited
- Member of Nomination, Remuneration and Corporate Governance Committee,
SPCG Public Company Limited
- Executive Vice President (Operation), SPCG Public Company Limited

Director or Executives Position in non-listed companies

- Director, Solar Power Co., Ltd.
- Managing Director, Solar Power Co., Ltd.
- Director, 34 subsidiaries of Solar Power Co., Ltd.
- Director, Solar Power Asset Co., Ltd.
- Director, 2 subsidiaries of Solar Power Asset Co., Ltd.
- Director, Solar Power Engineering Co., Ltd.



- Director, Solar Power Roof Co., Ltd.
- Director, Steel Roof Co., Ltd
- Director, SET ENERGY Co., Ltd.⁽¹⁾

Director or Executive Position in other businesses that may be a conflict of interest or having a business competition with SPCG Public Company Limited.

None

Experiences

- 2011 - Present Director and Executive Vice President (Operation), SPCG Public Company Limited.
- 2012 - Present Member of Nomination, Remuneration and Corporate Governance Committee, SPCG Public Company Limited.
- 2011 - Present Managing Director, Solar Power Company Limited.
- 1990 – 2007 Chief Operating Officer, Solartron Public Company Limited

Term of being Director

- 3 years

Position in the Company's Director

- Term of office 1 : 2011-2014
- Term of office 2 : 2014-2017
- Term of office 3 : 2017-2020
- At this Meeting, he is proposed to be re-elected and this term will be his fourth term (2020-2023).

Proportion of Total Shares Held (%)

- Self : 13,500,000 Shares (1.38%)⁽²⁾
- Spouse : None
- Minor : None
- Total : 13,500,000 Shares (1.38%)

Meeting Attendance in 2019

- Attended the Board of Directors' Meeting: 4 meetings from total 4 meetings (100%)
- Attended the Nomination, Remuneration and Corporate Government Committee Meeting: 2 meetings from total 2 meetings (100%)

Prohibited Qualification

- There is no record of criminal offenses relating to property which was done dishonestly.
- No transaction history that may cause conflicts of interest with SPCG Public Company Limited in the previous year.

Remarks:

⁽¹⁾ SET ENERGY Company Limited registered as a juristic person under the Civil and Commercial Code on September 19, 2019

⁽²⁾ Information on the date of the list of shareholder's right to receive the interim dividend shall be determined in accordance with the record date on August 28, 2019.



Profiles and relevant information of the nominated persons to be re-appointed as directors



2. Dr. Art-ong Jumsai Na Ayudhya

Independent Director

Member of Audit Committee

Member of the Nomination, Remuneration and Corporate Governance Committee

Nominated Position

- Independent Director

Date Appointed

- April 11, 2012

Age

- 80 years

Nationality

- Thai

Education

- B.A. (Hons), M.A. Mechanical Sciences, Cambridge, U.K.
- D.I.C., Ph.D. Communications, Imperial College of Science and Technology, London University
- Ph.D. Education - Curriculum and Instruction, Faculty of Education, Chulalongkorn University

IOD's Training

- Audit Committee Program (ACP), Class 38/2012.
Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP), Class 146/2011.
Thai Institute of Directors (IOD)

Director or Executives Position in listed company

- Independent Director, SPCG Public Company Limited⁽¹⁾
- Member of Audit Committee, SPCG Public Company Limited
- Member of the Nomination, Remuneration and Corporate Governance Committee, SPCG Public Company Limited



<p>Director or Executives Position in non-listed companies</p>	<p>Director, AJ Technology Company Limited (Its subsidiary of SPCG Public Company Limited).</p>
<p>Director or Executive Position in other businesses that may be a conflict of interest or having a business competition with SPCG Public Company Limited.</p>	<p>None</p>
<p>Experiences</p>	<ul style="list-style-type: none"> • 2019 - Present Member of Audit Committee, Independent Director, and Member of Nomination, Remuneration and Corporate Governance Committee, SPCG Public Company Limited. • 2017 - 2018 Member of Audit Committee and Independent Director, SPCG Public Company Limited. • 2012 - 2015 Member of Audit Committee and Independent Director, SPCG Public Company Limited. • 2012 - 2013 Chairperson of Audit Committee and Independent Director, SPCG Public Company Limited. • 2010 - 2011 Advisor to the Ministry of Education. • 1996 - Present Chief Executive Officer of Sathya Sai School Lopburi Province.
<p>Term of being Director</p>	<ul style="list-style-type: none"> • 3 years
<p>Position in the Company's Director</p>	<ul style="list-style-type: none"> • Term of office 1 : 2012-2015 • Term of office 2 : 2017-2020 • At this Meeting, he is proposed to be re-elected and this term will be his third term (2020-2023).
<p>Proportion of Total Shares Held (%)</p>	<ul style="list-style-type: none"> • Self : None ⁽²⁾ • Spouse : None • Minor : None • Total : None
<p>Meeting Attendance in 2019</p>	<ul style="list-style-type: none"> • Attended the Board of Directors' Meeting: 4 meetings from total 4 meetings (100%) • Attended the Nomination, Remuneration and Corporate Government Committee Meeting: 1 meetings from total 2 meetings (100%). Due to being appointed as a director (additional) in the meeting of the board of directors no.1/2019 held on February 22, 2019



Prohibited Qualification

- There is no record of criminal offenses relating to property which was done dishonestly.
- No transaction history that may cause conflicts of interest with SPCG Public Company Limited in the previous year.

Remarks:

- ⁽¹⁾ The qualification of independent director according to the definition announced by the company and under the requirements of the Capital Market Supervisory Board and the announcement of the Stock Exchange of Thailand.
- ⁽²⁾ Information on the date of the list of shareholder's right to receive the interim dividend shall be determined in accordance with the record date on August 28, 2019.



Profiles and relevant information of the nominated persons to be re-appointed as directors



3. Mr. Apichat Limsethanuwat

Independent Director

Member of Audit Committee

Member of the Nomination, Remuneration and Corporate Governance Committee

Nominated Position

- Independent Director

Date Appointed

- April 21, 2017

Age

- 56 years

Nationality

- Thai

Education

- Engineering (Civil Engineering), Chulalongkorn University

IOD's Training

- Director Accreditation Program (DAP), Class 159/2019.
Thai Institute of Directors (IOD)

Director or Executives Position in listed company

- Independent Director, SPCG Public Company Limited⁽¹⁾
- Member of Audit Committee, SPCG Public Company Limited
- Member of the Nomination, Remuneration and Corporate Governance Committee,
SPCG Public Company Limited

Director or Executives Position in non-listed companies

None

Director or Executive Position in other businesses that may be a conflict of interest or having a business competition with SPCG Public Company Limited.

None



Experiences

- 2019 - Present Member of Nomination, Remuneration and Corporate Governance Committee, SPCG Public Company Limited.
- 2017 - Present Independent Director and Member of Audit Committee, SPCG Public Company Limited.
- 2011 Civil Engineering Director, Laem Chabang Municipality, Chonburi Province.
- 2008 Engineering Director, Chao Phraya Surasak, Chonburi Province.
- 2006 Engineering Director, Sing Buri Municipality, Sing Buri Province.
- 2005 Engineering Director, Phaisalee Subdistrict Municipality, Nakhon Sawan Province.
- 2000 Chief Engineer, Sena Municipality, Phranakhon Si Ayutthaya Province.
- 1988 Civil Engineer, Nakhon Sawan Municipality, Nakhon Sawan Province.

Term of being Director

- 3 years

Position in the Company's Director

- Term of office 1 : 2017-2020
- At this Meeting, he is proposed to be re-elected and this term will be his second term (2020-2023).

Proportion of Total Shares Held (%)

- Self : None ⁽²⁾
- Spouse : None
- Minor : None
- Total : None

Meeting Attendance in 2019

- Attended the Board of Directors' Meeting: 4 meetings from total 4 meetings (100%)
- Attended the Nomination, Remuneration and Corporate Government Committee Meeting: 1 meetings from total 2 meetings (100%). Due to being appointed as a director (additional) in the meeting of the board of directors no.1/2019 held on February 22, 2019

Prohibited Qualification

- There is no record of criminal offenses relating to property which was done dishonestly.
- No transaction history that may cause conflicts of interest with SPCG Public Company Limited in the previous year.

Remarks:

⁽¹⁾ The qualification of independent director according to the definition announced by the company and under the requirements of the Capital Market Supervisory Board and the announcement of the Stock Exchange of Thailand.

⁽²⁾ Information on the date of the list of shareholder's right to receive the interim dividend shall be determined in accordance with the record date on August 28, 2019.



- **The Company's definition on Independent Director which is in accordance with the requirements of the Capital Market Supervisory Board and the Stock Exchange of Thailand.**

1. Holding no more than 1 % of total voting shares including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company and including the shareholding of persons related to the independent directors.

2. Not currently be or never been the company's executive director, worker, employee, salaried consultant, or controlling parties including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company. Exception: It has been at least two years before the date of appointment as an independent director.

3. Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary.

4. Not currently having or never had any relations with the company including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company in the way that such relation may impede the person from having independent views. Including neither being nor having been a significant shareholder or the controlling person who has a business relationship with the company, its subsidiaries, joint venture, major shareholders, or controlling person of the company. Exception: It has been at least two years before the date of appointment as an independent director.

Business relationship under the first paragraph, including normal business transaction for business operations, rental or rental of real estate, transaction related assets or services. Or giving or financial supporting by accepting or lending loans and guarantees of assets as collateral for liabilities, including other similar circumstances which the company or partners of contract has an obligation to pay to the other parties from 3% of the net tangible asset of the company or more than 20 million baht. Moreover, the calculation of debt obligation shall be in accordance with the calculation method for value of related parties transaction under the notification of the Capital Market Supervisory Board on the rule for conducting related parties transaction mutatis mutandis. But when considering the said debt burden shall include debt burdens incurred during one year before the date of having a business relationship with the same person.



5. Not currently being or never been the company's auditor including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company and not having been a significant shareholder or the controlling person who has a business relationship with the company, its subsidiaries, joint venture, major shareholders, or controlling person of the company. Exception: It has been at least two years before the date of appointment as an independent director.

6. Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the company with a fee more than THB 2 million per year including the company, the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers. Exception: It has been at least two years before the date of appointment as an independent director.

7. Not currently a director appointed to represent the company's directors, major shareholders, or the shareholder related to major shareholder of the company.

8. Not currently be operating under similar business nature and significant competition to the company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the company and subsidiary.

9. Not under any conditions that may impede the person from having independent views towards the company's operations

In this regard, there are 2 independent directors which are Dr. Art-ong Jumsai Na Ayudhya and Mr. Apichat Limsethanuwat which has qualification according to the definition of the independent directors specified.